Safe Harbor

This presentation contains “forward-looking” statements that are based on our management’s beliefs and assumptions and on information currently available to management. We intend for such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements include information concerning our possible or assumed strategy, future operations, financing plans, operating model, financial position, future revenues, projected costs, competitive position, industry environment, potential growth opportunities, potential market opportunities, plans and objectives of management and the effects of competition.

Forward-looking statements include all statements that are not historical facts and can be identified by terms such as “anticipates,” “believes,” “could,” “seeks,” “estimates,” “expects,” “intends,” “may,” “plans,” “potential,” “predicts,” “projects,” “should,” “will,” “would” or similar expressions and the negatives of those terms, although not all forward-looking statements contain these identifying words. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. We cannot guarantee that we actually will achieve the plans, intentions, or expectations disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements.

Forward-looking statements represent our management’s beliefs and assumptions only as of the date of this presentation. We undertake no obligation, and do not intend to update these forward-looking statements, to review or confirm analysts’ expectations, or to provide interim reports or updates on the progress of the current financial quarter. Further information on these and other factors that could affect our financial results are included in our filings we make with the Securities and Exchange Commission.

This presentation includes certain non-GAAP financial measures as defined by SEC rules. We have provided a reconciliation of those measures to the most directly comparable GAAP measures in the Appendix.

The information in this presentation on new products, features, or functionalities is intended to outline ServiceNow’s general product direction and should not be included in making a purchasing decision. The information on new products, features, functionalities is for informational purposes only and may not be incorporated into any contract. The information on new products is not a commitment, promise, or legal obligation to deliver any material, code or functionality. The development, release, and timing of any features or functionality described for our products remains at ServiceNow’s sole discretion.
# Financial Analyst Day Agenda – May 13, 2013

<table>
<thead>
<tr>
<th>Time</th>
<th>Speakers</th>
<th>Title</th>
<th>Topic</th>
</tr>
</thead>
<tbody>
<tr>
<td>11:00AM-11:30AM</td>
<td>Frank Slootman</td>
<td>Chief Executive Officer</td>
<td>Managing Service Relationships</td>
</tr>
<tr>
<td>11:30AM-12:10PM</td>
<td>Fred Luddy Matt Schvimmer Rob Phillips</td>
<td>Chief Product Officer VP, Product Management Director, Solutions</td>
<td>ERP for IT</td>
</tr>
<tr>
<td>12:10PM-12:30PM</td>
<td>–</td>
<td>Lunch</td>
<td></td>
</tr>
<tr>
<td>12:30PM-12:50PM</td>
<td>David Schneider Rick Wright Aaron de Zafra</td>
<td>SVP, WW Sales &amp; Services KPMG Ernst &amp; Young</td>
<td>Go-to-Market</td>
</tr>
<tr>
<td>12:50PM-1:30PM</td>
<td>Beth White Matt Trimboli &amp; Geoff Cox Javier Rodriguez Benjamin Nuttin Nicole Tate</td>
<td>Chief Marketing Officer VeriSign Sephora NYSE MetroPCS</td>
<td>Customer Voice</td>
</tr>
<tr>
<td>1:30PM-1:50PM</td>
<td>Arne Josefsberg</td>
<td>Chief Technology Officer</td>
<td>Delivering Enterprise Cloud</td>
</tr>
<tr>
<td>1:50PM-2:00PM</td>
<td>Michael Scarpelli</td>
<td>Chief Financial Officer</td>
<td>Financials</td>
</tr>
<tr>
<td>2:00PM-3:00PM</td>
<td>Frank Slootman Michael Scarpelli</td>
<td>Chief Executive Officer Chief Financial Officer</td>
<td>Q&amp;A</td>
</tr>
</tbody>
</table>
MANAGING SERVICE RELATIONSHIPS

Frank Slootman, Chief Executive Officer
Today’s Topics

- Evolution of IT Management
- Managing Service Relationships
- Customer Experience
The Evolution of IT Management

# Users

- All IT Staff
- Help Desk Only

1990s
- Help Desk

2000s
- ITSM

2010s
- ERP For IT

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The Evolution of IT Management

Power of the Platform

Help Desk
- Incident

IT Service Management
- Configuration
- Request
- Change
- Problem
- Incident

Business Impact

ERP for IT
- Platform
- Service Catalog
- Release
- Software Dev Lifecycle
- Service Portfolio
- Knowledge
- IT GRC
- Project & Portfolio
- Asset
- Configuration
- Request
- Change
- Problem
- Incident

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High Usage of Core ITIL Modules

% of Installed Base Utilizing Core ITIL Modules

- **Incident**: 92%
- **Problem**: 39%
- **Change**: 65%
- **Request**: 50%

1. Installed base includes customers with production instances that have been live for > 6 months, or have been a customer for > 10 months
... CMDB, Service Catalogue, Platform and Knowledge are among Most Utilized Modules within ServiceNow ...

% of Installed Base Utilizing All ITIL Modules and Platform (1) (2)

- Incident: 92%
- CMDB: 80%
- Change: 65%
- Platform: 64%
- ServiceCatalog: 60%
- Knowledge: 53%
- Request: 50%
- Problem: 39%
- PPM: 18%
- SDLC: 5%

1. Installed base includes customers with production instances that have been live for > 6 months, or have been a customer for > 10 months
2. Platform includes customers with custom applications, defined by custom table data not extended from ITIL modules
Service Relationship Management

STRUCTURED REQUESTS
- Products
- Services
- Incidents
- Issues
- Cases
- Information

STRUCTURED WORKFLOWS
- Acknowledge
- Assign
- Approve
- Escalate
- Update
- Fulfill

SERVICE PROVIDERS
- IT
- Legal
- HR
- Facilities
- Vendors
- Clouds

REPORTING • ANALYTICS • COSTING • SLAs • COMPLIANCE
Defining/Structuring/Automating Service Relationships

<table>
<thead>
<tr>
<th>Internal Service Domains</th>
<th>Vendor / Outsource Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Structured Workflows</td>
<td></td>
</tr>
<tr>
<td>Unstructured Activities / Work</td>
<td></td>
</tr>
</tbody>
</table>
Traction in Custom Application Development \(^{(1)(2)(3)}\)

64%

Percentage of ServiceNow installed base customers that have deployed custom applications outside of ITIL applications

Average number of custom applications built to date by customers using platform

3.7

1. Installed base includes customers with production instances that have been live for > 6 months, or have been a customer for > 10 mon
2. Custom application defined by custom table data not extended from ITIL module
3. Based on average number of applications for customers with at least one custom app
Knowledge: Registration Growth 2011 - 2013

<table>
<thead>
<tr>
<th>Attendees</th>
</tr>
</thead>
<tbody>
<tr>
<td>K11</td>
</tr>
<tr>
<td>K12</td>
</tr>
<tr>
<td>K13</td>
</tr>
</tbody>
</table>

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Renewal Rate and Upsell Rate

1. Renewal rate calculated by subtracting our attrition rate from 100%. Our attrition rate for a period is equal to the annual contract value from lost customers, divided by the total annual contract value from all customers that renewed during the period and from all lost customers.

2. Upsell rate is calculated as the annual contract value of upsells during the period, net of any decreases in annual contract value of renewals during the period, divided by our total annual contract value during the period.
Net Promoter Score (NPS)

“How likely are you to recommend ServiceNow to a friend or colleague?”
NPS = [Promoters] – [Detractors]

ServiceNow

Promoters 61%
Passive 30%
Detractors 9%

NPS(1) 52%

1. ServiceNow undertakes its own NPS surveys: the methodology is defined by ServiceNow and is not necessarily consistent with the NPS methodology implemented by third-party survey organizations such as Satmetrix
The Evolution of ServiceNow

'ERP/IT'

'SRM'

ITSM

HD
ERP FOR IT

Fred Luddy, Founder & Chief Product Officer
Matt Schvimmer, VP, Product Management
Rob Phillips, Director, Solutions Strategy
Our Vision: Transform IT through a Combination of Capabilities that Defies “Conventional Wisdom”

Customer-Defined Services

Single System of Record for IT

Customer-Defined Services

Platform for Citizen Developers

One UI • One Code Base • One Data Model

Powerful

Engaging

Empowering

Simple

Cloud

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ERP FOR IT IN ACTION

Product Demo
The Now State of IT
The Now State of IT

Data Center Manager
Procurement Manager
Service Desk Technician
Human Resources Manager
Development Manager
Project Manager
CIO

IT Governance Manager
DevOps Engineer
Crisis Response Manager
NOC Operator
Facilities Manager
Field Service Technician

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Investment Priorities

- Application Portfolio
- Software Platform
- Cloud Infrastructure
GO-TO-MARKET

David Schneider, SVP, Worldwide Sales & Services
Our Sales Strategy

The Opportunity

- New Logo Acquisition
- Account Expansion
- Emerging Markets
- Global Partnerships
Expanding Market Opportunities

1. Target market defined as large enterprise with over $750M in revenue and at least 200 IT employees & public sector organizations

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Investing in Growth – Sales & Marketing Headcount

Headcount

- CY'10: 83
- CY'11: 242
- CY'12: 350
- CY'13: 600 (Q1’13 Forecasted HC number: 452)

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Driving Customer Evolution

- Increased User Count, Penetration and Stickiness
- Simplification, Repeatability, Increased Value, Better ROI

- ‘SRM’
- ‘ERP/IT’
- ITSM
- HD

Increased User Count, Penetration and Stickiness
Global Partner Panelists

RICK WRIGHT
Partner,
Global Cloud Leader

AARON DE ZAFRA
Partner,
IT Transformation Advisory
CUSTOMER VOICE

Beth White, Chief Marketing Officer
Customer Voice Panelists

BENJAMIN NUTTIN  
Director, IT Process Automation

MATT TRIMBOLI  
Senior Manager, Configuration & Process Mgmt

GEOFF COX  
Software Engineer

JAVIER RODRIGUEZ  
Senior IT Service Manager

NICOLE TATE  
Manager, Application Delivery and Support
DELIVERING ENTERPRISE CLOUD

Arne Josefsberg, Chief Technology Officer
All Clouds Are Not Created Equal

Enterprise

Developers

Infrastructure

Service Automation

Department

Sales

Finance

Human Resources

Consumer

Shopping

Entertainment

Communications

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Enterprise-grade Cloud

- Security
- Compliance
- Data Isolation
- High Service Availability

- Data Sovereignty
- Industry-specific Requirements
  - Government
  - Pharmaceutical and Health Care
  - Financial
Multi Instance Architecture – Best in Class Security and Cost

- Data Isolation
- Shared physical infrastructure optimizes data center costs
ServiceNow Global Data Centers

- Mirrored for high availability
- Deployed to meet regulatory and data sovereignty requirements

Regional and In-Country Data Centers
FISMA compliant Data Centers

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ServiceNow Advanced High Availability

Protecting customer data is our top priority

- Near real time data replication between data centers
- Weekly full and daily incremental backup in both data centers
FINANCIALS

Michael Scarpelli, Chief Financial Officer
$1 Billion in Clear Sight

FY08-FY13 in $MM

72% CAGR

Note: $1BN in future revenue is an estimate only, based on information as of this date. Actual results may differ significantly.
The Road to $1 Billion

**LAND**
14% penetrated in the G2K, averaging 18 new G2K adds/quarter

**EXPAND**
Average upsell rate of 30% from Q4-11 and Q1-13

**RETAINT**
13 consecutive quarters with 95%+ renewal rate

---

1. Each subsidiary that has contracted for a separate production instance is counted as a customer.
2. Upsell rate is calculated as the annual contract value of upsells during the period, net of any decreases in annual contract value of renewals during the period, divided by our total annual contract value during the period.
3. Renewal rate calculated by subtracting our attrition rate from 100%. Our attrition rate for a period is equal to the annual contract value from lost customers, divided by the total annual contract value from all customers that renewed during the period and from all lost customers.
Sample Customer Progression
Q1-10 New Logos: Average Annual Contract Value and User License Growth

Note: Cohort includes 49 customers added in Q1-10. During the 3 year period, 3 customers did not renew, ending the period with 46 customers. Growth in annual contract value and user licenses is inclusive of the 3 lost customers.
Expansion
Q1-10 New Logos: Additional Users and Number of Upsells through Q1-13

% with “X” Upsold Users

- 0-50: 6%
- 51-100: 18%
- 101-150: 14%
- 151-200: 8%
- 201-500: 10%
- 501-1,000: 16%
- 1,000+: 41%

% with “X” Upsells

- 0 Upsells: 8%
- 1 Upsell: 35%
- 2 Upsells: 14%
- 3 Upsells: 24%
- 4 Upsells: 16%
- 5 Upsells: 2%
Cash Flows

- **Cash from Operations**
  - **2012**: $49M (≈22% growth)
  - **2013**: >25% Growth
  - **Long Term**: >25% Growth

- **Capital Expenditures**
  - **2012**: ($42M) (≈17% of revenue)
  - **2013**: ~14% of revenue
  - **Long Term**: ~6-7% of revenue

- **Free Cash Flows**
  - **2012**: $7M
  - **2013**: Flat
  - **Long Term**: Flat

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Tax Outlook

<table>
<thead>
<tr>
<th>GAAP Effective Tax Rate</th>
<th>2012</th>
<th>(4)%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-GAAP Effective Tax Rate</td>
<td>2013</td>
<td>(3) – (5)%</td>
</tr>
<tr>
<td>Cash</td>
<td>2013</td>
<td>$1.1 – 1.3M</td>
</tr>
<tr>
<td></td>
<td>Long Term</td>
<td>28-32%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$1.1 – 1.3M</td>
</tr>
<tr>
<td></td>
<td></td>
<td>6-8%(1)</td>
</tr>
</tbody>
</table>

1. Rate calculated as a % of projected GAAP pre tax income
Fully Diluted Shares Outstanding

Q4-12: 165M
Q1-13: 167M
FY-13: 169M
FY-14: 174M
FY-15: 179M

Forecasted 3% Dilution

Recurring Refresh in Q1
## Walk to Long-Term Operating Model Targets

<table>
<thead>
<tr>
<th></th>
<th>FY-12</th>
<th>Q1-13</th>
<th>Q2-13G</th>
<th>Long Term</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Sub Gross Margin</strong></td>
<td>71%</td>
<td>77%</td>
<td>74-75%</td>
<td>78-80%</td>
</tr>
<tr>
<td><strong>PS &amp; Other Gross Margin</strong></td>
<td>0%</td>
<td>8%</td>
<td>23-25%</td>
<td>13-15%</td>
</tr>
<tr>
<td><strong>Total Gross Margin</strong></td>
<td>60%</td>
<td>65%</td>
<td>64-65%</td>
<td>68-70%</td>
</tr>
<tr>
<td><strong>S&amp;M % of Revenue</strong></td>
<td>38%</td>
<td>40%</td>
<td>n/a</td>
<td>29-31%</td>
</tr>
<tr>
<td><strong>R&amp;D % of Revenue</strong></td>
<td>13%</td>
<td>15%</td>
<td>n/a</td>
<td>11-13%</td>
</tr>
<tr>
<td><strong>G&amp;A % of Revenue</strong></td>
<td>12%</td>
<td>12%</td>
<td>n/a</td>
<td>4-6%</td>
</tr>
<tr>
<td><strong>Operating Margin</strong></td>
<td>(4%)</td>
<td>(1%)</td>
<td>(6)-(5)%</td>
<td>~20%</td>
</tr>
</tbody>
</table>

- **Data Center Density, Improved Economies of Scale**
- **Productized & Scalable Offerings, Utilization, Ramp Time**
- **Renewals > Percent of Bookings, Improved Mix of Ramped Reps, Marketing Program Spend**
- **Continue to Invest in R&D, but at Slower Pace than Revenue Growth**
- **Improved Economies of Scale**

**Note:** All figures are calculated on a non-GAAP basis, which excludes stock-based compensation. See appendix for reconciliation of non-GAAP financial measures.

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## Non-GAAP Reconciliation

<table>
<thead>
<tr>
<th></th>
<th>$MM 2012</th>
<th>$MM Q1-13</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>GAAP Subscription Gross Profit</strong></td>
<td>141.3</td>
<td>53.2</td>
</tr>
<tr>
<td>(+) Subscription SBC</td>
<td>3.9</td>
<td>1.8</td>
</tr>
<tr>
<td><strong>Non-GAAP Subscription Gross Profit</strong></td>
<td>145.2</td>
<td>55.0</td>
</tr>
<tr>
<td><em>(+) Subscription Gross Margin</em></td>
<td>71%</td>
<td>77%</td>
</tr>
<tr>
<td><strong>GAAP Professional Services Gross Profit</strong></td>
<td>-1.6</td>
<td>0.4</td>
</tr>
<tr>
<td>(+) Pro. Serv. SBC</td>
<td>1.6</td>
<td>0.8</td>
</tr>
<tr>
<td><strong>Non-GAAP Professional Services Gross Profit</strong></td>
<td>0.0</td>
<td>1.2</td>
</tr>
<tr>
<td><em>(+) Professional Services Gross Margin</em></td>
<td>0%</td>
<td>8%</td>
</tr>
<tr>
<td><strong>Total Non-GAAP Gross Profit</strong></td>
<td>145.2</td>
<td>56.2</td>
</tr>
<tr>
<td><em>(+) Gross Margin</em></td>
<td>60%</td>
<td>65%</td>
</tr>
<tr>
<td><strong>GAAP Sales and Marketing</strong></td>
<td>103.8</td>
<td>38.2</td>
</tr>
<tr>
<td>–Sales and Marketing SBC</td>
<td>10.2</td>
<td>4.0</td>
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<tr>
<td><strong>Non-GAAP Sales and Marketing</strong></td>
<td>93.6</td>
<td>34.2</td>
</tr>
<tr>
<td><em>(+) % of Revenue</em></td>
<td>38%</td>
<td>40%</td>
</tr>
<tr>
<td><strong>GAAP Research and Development</strong></td>
<td>39.3</td>
<td>16.0</td>
</tr>
<tr>
<td>–Research and Development SBC</td>
<td>6.5</td>
<td>3.1</td>
</tr>
<tr>
<td><strong>Non-GAAP Research and Development</strong></td>
<td>32.8</td>
<td>12.9</td>
</tr>
<tr>
<td><em>(+) % of Revenue</em></td>
<td>13%</td>
<td>15%</td>
</tr>
<tr>
<td><strong>GAAP General and Administrative</strong></td>
<td>34.1</td>
<td>12.3</td>
</tr>
<tr>
<td>–General and Administrative SBC</td>
<td>5.7</td>
<td>2.3</td>
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<tr>
<td><strong>Non-GAAP General and Administrative</strong></td>
<td>28.4</td>
<td>10.0</td>
</tr>
<tr>
<td><em>(+) % of Revenue</em></td>
<td>12%</td>
<td>12%</td>
</tr>
<tr>
<td><strong>Non-GAAP Operating Margin</strong></td>
<td>-4%</td>
<td>-1%</td>
</tr>
<tr>
<td><strong>GAAP Tax Provision</strong></td>
<td>1.4</td>
<td>0.6</td>
</tr>
<tr>
<td><em>(+) Non-GAAP Adjustment</em></td>
<td>0.3</td>
<td>0.5</td>
</tr>
<tr>
<td><strong>Non-GAAP Tax Provision</strong></td>
<td>1.7</td>
<td>1.1</td>
</tr>
<tr>
<td><em>(+) Non-GAAP Effective Tax Rate</em></td>
<td>-21%</td>
<td>-147%</td>
</tr>
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</table>
Thank you