UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 21, 2019

Appian Corporation

(Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation)

11955 Democracy Drive, Suite 1700, Reston, Virginia (Address of Principal Executive Offices)

001-38098

(Commission File Number)

54-1956084 (IRS Employer Identification No.)

20190 (Zip Code)

Registrant's Telephone Number, Including Area Code: (703) 442-8844

Not Applicable (Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company x

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. o

Item 2.02 Results of Operations and Financial Condition.

On February 21, 2019, Appian Corporation (the "Company") issued a press release announcing its financial results for the fourth quarter and full year ended December 31, 2018, as well as information regarding a conference call to discuss these financial results and the Company's recent business highlights and financial outlook. The Company's press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information included in this Current Report on Form 8-K and Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number		Description	
99.1	Press release dated February 21, 2019.		

SIGNATURES

Pursuant to the requirements 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.

	Appian Corporation		
Date: February 21, 2019	By:	/s/ Mark Lynch	
		Mark Lynch	
		Chief Financial Officer	



Appian Announces Fourth Quarter and Full Year 2018 Financial Results

Fourth quarter subscription revenue increased 44% year-over-year to \$33.8 million Fourth quarter total revenue increased 19% year-over-year to \$60.2 million

Reston, VA – February 21, 2019 – Appian (Nasdaq: APPN) today announced financial results for the fourth quarter and full year ended December 31, 2018.

"Appian is the first and only company to go public as a low-code vendor so far. Our growth in 2018 demonstrates our leadership in the low-code industry," said Matt Calkins, CEO & Founder.

Fourth Quarter 2018 Financial Highlights:

- **Revenue:** Subscription revenue was \$33.8 million for the fourth quarter of 2018, up 44% compared to the fourth quarter of 2017. Total subscriptions, software and support revenue increased 38% year-over-year to \$35.1 million for the fourth quarter of 2018. Professional services revenue was \$25.1 million for the fourth quarter of 2018, compared to \$25.2 million for the fourth quarter of 2017. Total revenue was \$60.2 million for the fourth quarter of 2018, up 19% compared to the fourth quarter of 2017. Subscription revenue retention rate was 117% as of December 31, 2018.
- **Operating loss and non-GAAP operating loss:** GAAP operating loss was \$(13.3) million for the fourth quarter of 2018, compared to \$(7.0) million for the fourth quarter of 2017. Non-GAAP operating loss was \$(8.5) million for the fourth quarter of 2018, compared to \$(4.9) million for the fourth quarter of 2017.
- **Net loss and non-GAAP net loss:** GAAP net loss was \$(13.9) million for the fourth quarter of 2018, compared to \$(6.9) million for the fourth quarter of 2017. GAAP net loss per share attributable to common stockholders was \$(0.22) for the fourth quarter of 2018 based on 63.8 million weighted-average shares outstanding, compared to \$(0.11) for the fourth quarter of 2017 based on 60.4 million weighted-average shares outstanding. Non-GAAP net loss was \$(9.1) million for the fourth quarter of 2018, compared to \$(4.8) million for the fourth quarter of 2017. Non-GAAP net loss per share was \$(0.14) for the fourth quarter of 2018, based on 63.8 million basic and diluted shares outstanding, compared to \$(0.08) for the fourth quarter of 2017, based on 60.4 million basic and diluted shares outstanding.

Full Year 2018 Financial Highlights:

• **Revenue:** Subscription revenue was \$115.7 million for the full year 2018, up 40% compared to the full year 2017. Total subscriptions, software and support revenue was \$126.0 million for the full year 2018, an increase of 38% from the prior year. Professional services revenue was \$100.7 million for the full year 2018, an increase of 18% from the prior year. Total revenue was \$226.7 million for the full year 2018, up 28% compared to the full year 2017.

- **Operating loss and non-GAAP operating loss:** GAAP operating loss was \$(46.7) million for the full year 2018, compared to \$(31.8) million for full year 2017. Non-GAAP operating loss was \$(30.7) million for the full year 2018, compared to \$(18.8) million for the full year 2017.
- **Net loss and non-GAAP net loss:** GAAP net loss was \$(49.5) million for the full year 2018, compared to \$(31.0) million for the full year 2017. GAAP net loss per basic and diluted share attributable to common stockholders was \$(0.80) for the year 2018 based on 62.1 million weighted average shares outstanding, compared to \$(0.63) for the full year 2017 based on 49.5 million weighted average shares outstanding. Non-GAAP net loss was \$(33.4) million for the full year 2018, compared to \$(17.3) million for the full year 2017. Non-GAAP net loss per share was \$(0.54) for the full year 2018, based on 62.1 million basic and diluted shares outstanding, compared to \$(0.30) for the full year 2017, based on 57.0 million basic and diluted shares outstanding.
- **Balance sheet and cash flows:** As of December 31, 2018, Appian had cash and cash equivalents of \$94.9 million. For the fourth quarter of 2018, cash used in operating activities was \$(7.4) million, compared with cash provided by operating activities of \$1.0 million in the fourth quarter of 2017. Cash used in operating activities was \$(31.3) million for the year ended December 31, 2018, compared to \$(9.1) million for the year ended December 31, 2017.

A reconciliation of GAAP to non-GAAP financial measures has been provided in the tables following the financial statements in this press release. An explanation of these measures is also included below under the heading "Non-GAAP Financial Measures."

Fourth Quarter 2018 Business Highlights:

- Announced "The Appian Guarantee", which states that new Appian Cloud customers can deploy their first project in just eight weeks and that a technical person can learn Appian in only two weeks. The Appian Guarantee emphasizes Appian's accessibility edge in the low-code market.
- Announced Appian will work with Geoscience Australia, part of the Australian Government under the Department of Industry, Innovation and Science, to improve and digitize the processes supporting travel card integration within the organization's financial systems.

Financial Outlook:

As of February 21, 2019, guidance for the first quarter 2019 and full year 2019 is as follows:

• First Quarter 2019 Guidance:

- Subscription revenue is expected to be in the range of \$33.3 million and \$33.6 million, representing year-over-year growth of between 31% and 32%.
- Total revenue is expected to be in the range of \$59.5 million and \$59.8 million, representing year-over-year growth of between 15% and 16%.
- Non-GAAP operating loss is expected to be in the range of \$(10.5) million and \$(10.0) million.
- Non-GAAP net loss per share is expected to be in the range of \$(0.17) and \$(0.16). This assumes 64.3 million weighted average common shares outstanding.

• Full Year 2019 Guidance:

- Subscription revenue is expected to be in the range of \$148.0 million and \$150.0 million, representing year-over-year growth of between 28% and 30%.
- Total revenue is expected to be in the range of \$258.5 million and \$262.5 million, representing year-over-year growth of between 14% and 16%.
- Non-GAAP operating loss is expected to be in the range of \$(29.5) million and \$(27.5) million.

• Non-GAAP net loss per share is expected to be in the range of \$(0.46) and \$(0.42). This assumes 65.1 million non-GAAP weighted average common shares outstanding.

Conference Call Details:

Appian will host a conference call today, February 21, 2019, at 5:00 p.m. ET to discuss Appian's financial results for the fourth quarter and full year ended December 31, 2018 and business outlook. The live webcast of the conference call can be accessed on the Investor Relations page of Appian's website at http://investors.appian.com. To access the call, please dial (877) 407-0792 in the U.S. or (201) 689-8263 internationally. Following the call, an archived webcast will be available at the same location on the Investor Relations page. A telephone replay will be available for one week at (844) 512-2921 in the U.S. or (412) 317-6671 internationally with recording access code 13686334.

About Appian

Appian (NASDAQ: APPN) provides a low-code development platform that accelerates the creation of high-impact business applications. Many of the world's largest organizations use Appian applications to improve customer experience, achieve operational excellence, and simplify global risk management and compliance. For more information, visit www.appian.com.

Non-GAAP Financial Measures

To supplement its consolidated financial statements, which are prepared and presented in accordance with GAAP, Appian provides investors with certain non-GAAP financial measures, including non-GAAP operating loss, non-GAAP net loss, non-GAAP net loss per share and non-GAAP weighted average shares outstanding. These non-GAAP financial measures exclude the effect of stock-based compensation expense, change in fair value of warrant liability, loss on extinguishment of debt and gain on disposal of an asset. The presentation of these non-GAAP financial measures is not intended to be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP, and Appian's non-GAAP measures may be different from non-GAAP measures used by other companies. For more information on these non-GAAP financial measures, please see the reconciliation of these non-GAAP financial measures to their nearest comparable GAAP measures at the end of this press release.

Appian uses these non-GAAP financial measures for financial and operational decision-making and as a means to evaluate period-to-period comparisons. Appian's management believes that these non-GAAP financial measures provide meaningful supplemental information regarding Appian's performance by excluding certain expenses that may not be indicative of its recurring core business operating results. Appian believes that both management and investors benefit from referring to these non-GAAP financial measures in assessing Appian's performance and when planning, forecasting, and analyzing future periods. These non-GAAP financial measures also facilitate management's internal comparisons to historical performance as well as comparisons to competitors' operating results. Appian believes these non-GAAP financial measures are useful to investors both because (1) they allow for greater transparency with respect to measures used by management in its financial and operational decision-making and (2) they are used by Appian's institutional investors and the analyst community to help them analyze the health of Appian's business.

Forward-Looking Statements

This press release includes forward-looking statements. All statements contained in this press release other than statements of historical facts, including statements regarding Appian's future financial and business performance for the first quarter and full-year 2019, future investment by Appian in its go-to-market initiatives, increased demand for the Appian platform, market opportunity and plans and objectives for future operations, including Appian's ability to drive continued subscription revenue and total revenue growth, are forward-looking statements. The words "anticipate," believe," "continue," "estimate," "expect," "intend," "may," "will" and similar expressions are intended to identify forward-looking statements. Appian has based these forward-looking statements on its current expectations and projections about future events and financial trends that Appian believes may affect its 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 and uncertainties, including the risks and uncertainties associated with Appian's ability to grow its business and manage its growth, Appian's ability to sustain its revenue growth rate, continued market acceptance of Appian's platform and adoption of low-code solutions to drive digital transformation, the fluctuation of Appian's

operating results due to the length and variability of its sales cycle, competition in the markets in which Appian operates, risks and uncertainties associated with the composition and concentration of Appian's customer base and their demand for its platform and satisfaction with the services provided by Appian, the potential fluctuation of Appian's future quarterly results of operations, Appian's ability to shift its revenue towards subscriptions and away from professional services, Appian's ability to operate in compliance with applicable laws and regulations, Appian's strategic relationships with third parties and use of third-party licensed software and its platform's compatibility with third-party applications, and the timing of Appian's recognition of subscription revenue which may delay the effect of near term changes in sales on its operating results, and the additional risks and uncertainties set forth in the "Risk Factors" section of Appian's Annual Report on Form 10-K for the year ended December 31, 2018 filed with the Securities and Exchange Commission on February 21, 2019 and other reports that Appian has filed with the Securities and Exchange Commission. Moreover, Appian operates in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for Appian's management to predict all risks, nor can Appian assess the impact of all factors on its 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 Appian may make. In light of these risks, uncertainties and assumptions, Appian cannot guarantee future results, levels of activity, performance, achievements or events and circumstances reflected in the forward-looking statements will occur. Appian is under no duty to update any of these forward-looking statements after the date of this press release to conform these statements to actual results or revised expectations, except as required by la

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APPIAN CORPORATION AND SUBSIDIARIES CONDENSED CONSOLIDATED BALANCE SHEETS

(in thousands, except share and per share data)

	Dece	mber 31, 2018	December 31, 2017	
Assets				
Current assets				
Cash and cash equivalents	\$	94,930	\$	73,758
Accounts receivable, net of allowance of \$600 and \$400 at December 31, 2018 and 2017, respectively		79,383		55,315
Deferred commissions, current		14,020		9,117
Prepaid expenses and other current assets		21,293		7,032
Total current assets		209,626		145,222
Property and equipment, net		7,539		2,663
Deferred commissions, net of current portion		15,088		12,376
Deferred tax assets		326		281
Other assets		601		510
Total assets	\$	233,180	\$	161,052
Liabilities and Stockholders' Equity				
Current liabilities				
Accounts payable	\$	9,249	\$	5,226
Accrued expenses		7,464		6,467
Accrued compensation and related benefits		13,796		12,075
Deferred revenue, current		95,523		70,165
Other current liabilities		2,369		1,182
Total current liabilities		128,401		95,115
Deferred tax liabilities		42		87
Deferred revenue, net of current portion		16,145		18,922
Deferred rent, net of current portion		15,400		1,404
Total liabilities		159,988		115,528
Stockholders' equity				
Class A common stock—par value $\$0.0001$; $500,000,000$ shares authorized and $29,626,054$ shares issued and outstanding as of December $31,2018$; $500,000,000$ shares authorized and $13,030,081$ shares issued and outstanding as of December $31,2017$		3		1
Class B common stock—par value 0.0001 ; $100,000,000$ shares authorized and $34,290,383$ shares issued and outstanding as of December $31,2018$; $100,000,000$ shares authorized and $47,569,796$ shares issued and outstanding as of December $31,2017$		3		5
Additional paid-in capital		218,284		141,268
Accumulated other comprehensive income		542		439
Accumulated deficit		(145,640)		(96,189)
Total stockholders' equity		73,192		45,524
Total liabilities and stockholders' equity	\$	233,180	\$	161,052

APPIAN CORPORATION AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(in thousands, except share and per share data)

	7	Three Months Ended December 31,				Year Ended	ear Ended December 31,			
		2018 2017				2018		2017		
		(unau	dited)							
Revenue:										
Subscriptions, software and support	\$	35,108	\$	25,398	\$	126,012	\$	91,514		
Professional services		25,108		25,164		100,731		85,223		
Total revenue		60,216		50,562		226,743		176,737		
Cost of revenue:										
Subscriptions, software and support		3,284		2,488		11,997		9,379		
Professional services		18,926		16,169		72,928		55,218		
Total cost of revenue		22,210		18,657		84,925		64,597		
Gross profit		38,006		31,905		141,818		112,140		
Operating expenses:										
Sales and marketing		30,177		22,463		105,992		81,966		
Research and development		12,332		8,968		44,724		34,835		
General and administrative		8,799		7,429		37,821		27,150		
Total operating expenses		51,308		38,860		188,537		143,951		
Operating loss		(13,302)		(6,955)		(46,719)		(31,811)		
Other expense (income):										
Other expense (income), net		510		(380)		2295		(2,038)		
Interest expense		64		22		198		473		
Total other expense (income)		574		(358)		2,493		(1,565)		
Loss before income taxes		(13,876)		(6,597)		(49,212)		(30,246)		
Income tax expense		27		272		239		761		
Net loss		(13,903)		(6,869)		(49,451)		(31,007)		
Accretion of dividends on convertible preferred stock		_		_		_		357		
Net loss attributable to common stockholders	\$	(13,903)	\$	(6,869)	\$	(49,451)	\$	(31,364)		
Net loss per share attributable to common stockholders:										
Basic and diluted	\$	(0.22)	\$	(0.11)	\$	(0.80)	\$	(0.63)		
Weighted average common shares outstanding:										
Basic and diluted		63,793,704		60,434,368		62,140,684		49,529,833		

APPIAN CORPORATION AND SUBSIDIARIES STOCK BASED COMPENSATION EXPENSE

(in thousands)

	Three Months Er	cember 31,	Year Ended	Dece	mber 31,	
	 2018		2017	2018		2017
	 (unau	dited)				
Cost of revenue						
Subscriptions, software and support	\$ 159	\$	91	\$ 514	\$	575
Professional services	1,072		169	1,717		1,295
Operating expenses						
Sales and marketing	1,692		451	3,473		3,233
Research and development	1,310		364	2,416		2,822
General and administrative	574		982	7,934		5,051
Total stock-based compensation expense	\$ 4,807	\$	2,057	\$ 16,054	\$	12,976

APPIAN CORPORATION AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands)

(III inousulus)	Year Ended Decembe			
	 2018		2017	
Cash flows from operating activities:				
Net loss	\$ (49,451)	\$	(31,007	
Adjustments to reconcile net loss to net cash used in operating activities:				
Depreciation and amortization	2,021		886	
Gain on disposal of equipment	(4)		_	
Bad debt expense	211		62	
Deferred income taxes	(218)		(251	
Stock-based compensation	16,054		12,976	
Fair value adjustment for warrant liability	_		341	
Loss on extinguishment of debt	_		384	
Changes in assets and liabilities:				
Accounts receivable	(23,332)		(9,716	
Prepaid expenses and other assets	(1,025)		(4,162	
Deferred commissions	(7,615)		(3,487	
Accounts payable and accrued expenses	7,461		4,128	
Accrued compensation and related benefits	(3)		2,365	
Other current liabilities	1,823		383	
Deferred revenue	23,023		18,344	
Deferred rent, non-current	 (266)		(374	
Net cash used in operating activities	(31,321)		(9,128	
ash flows from investing activities:				
Purchases of property and equipment	(7,014)		(433	
Proceeds from sale of equipment	 4		_	
Net cash used in investing activities	(7,010)		(433	
Cash flows from financing activities:				
Proceeds from initial public offering, net of underwriting discounts	_		80,213	
Proceeds from public offering, net of underwriting discounts	58,258		_	
Payment of costs related to public offerings	(429)		(2,424	
Payment of dividend to Series A preferred stockholders	_		(7,565	
Proceeds from exercise of common stock options	3,133		1,108	
Proceeds from issuance of long-term debt, net of debt issuance costs	_		19,616	
Repayment of long-term debt	 _		(40,000	
Net cash provided by financing activities	60,962		50,948	
Effect of foreign exchange rate changes on cash and cash equivalents	(1,459)		1,228	
Vet increase in cash and cash equivalents	21,172		42,615	
Cash and cash equivalents, beginning of period	73,758		31,143	
Cash and cash equivalents, end of period	\$ 94,930	\$	73,758	
supplemental disclosure of cash flow information:				
Cash paid for interest	\$ 46	\$	515	
Cash paid for income taxes	\$ 680	\$	615	
upplemental disclosure of non-cash financing activities:				
Conversion of convertible preferred stock to common stock	\$ _	\$	48,207	
Conversion of convertible preferred stock warrant to common stock warrant	\$ _	\$	1,191	
Accretion of dividends on convertible preferred stock	\$ _	\$	357	

APPIAN CORPORATION AND SUBSIDIARIES RECONCILIATION OF GAAP MEASURES TO NON-GAAP MEASURES

(in thousands, except share and per share data) (unaudited)

	1	Three Months En	ded D	ecember 31,		Year Ended	December 31,	
		2018		2017		2018		2017
Reconciliation of non-GAAP operating loss:								
GAAP operating loss	\$	(13,302)	\$	(6,955)	\$	(46,719)	\$	(31,811)
Add back:								
Stock-based compensation expense		4,807		2,057		16,054		12,976
Non-GAAP operating loss	\$	(8,495)	\$	(4,898)	\$	(30,665)	\$	(18,835)
Reconciliation of non-GAAP net loss:								
GAAP net loss	\$	(13,903)	\$	(6,869)	\$	(49,451)	\$	(31,007)
Add back:								
Stock-based compensation expense		4,807		2,057		16,054		12,976
Change in fair value of warrant liability		_		_		_		341
Loss on extinguishment of debt		_		_		_		384
Gain on disposal of debt		_		_		(4)		_
Non-GAAP net loss	\$	(9,096)	\$	(4,812)	\$	(33,401)	\$	(17,306)
Non-GAAP earnings per share:								
Non-GAAP net loss	\$	(9,096)	\$	(4,812)	\$	(33,401)	\$	(17,306)
Non-GAAP weighted average shares used to compute net loss per share attributable to common stockholders, basic and diluted		63,793,704		60,434,368		62.140.684		57,043,906
	\$	(0.14)	¢	(0.08)	\$	(0.54)	\$	(0.30)
Non-GAAP net loss per share, basic and diluted	Ψ	(0.14)	Ψ	(0.00)	Ψ	(0.54)	Ψ	(0.30)
Reconciliation of non-GAAP net loss per share, basic and diluted:								
GAAP net loss per share attributable to common stockholders, basic and diluted	\$	(0.22)	\$	(0.11)	\$	(0.80)	\$	(0.63)
Add back:								
Non-GAAP adjustments to net loss per share		0.08		0.03		0.26		0.33
Non-GAAP net loss per share, basic and diluted	\$	(0.14)	\$	(0.08)	\$	(0.54)	\$	(0.30)
Reconciliation of non-GAAP weighted average shares outstanding, basic and diluted:								
GAAP weighted average shares used to compute net loss per share attributable to common stockholders, basic and diluted		63,793,704		60,434,368		62,140,684		49,529,833
Add back:								
Additional weighted average shares giving effect to conversion of preferred stock at the beginning of the period		_		_		_		7,514,073
Non-GAAP weighted average shares used to compute net loss per share, basic and diluted		63,793,704		60,434,368		62,140,684		57,043,906