



Executing Our Plan toDrive Profitable Growth

ICR Presentation

January 11, 2022









Forward-looking language

This presentation contains statements concerning our current expectations, assumptions, plans, estimates, judgments and projections about our business and our industry and other statements that are not historical facts. These statements, including, without limitation, the slide captioned "Q4 2021 Outlook" are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. In most cases, words or phrases such as "anticipates," "believes," "could," "estimates," "expects," "intends," "may," "will," "plans," "path," "outlook," "project," "should," "strategy," "potential," "confident" and similar expressions identify forward-looking statements. These forward-looking statements are based largely on information currently available to our management and are subject to various risks and uncertainties that could cause actual results of estimates and assumptions, they are not guarantees of implied by such forward-looking statements. Although we believe our expectations are based on reasonable estimates and assumptions, they are not guarantees of performance. There is no assurance that our expectations will occur or that our estimates or assumptions will be correct, and we caution investors and all others not to place undue reliance on such forward-looking statements. Factors that could cause actual results to differ include, but are not limited to, those described in Item 1A, "Risk Factors" in our most recent Annual Report on Form 10-K and, from time to time, in Item 1A, "Risk Factors" of our Quarterly Reports on Form 10-Q and the following:

The effects of the pandemic, including uncertainties about its depth and duration, new variants of COVID-19 that have emerged, the speed, efficacy and availability of vaccines and treatments, its impact on general economic conditions, consumer behavior and discretionary spending, the effectiveness of any actions taken in response to the pandemic, and the impact of the pandemic on our manufacturing operations; the extent, availability and effectiveness of any pandemic stimulus packages or loan programs, including the CARES Act the ability of our suppliers, logistics providers, vendors and landlords, to meet their obligations to us in light of financial stress, staffing shortages, liquidity challenges, bankruptcy filings by other industry participants, and supply chain and other disruptions; increases in unemployment rates and taxes; general economic conditions, inflation, consumer confidence, consumer spending patterns and market disruptions including pandemics or significant health hazards, severe weather conditions, natural disasters, terrorist activities, financial crises, political crises or other major events, or the prospect of these events; shifts in consumer behavior, and our ability to adapt, identify and respond to new and changing fashion trends and customer preferences, and to coordinate product development with buying and planning; changes in the general or specialty retail or apparel industries, including market demand and overall level of spending for women's private branded clothing and related accessories; our ability to secure and maintain customer acceptance of styles and instore and online concepts; competition in the markets in which we operate, including our ability to remain competitive with customer shipping terms and costs; customer traffic at our stores; fluctuations in foreign currency exchange rates; significant changes in the costs of manufacturing, raw materials, transportation, importing, distribution, labor and advertising; the quality and timeliness of merchandise received from suppliers; our ability to manage our store fleet, including achieving the expected results of store openings or store closures; our ability to appropriately manage our inventory and allocation processes and leverage targeted promotions; our ability to maintain our cost saying discipline; our ability to operate our retail websites in a profitable manner; our ability to successfully identify and implement additional sales and distribution channels; our ability to successfully execute and achieve the expected results of our business and brand strategies, awareness, merchandising and marketing programs including, but not limited to, the Company's turnaround strategy, retail fleet optimization plan, sales initiatives and multi-channel strategies and five operating priorities for fiscal 2021, which are: 1) continuing our ongoing digital transformation; 2) further refining product through fit, quality, fabric and innovation in each of our brands; 3) driving increased customer engagement through marketing; 4) maintaining our operating and cost discipline; and 5) further enhancing the productivity of our real estate portfolio; our ability to utilize our distribution center and other support facilities in an efficient and effective manner; our reliance on sourcing from foreign suppliers, including significant economic labor, political or other shifts (including the impact of changes in tariffs, taxes or other import regulations, particularly with respect to China, or legislation prohibiting certain imports from China); U.S. and foreign governmental actions and policies and changes thereto; the continuing performance, implementation and integration of our management information systems; the impact of any system failure, cyber security or other data security breaches, including any security breaches resulting in the theft, transfer, or unauthorized disclosure of customer, employee, or company information; our ability to comply with any domestic and foreign information security and privacy laws, regulations and technology platform rules or other obligations related to data privacy and security; the ability to attract, hire, train, motivate and retain qualified employees in an inclusive environment; the successful recruitment of leadership and transition of members of our senior management team; uncertainties regarding future unsolicited offers to buy the Company and actions of activist shareholders and others and our ability to respond effectively; our ability to secure and protect our intellectual property rights and to protect our reputation and brand images; unanticipated changes in legal, regulatory or tax laws; and our ability to comply with the terms of our Credit Agreement, which includes restrictive provisions limiting our flexibility in operating our business and obtaining credit on reasonable terms.

These factors should be considered in evaluating forward-looking statements contained herein. All forward-looking statements that are made or attributable to us are expressly qualified in their entirety by this cautionary notice. The forward-looking statements included herein are only made as of the date of this presentation. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

We Are... Chico's FAS

Founded by women, led by women. With our service and products, we strive to create a world where women never have to compromise, providing solutions to give them confidence and joy. Our portfolio consists of three brands:

Chico's, WHBM and Soma—specialty retailers of

women's apparel, intimates, accessories and related products—found in over 1,200 boutiques throughout the United States and online.



A Digital-First, Customer-Led Company on a Clear Path to Growth

- Continuing our ongoing digital transformation
- Further refining product through styling, fabric and innovation
- Driving significant increased customer engagement through digital storytelling
- Maintaining our operating and cost discipline
- Delivering higher productivity in our real estate portfolio



Turnaround Driving Growth and Financial Flexibility

We have emerged from a period of underperformance as a stronger company with a new operating model that is driving profitable growth:

Turnaround Begins 2019

- Improved quality and design
- Reduced promotion
- Tightened inventory
- · Invested in Digital channel
- Reorganization and expense reduction
- Added key talent
- Amplified guest-centric culture built in stores over 40 years

Reorganization/ Revised Strategy

Fast Recovery 2020 – 2021

- Topline and comp growth
- Growing customer base
- Faster full-price sell through
- Rent reduction and occupancy leverage
- Gross Margin expansion
- · Leveraging shared platform
- Building strong balance sheet/cash flow

Fast Recovery in Sales/EBITDA

Profitable Growth Priorities 2022+

- Continued product innovation uniqueness, newness
- · Continued full price selling
- Investment (Digital, Supply Chain)
- Drive traffic and conversion (online and in-store)
- · New customer growth
- Open new Soma stores
- Operating Margin expansion



Investment and Growth



Strategy Validation and Turnaround Proof Points



Most Recent Quarter (Q3) Delivered
best gross margin
performance
in 18 consecutive quarters¹

40% Digital Penetration

Up from 26% in 2018

\$274 million

in cash and marketable securities and available borrowing capacity¹

Fiscal 2021 and Q4

\$1.8 billion+

35%+ increase YoY consolidated net sales²

on track for best fourth quarter profitability

since FY 2017

\$22 million rent reductions

achieved in 2021 and \$87 million rent reductions since
June 2020



^{1.} Thorugh the end of Q3 2021

^{2. \$1.8} Billion+ estimated consolidated net sales reflects \$1,317 million actual consolidated net sales YTD Q3 2021 combined with the Company's Q4 outlook of \$495 million to \$515 million. The 36%+ increase YoY reflects the \$1.8 Billion+ fiscal 2021 outlook estimate percentage increase over actual fiscal 2020 consolidated net sales of \$1,324 million.



Chico's Brand Ethos

BRAND VISION

Inspiring accomplished women to embrace and express their individuality

BRAND POSITIONING

For women who have grown to know themselves, we always have something chic and unique just for them



CUSTOMER VALUES

Family
Friends
Fun
Creativity
Self-expression

BRAND AND CUSTOMER PERSONALITY

Purposeful | Genuine Magnetic | Timeless



chico's

Financial Highlights

Unaudited, Trailing nine months as of 10/30/21

\$601.9м

Net Sales

38.4%

Net Sales Growth YoY

629

Stores

19.9%

Customer Growth YTD







Building the Leading Boutique Destination for Versatile Feminine Wardrobing

White House Black Market Brand Ethos

BRAND VISION

Inspiring independent women to embrace both their power and their femininity

BRAND POSITIONING

For women who understand and accept their duality, we offer fashion infused with designer details that are as surprising as she is



CUSTOMER VALUES

Family Friendship Confidence Achievement Optimism

PERSONALITY

Stylish

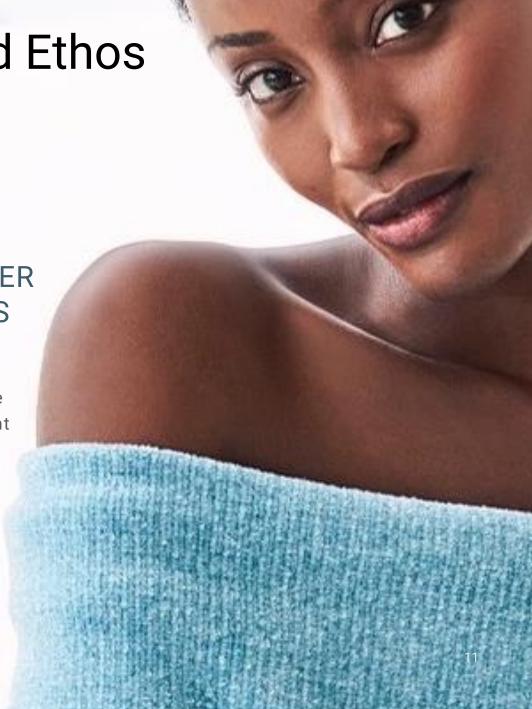
Social

Determined

BRAND AND CUSTOMER

Authentic

Smart







Soma Brand Ethos



BRAND VISION

Inspiring spirited women to embrace their passion for both comfort and confidence

SOMA

CUSTOMER VALUES

Friendship
Community
Comfort
Individuality
Positivity

BRAND AND CUSTOMER PERSONALITY

Supportive
Honest
Clever
Confident

SOMA

Financial Highlights

Unaudited, Trailing nine months as of 10/30/21

\$347.5м

Net Sales

Net Sales Growth YoY

49.3%

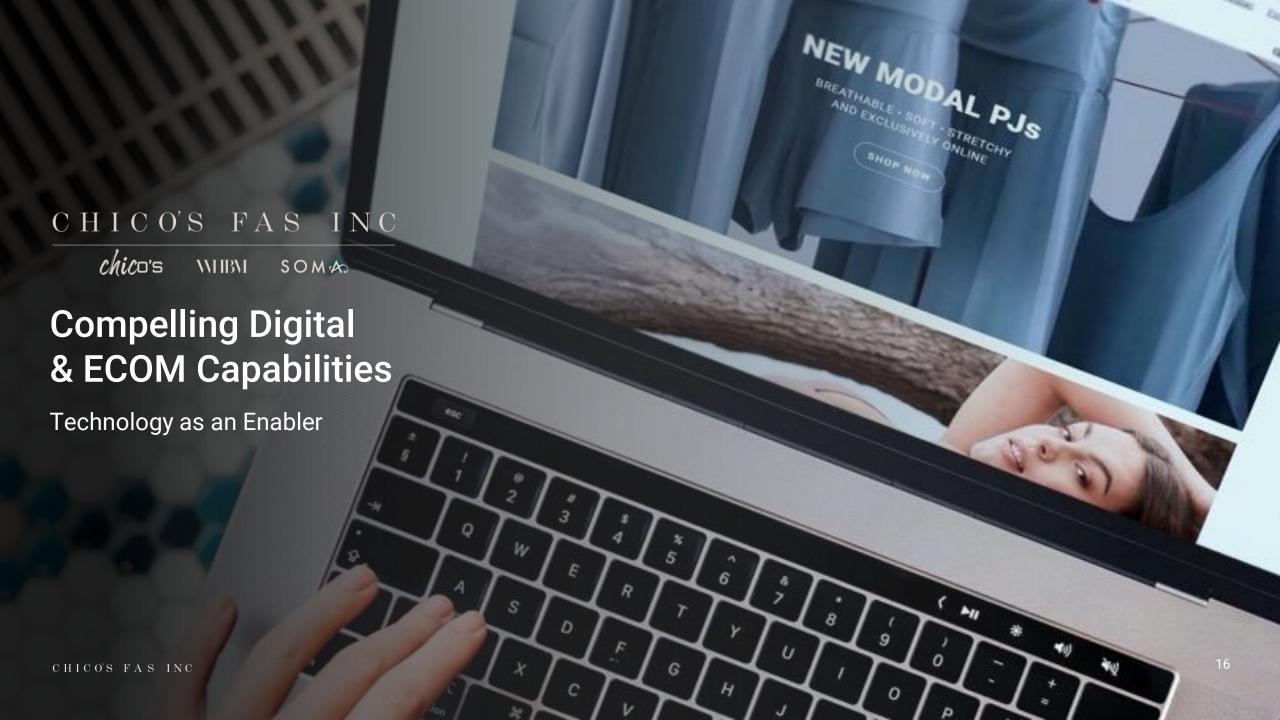
256

Stores

33.0%

Customer Growth YTD





Customers Using Our Proprietary Digital Tools are More Engaged and Have Higher Conversion Rates, UPTs and Average Order Value

My Closet / Launched 2020

- Personalized experience enabling customers to augment their closets by coordinating their wardrobe with past purchases
- · Generates strong conversion, exceeding 6x the site average

Shop the Look / Launched 2020

 Leveraging customers' shopping behaviors and likes to help guide our customers and build confidence and urgency through reviews, and other social proofing mechanisms

StyleConnectSM / Launched 2019

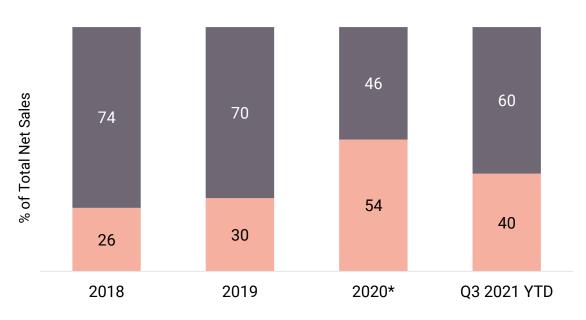
- · Proprietary digital styling and selling tool
- Allows for intimate distance connection in a meaningful manner that is resonating with customers
- At nearly half customer file enrolled in StyleConnect; approximately 3 million

BOPIS / Launched 2019

· Decreases shipping costs, drives traffic and enhances in-store engagement

YTD Digital Penetration Increased from 26% in 2018 to 40% in Q3 2021

■ Digital Net Sales ■ Stores Net Sales



Store Experience Coupled with Digital Innovation

REAL TIME PERSONALIZATION

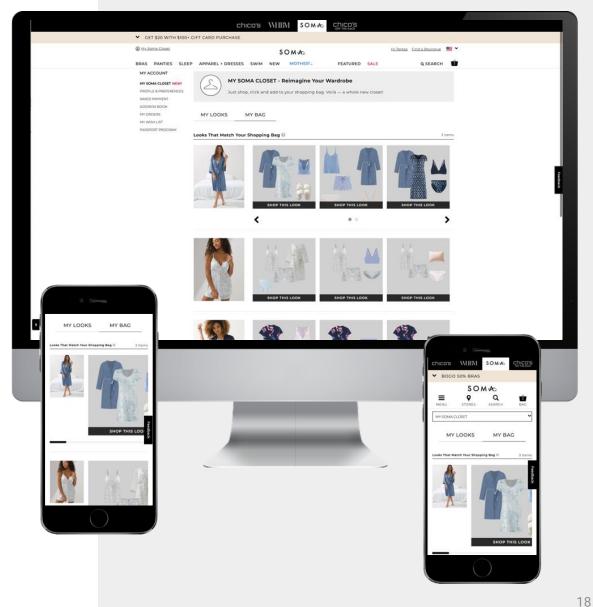
 Site enhancements leveraging AI technology from Reflektion to serve up personalized recommendations based on customer's shopping behavior through search enhancements, product recommendations and category and landing pages

DIGITAL STORY TELLING

- Driving engagement through weekly social selling
- Leveraging influencers to communicate the brand story
- Enabling store associates to create social content

FASTER, EASIER, MORE CONNECTED EXPERIENCE

- New mobile POS
- Enhanced navigation touch points across all brands
- Launch/Enhance Mobile selling via App and Clienteling
- Elevated content including UGC and SEO optimizations



CHICO'S FAS INC

ESG Focus Drives Our Brand



Commitment to our Cultural Values

Foster high employee engagement and associate focus, reflected by our employee engagement score of 84%

Launched Inclusion & Diversity roadmap and strategy focused on our associates and customers



Robust responsible sourcing

Hold suppliers accountable through rigorous compliance process including annual third-party audits for all source factories

Promote initiatives to improve supply chain health, safety and sustainability



Caring for our environment

Invest in facility and store-level upgrades to reduce energy consumption

Employ efficient transportation and logistics providers, reducing overall enterprise carbon footprint



Strong governance

Overseen by experienced majority-women board with strong e-commerce, fashion and leadership knowledge

Led by a woman board chair, and a woman CEO

Women

Power in the Numbers

Recently launched campaign that focuses on how Chico's is creating a modern workplace for women, by women.

Connects our company with the values of our customers and employees

At Chico's FAS

The Power Is in the Numbers

56% women associates

52% women managers

63% women officers

55% of Board are women

Millions of joyful customers





















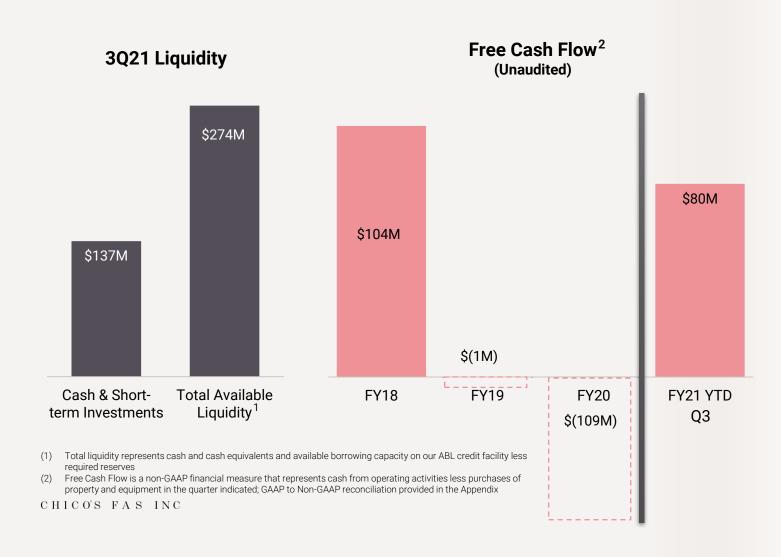


Q4 2021 Outlook



Strong Liquidity and Growing Cash Flow

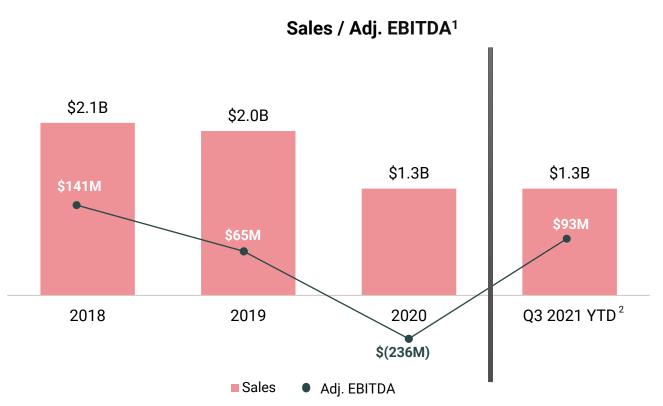
(in millions)





Restoring and Surpassing Prior Performance

(Unaudited) (Sales in billions and EBITDA in millions)



⁽¹⁾ Adjusted EBITDA is a non-GAAP financial measure that excludes goodwill impairment and other charges as reflected in the accompanying GAAP to Non-GAAP reconciliation provided in the Appendix

(2) 39 Weeks ended October 30, 2021 C H I C O'S F A S I N C



Capital Allocation Priorities/Policy



MAINTAIN STRONG LIQUIDITY

• Support liquidity as necessary to navigate macro environment



INVESTMENT IN BRANDS AND SHARED PLATFORM

• Invest in current strategies to fuel growth



REPAY DEBT

Manage balance sheet to minimize financial risk



ENHANCE SHAREHOLDER RETURNS

- Consider share repurchases
- · Evaluate re-establishing dividend





Real Estate Strategies are Enhancing Portfolio Productivity, Driving Brand Awareness and Generating Sales



Stores Continue to Be a Strategic Asset

Digital sales are typically higher in markets where we have a retail presence

Existing centers allow brand agnostic store operations team and back of house operations for orders, shipment, replenishment Rebalancing Store Footprint and Digital Platform to Align with How, When and Where She Shops



• Growing Soma footprint from 256 stores in 2021 to a projected 400 stores in 2025



Opening more than 70 Shop-in-Shops in Chico's storefronts — driving brand awareness and generating both store and digital sales in markets where Soma is not represented



Focus on improving WHBM store profitability and emphasize digital platform



Obtained approximately \$22M YTD in incremental savings from landlords for a total of \$87M in rent reductions and abatements since June 2020

CHICO'S FAS INC

Evolving Real Estate Footprint

	Mall	Open Air Outlet		Total Store Count as of Q3 2021
Chicos	131	375	123	629
WHBM	157	183	54	394
Soma	112	126	18	256
Total	400	684	195	1,279

Portfolio shifting away from mall-based to open-air and outlet; targeting 25% from current 31%



CHS – Compelling Investment Opportunity



Powerful portfolio with three unique brands each thriving in its own market white space, providing solutions that over seven million women say give them confidence and joy



New leadership team with extensive retail experience - deploying a new strategy and operating model that has dramatically improved performance



Competitive advantages that take years to build – operating with an incredibly loyal customer base, a diverse store footprint and a guest-centric culture that is difficult to replicate



Operating excellence – further building upon enhanced shared service platform with dynamic sourcing, IT, digital, marketing and supply chain capabilities



World-class retail team store associates across the organization are long-tenured with deep retail experience and a love for fashion that endears them to customers



Strong financial position and lean cost structure – will allow for investment to grow topline and grow EPS

Well positioned to grow and create substantial shareholder value



Appendix

Income Statement

(Unaudited) (in thousands, except per share data)

		Thirteen Weeks Ended						Thirty-Nine Weeks Ended			
	October 30, 2021			October 31, 2020			October	30, 2021	October	31, 2020	
		Amount	% of Sales		Amount	% of Sales	Amount	% of Sales	Amount	% of Sales	
Net Sales:											
Chico's	\$	203,505	44.9 %	\$	163,847	46.6 %	\$ 601,914	45.8 %	\$ 434,868	46.4 %	
White House Black Market		138,159	30.4 %		104,024	29.6 %	364,250	27.7 %	270,197	28.8 %	
Soma		111,980	24.7 %		83,545	23.8 %	347,500	26.5 %	232,789	24.8 %	
Total Net Sales		453,644	100.0 %		351,416	100.0 %	1,313,664	100.0 %	937,854	100.0 %	
Cost of goods sold		269,205	59.3 %		274,252	78.0 %	820,973	62.5 %	827,019	88.2 %	
Gross Margin		184,439	40.7 %		77,164	22.0 %	492,691	37.5 %	110,835	11.8 %	
Selling, general and administrative expenses		162,469	35.8 %		153,096	43.6 %	442,637	33.7 %	390,571	41.6 %	
Goodwill and intangible impairment charges		-	0.0 %		-	0.0 %	-	0.0 %	113,180	12.1 %	
Income (Loss) from Operations		21,970	4.9 %		(75,932)	(21.6)%	50,054	3.8 %	(392,916)	(41.9)%	
Interest expense, net		(1,744)	(0.4)%		(536)	(0.2)%	(5,170)	(0.4)%	(1,387)	(0.1)%	
Income (Loss) before Income Taxes		20,226	4.5 %		(76,468)	(21.8)%	44,884	3.4 %	(394,303)	(42.0)%	
Income tax provision (benefit)		2,000	0.5 %		(20,600)	(5.9)%	9,400	0.7 %	(113,300)	(12.0)%	
Net Income (Loss)	\$	18,226	4.0 %	\$	(55,868)	(15.9)%	\$ 35,484	2.7 %	\$ (281,003)	(30.0)%	
Per Share Data:											
Net income (loss) per common share - basic	\$	0.15		\$	(0.48)		\$ 0.30		\$ (2.43)		
Net income (loss) per common and common equivalent share — diluted	\$	0.15		\$	(0.48)		\$ 0.29		\$ (2.43)		
Weighted average common shares outstanding – basic		117,304			116,174		117,005		115,887		
Weighted average common and common equivalent shares outstanding – diluted		123,166			116,174		121,897		115,887		
Dividends declared per share	\$	-		\$	-		\$ -		\$ 0.0900		

CHICO'S FAS INC

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Balance Sheet

(Unaudited) (in thousands)

	Oq	tober 30, 2021	January 30, 2021	October 31, 2020
Assets				
Current Assets:				
Cash and cash equivalents	\$	134,458	\$ 90,791	\$ 126,497
Marketable securities, at fair value		3,006	18,559	18,667
Inventories		277,738	203,983	256,542
Prepaid expenses and other current assets		51,841	30,565	36,760
Income taxes receivable		13,125	58,140	56,774
Total Current Assets		480,168	402,038	495,246
Property and Equipment, net		199,853	241,370	256,71
Right of Use Assets		494,808	586,061	582,074
Other Assets:				
Goodwill		16,360	16,360	16,360
Other intangible assets, net		5,000	5,000	6,164
Other assets, net		25,413	24,049	37,839
Total Other Assets		46,773	45,409	60,363
	\$	1,221,602	\$ 1,274,878	\$ 1,394,398
Liabilities & Shareholders' Equity				
Current Liabilities:				
Accounts payable	\$	172,897	\$ 116,506	\$ 147,354
Current lease liabilities		177,563	194,551	208,35
Other current and deferred liabilities		140,982	120,729	123,474
Total Current Liabilities		491,442	431,786	479,179
Noncurrent Liabilities:				
Long-term debt		99,000	149,000	149,000
Long-term lease liabilities		415,458	515,797	509,118
Other noncurrent and deferred liabilities		6,647	11,863	14,284
Deferred taxes		1,500	1,313	52
Total Noncurrent Liabilities		522,605	677,973	672,454
Shareholders' Equity:				
Preferred stock		-	-	
Common stock		1,225	1,197	1,199
Additional paid-in capital		505,419	498,488	496,993
Treasury stock, at cost		(494,395)	(494,395)	(494,395
Retained earnings		195,306	159,765	238,87
Accumulated other comprehensive gain		(0)	64	9.
Total Shareholders' Equity		207,555	165,119	242,76
	\$	1,221,602	\$ 1,274,878	\$ 1,394,398

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CHICO'S FAS INC

Cash Flow Statement

(Unaudited) (in thousands)

	i fility-ivine we	eks chueu		
	October 30, 2021	October 31, 2020		
Cash Flows from Operating Activities:				
Net income (loss)	\$ 35,484	\$ (281,003)		
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:				
Goodwill and intangible impairment charges	-	113,180		
Inventory write-offs	374	59,687		
Depreciation and amortization	39,662	48,536		
Non-cash lease expense	139,116	163,072		
Exit of frontline Canada operations	-	498		
Right of use asset impairment	-	3,236		
Loss on disposal and impairment of property and equipment, net	1,432	27,554		
Deferred tax benefit	190	(18,409)		
Share-based compensation expense	8,836	5,600		
Changes in assets and liabilities:				
Inventories	(74,129)	(71,004)		
Prepaid expenses and other assets	(13,830)	(2,704)		
Income tax receivable	45,015	(49,643)		
Accounts payable	56,503	12,923		
Accrued and other liabilities	16,643	19,097		
Lease liability	(166,990)	(94,500)		
Net cash provided by (used in) operating activities	88,306	(63,880)		
Cash Flows from Investing Activities:				
Purchases of marketable securities	(269)	(5,351)		
Proceeds from sale of marketable securities	15,753	50,500		
Purchases of property and equipment	(8,246)	(9,537)		
Net cash provided by investing activities	7,238	35,612		
Cash Flows from Financing Activities:				
Proceeds from borrowings	-	255,500		
Payments on borrowings	(50,000)	(149,000)		
Payments of debt issuance costs	-	(4,279)		
Proceeds from issuance of common stock	-	412		
Dividends paid	-	(10,701)		
Payments of tax withholdings related to share-based awards	(1,877)	(1,133)		
Net cash (used in) provided by financing activities	(51,877)	90,799		
Effects of exchange rate changes on cash and cash equivalents	-	(6)		
Net increase in cash and cash equivalents	43,667	62,525		
Cash and Cash Equivalents, Beginning of period	90,791	63,972		
Cash and Cash Equivalents, End of period	\$ 134,458	\$ 126,497		

Thirty-Nine Weeks Ended

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CHICO'S FAS INC

GAAP to Non-GAAP Reconciliation: EBITDA Performance

(Unaudited) (in thousands)

	al 2021 /eeks)		scal 2021 YTD 8 9 Weeks)	scal 2020 2 Weeks)	al 2019 Weeks)	l 2018 Veeks)
Net Income	\$ 18,266	(\$ 35,484	\$ (360,144)	\$ (12,754)	\$ 35,613
Adjustments to Net Income:						
Interest expense, net	1,744		5,170	3,102	(119)	353
Income tax	2,000		9,400	(99,900)	800	7,700
Depreciation and amortization	12,083		38,970	63,152	76,912	89,915
Deferred financing costs	230		321	120	150	66
EBITDA	34,323		89,345	(393,670)	64,989	133,647
Adjustments to EBITDA						
Litigation settlement charges	3,910		3,910	-	-	-
Long-lived asset impairment	-		-	21,942	-	7,123
Right of use asset impairment	-		-	3,001	-	-
Goodwill and intangible impairment	-		-	100,959	-	_
Deferred tax asset valuation allowance	-		-	32,051	-	-
Adjusted EBITDA	\$ 38,233	\$	93,255	\$ (235,717)	\$ 64,989	\$ 140,770

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Total Liquidity (Unaudited) (in thousands)

	Q3 2021	Q3 2020	Q3 2019
Cash	\$134,458	\$126,497	\$70,188
Marketable Securities	3,006	18,667	57,253
Total Credit Facility Availability	136,715	93,007	133,534
Total Liquidity	274,179	238,171	260,975

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GAAP to Non-GAAP Reconciliation: Net Income and Income Per Diluted Share

(Unaudited)

(in thousands)	Thirteen Weeks Ended October 30, 2021
Net Income:	
GAAP basis	\$18,226
Litigation settlement charges	3,910
Non-GAAP adjusted basis	22,136
Net income per common and common equivalent share — diluted:	
GAAP basis	\$0.15
Litigation settlement charges	0.03
Non-GAAP adjusted basis	\$0.18

GAAP to Non-GAAP Reconciliation: Free Cash Flow

(Unaudited) (in thousands)

	Fiscal 2021	Fiscal 2020	Fiscal 2019	Fiscal 2018
Q3 Quarter-to-Date				
Cash Flows from Operating Activities	\$54,276	\$26,339	\$(13,810)	\$19,163
Purchases of Property and Equipment	(3,096)	(1,356)	(8,050)	(16,757)
Free Cash Flow ¹	\$51,180	\$24,983	\$(21,860)	\$2,406
	Fiscal 2021	Fiscal 2020	Fiscal 2019	Fiscal 2018
Q3 Year-to-Date				
Cash Flows from Operating Activities	\$88,306	\$(63,880)	\$7,207	\$118,764
Purchases of Property and Equipment	(8,246)	(9,537)	(22,126)	(36,601)
Free Cash Flow ¹	\$80,060	\$(73,417)	\$(14,919)	\$82,163
		Fiscal 2020	Fiscal 2019	Fiscal 2018
Fiscal Year				
Cash Flows from Operating Activities		\$(97,832)	\$33,344	\$158,074
Purchases of Property and Equipment		(11,360)	(33,939)	(54,187)
Free Cash Flow ¹		\$(109,192)	\$(595)	\$103,887

⁽¹⁾ Free Cash Flow represents cash from operating activities less purchases of property and equipment in the period indicated

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