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): September 1, 2020

JAMF HOLDING CORP.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

333-239535 (Commission File Number)

82-3031543 (IRS Employer **Identification No.)**

100 Washington Ave S, Suite 1100 Minneapolis, MN (Address of principal executive offices)

55401 (Zip Code)

(612) 605-6625 (Registrant's telephone number, including area code)

Not Applicable (Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is following provisions:	intended to simultaneously satisfy the	ne filing obligation of the registrant under any of the
 □ Written communications pursuant to Rule 425 under the Soliciting material pursuant to Rule 14a-12 under the Exch □ Pre-commencement communications pursuant to Rule 14d □ Pre-commencement communications pursuant to Rule 13e 	nange Act (17 CFR 240.14a-12) l-2(b) under the Exchange Act (17 CF e-4(c) under the Exchange Act (17 CF	R 240.13e-4(c))
Indicate by check mark whether the registrant is 1933 (§230.405 of this chapter) or Rule 12b-2 of		
		⊠ Emerging growth company
☐ If an emerging growth company, indicate by period for complying with any new or revised Exchange Act.		
Securities registered pursuant to Section 12(b) of the Act:		
	Trading	Name of each exchange on which

Title of each class Common Stock, \$0.001 par value Symbol(s) **JAMF**

registered The NASDAQ Stock Market LLC

Item 2.02. Results of Operations and Financial Condition.

On September 1, 2020, Jamf Holding Corp. (the "Company") issued a press release announcing its financial results for the quarter ended June 30, 2020. In the press release, the Company also announced that it will hold a conference call on September 1, 2020 to discuss its financial results for the quarter ended June 30, 2020. The full text of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

This information is intended to be furnished under Item 2.02 of Form 8-K, "Results of Operations and Financial Condition" and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description of Exhibit

99.1 Press Release dated September 1, 2020.

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 hereunto duly authorized.

JAMF HOLDING CORP.

Date: September 1, 2020 By: /s/ Jeff Lendino

Name: Jeff Lendino
Title: General Counsel



Jamf Announces Second Quarter 2020 Financial Results

- · Q2 total revenue grew 29% year-over-year to \$62.2 million
- · Recurring revenue grew 42% year-over-year to \$58.7 million
- · ARR grew 36% year-over-year to \$241 million

MINNEAPOLIS, MN – September 1, 2020 – Jamf (NASDAQ: JAMF), the standard in Apple Enterprise Management, today announced financial results for its second quarter ended June 30, 2020.

Financial Highlights for the Second Quarter 2020:

- **ARR**: ARR increased 36% year-over-year to \$241 million as of June 30, 2020.
- **Revenue**: Total revenue was \$62.2 million, an increase of 29% year-over-year. Recurring revenue was \$58.7 million, an increase of 42% year-over-year.
- **Gross Profit**: GAAP gross profit was \$48.6 million, or 78% of total revenue, compared to \$34.8 million, or 72% of total revenue, in the second quarter of 2019. Non-GAAP gross profit was \$51.3 million, or 82% of total revenue, compared to \$37.4 million, or 77% of total revenue, in the second quarter of 2019.
- **Operating Loss/Income**: GAAP operating income was \$4.2 million, or 6.8% of total revenue, compared to GAAP operating loss of \$4.4 million in the second quarter of 2019. Non-GAAP operating income was \$11.2 million, or 18.0% of total revenue, compared to \$4.4 million in the second quarter of 2019, or 9.0% of total revenue.
- Cash Flow: Cash flow provided by operations was \$16.8 million, compared to negative \$1.9 million used in the second quarter of 2019. Unlevered free cash flow was \$21.0 million, or 33.8% of total revenue, compared to \$1.8 million in the second quarter of 2019, or 3.8% of total revenue.

A reconciliation between historical GAAP and non-GAAP information is contained in the tables below and the section titled "Non-GAAP Financial Measures" below contains reconciliations of these non-GAAP financial measures.

"We delivered strong second quarter results driven by the essential role we play in deploying, managing and securing Apple in the enterprise, education and healthcare," said Dean Hager, CEO of Jamf. "We experienced strength across our key metrics, including ARR which grew 36% year-over-year, and which we believe provides the best representation of the underlying growth of our business. The extraordinary challenges resulting from COVID-19 have accelerated remote work, distance learning and telehealth trends, and have continued demand for our platform which enables businesses, hospitals and schools to connect, manage and protect their Apple devices remotely. We are excited about the multiple growth drivers for the business and the large and growing market opportunity ahead of us. We look forward to continuing to help organizations successfully deploy Apple devices seamlessly and securely across their organizations."



Recent Business Highlights:

- · Completed its initial public offering and began trading on Nasdaq on July 22, 2020. Net proceeds from the IPO were approximately \$319 million, after underwriting discounts and estimated offering expenses. On July 27th, we paid down debt and related interest and penalties of approximately \$210.4 million.
- · Grew the number of devices running Jamf to 17.2 million in the second quarter, representing 19% growth over the same period last year.
- Introduced macOS malware prevention and unified log forwarding to help organizations keep users, devices and company data secure and compliant. These new capabilities added to Jamf Protect give enterprise security teams extended visibility into their macOS fleet and the ability to prevent, respond and block identified threats.
- Introduced Virtual Visits, a new, patent pending telehealth workflow to protect healthcare providers while still enabling quality care and providing connectivity to patients. With Virtual Visits powered by Jamf, healthcare organizations can configure and instantly deploy third-party conferencing platforms like Cisco Webex, Zoom and Microsoft Teams to iPad or iPhone. Providers are able to easily virtually round to their patients, and patients can simply connect with loved ones outside the hospital without IT ever having to touch the device.
- · Announced Learn Anywhere, a complete Apple education solution for schools, teachers and students looking to communicate, use engaging resources and assess learning objectives from any environment.

Financial Outlook:

For the third quarter of 2020, the company currently expects:

- · Total revenue of \$65 to \$66 million
- · Non-GAAP operating income of \$5 to \$7 million

For the full year 2020, the company currently expects:

- · Total revenue of \$255 to \$257 million
- · Non-GAAP operating income of \$20 to \$23 million



Conference Call Information:

Jamf will host a conference call and live webcast for analysts and investors at 3:30 p.m Central Time (4:30 p.m. Eastern Time) on September 1, 2020. The news release with the financial results will be accessible from the company's website prior to the conference call. Parties in the United States and Canada can access the call by dialing +1 (833) 519-1319, and international parties can access the call by dialing +1 (914) 800-3885.

The webcast will be accessible on Jamf's investor relations website at https://ir.jamf.com. A telephonic replay of the conference call will be available through Tuesday, September 8, 2020. To access the replay, parties should dial (855) 859-2056, or (404) 537-3406 and enter the passcode 9599614#.

Non-GAAP Financial Measures:

In addition to our results determined in accordance with generally accepted accounting principles in the United States ("GAAP"), we believe the non-GAAP measures of Non-GAAP Operating Expenses, Non-GAAP Gross Profit, Non-GAAP Gross Profit Margin, Non-GAAP Operating Income, Non-GAAP Operating Income Margin, Unlevered Free Cash Flow and Unlevered Free Cash Flow Margin are useful in evaluating our operating performance. Certain of these non-GAAP measures exclude stock-based compensation, depreciation and amortization expense, acquisition-related expenses, acquisitionrelated earnout, foreign currency transaction loss and discrete tax items. We believe that non-GAAP financial information, when taken collectively, may be helpful to investors because it provides consistency and comparability with past financial performance and assists in comparisons with other companies, some of which use similar non-GAAP information to supplement their GAAP results. The non-GAAP financial information is presented for supplemental informational purposes only, and should not be considered a substitute for financial information presented in accordance with GAAP, and may be different from similarly-titled non-GAAP measures used by other companies. Reconciliation tables of the most comparable GAAP financial measures to the non-GAAP financial measures used in this press release are included with the financial tables at the end of this release. Jamf is not providing a quantitative reconciliation of forward-looking guidance of non-GAAP operating income to its most directly comparable GAAP measure because certain items are out of Jamf's control or cannot be reasonably predicted. Historically, these items have included, but are not limited to, acquisition-related expenses and acquisition-related earn-out. These items are uncertain, depend on various factors, and could have a material impact on U.S. GAAP reported results for the guidance period. Accordingly, a reconciliation for forward-looking non-GAAP operating income is not available without unreasonable effort. However, for the third quarter of 2020 and full year 2020 amortization is expected to be \$8.3 million and \$33.3 million, respectively. In addition, for the third quarter of 2020 and full year 2020 stock-based compensation is expected to be \$2.3 million and \$6.7 million, respectively.



Forward-Looking Statements:

This press release contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, including but not limited to, statements regarding our financial outlook and market positioning. Forward-looking statements give our current expectations and projections relating to our financial condition, results of operations, plans, objectives, future performance and business. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as "anticipate", "estimate", "expect", "project", "plan", "intend", "believe", "may", "will", "should", "can have", "likely" and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events. All forward-looking statements are subject to risks and uncertainties that may cause actual results to differ materially from those that we expected, including: the impact on our operations and financial condition from the effects of the current COVID-19 pandemic; the potential impact of customer dissatisfaction with Apple or other negative events affecting Apple services and devices, and failure of enterprises to adopt Apple products; the potentially adverse impact of changes in features and functionality by Apple on our engineering focus or product development efforts; changes in our continued relationship with Apple; the fact that we are not party to any exclusive agreements or arrangements with Apple; our reliance, in part, on channel partners for the sale and distribution of our products; risks associated with cyber-security events; the impact of reputational harm if users perceive our products as the cause of device failure; our ability to successfully develop new products or materially enhance current products through our research and development efforts; our ability to continue to attract new customers; our ability to retain our current customers; our ability to sell additional functionality to our current customers; our ability to meet servicelevel commitments under our subscription agreements; our ability to correctly estimate market opportunity and forecast market growth; risks associated with failing to continue our recent growth rates; our dependence on one of our products for a substantial portion of our revenue; our ability to scale our business and manage our expenses; our ability to change our pricing models, if necessary to compete successfully; the impact of delays or outages of our cloud services from any disruptions, capacity limitations or interferences of third-party data centers that host our cloud services, including AWS; our ability to maintain, enhance and protect our brand; our ability to maintain our corporate culture; the ability of Jamf Nation to thrive and grow as we expand our business; the potential impact of inaccurate, incomplete or misleading content that is posted on Jamf Nation; our ability to offer high-quality support; risks and uncertainties associated with potential acquisitions and divestitures, including, but not limited to, disruptions to ongoing operations; diversions of management from day-to-day responsibilities; adverse impacts on our financial condition; failure of an acquired business to further our strategy; uncertainty of synergies; personnel issues; resulting lawsuits and issues unidentified in diligence processes; our ability to predict and respond to rapidly evolving technological trends and our customers' changing needs; our ability to compete with existing and new companies; the impact of adverse general and industry-specific economic and market conditions; the impact of reductions in IT spending; the impact of real or perceived errors, failures or bugs in our products; the impact of interruptions or performance problems associated with our technology or infrastructure; our ability to attract and retain highly qualified personnel; risks associated with competitive challenges faced by our customers; the impact of statutory and regulatory determinations on our offerings to governmental entities; risks associated with stringent and changing privacy laws, regulations and standards, and information security policies and contractual obligations related to data privacy and security; the impact of any catastrophic events; and, risks associated with our financial results or difficulty in predicting our financial results due to our revenue recognition. Given these factors, as well as other variables that may affect Jamf's operating results, you should not rely on forward-looking statements, assume that past financial performance will be a reliable indicator of future performance, or use historical trends to anticipate results or trends in future periods. The forward-looking statements included in this press release and on the related teleconference call relate only to events as of the date hereof. Jamf undertakes no obligation to update or revise any forward-looking statement as a result of new information, future events or otherwise, except as otherwise required by law.



About Jamf

Jamf, the standard in Apple Enterprise Management, extends the legendary Apple experience that users have come to expect to businesses, hospitals, schools and government agencies through its software and the world's largest online community of IT administrators exclusively focused on Apple, Jamf Nation.

Investor Contact:

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Media Contact:

Rachel Nauen media@jamf.com



Jamf Holding Corp. Consolidated Balance Sheets (In thousands, except share and per share data)

		June 30,	Dece	ember 31,
		2020		2019
	(u	ınaudited)		
Assets				
Current assets:	ď	20.424	ď	22 422
Cash and cash equivalents	\$	38,424 53,275	\$	32,433
Trade accounts receivable, net Income taxes receivable		55,275		46,513 14
Deferred contract costs				5,553
		7,270 10,880		10,935
Prepaid expenses				
Other current assets		6,314		3,133
Total current assets		116,717		98,581
Equipment and leasehold improvements, not		11,494		12,477
Equipment and leasehold improvements, net Goodwill		539,818		539,818
Other intangible assets, net		218,430		235,099
Deferred contract costs		20,334		16,234
Other assets		2,557		2,599
	\$	909,350	\$	904,808
Total assets	D	909,350	Þ	904,808
Lishilities and stackholdere' equity				
Liabilities and stockholders' equity Current liabilities:				
Accounts payable	\$	3,909	\$	3,684
Accrued liabilities	Ψ	26,099	Ψ	26,927
Income taxes payable		1,081		819
• •				
Deferred revenues		130,309 161,398		120,089 151,519
Total current liabilities		161,398		151,519
Deferred revenues, noncurrent		27,429		20,621
Deferred tax liability		14,913		18,133
Debt		201,891		201,319
Other liabilities		6,876		9,338
Total liabilities		412,507		400,930
Total habitates	-	112,507		100,550
Commitments and contingencies				
Stockholders' equity:				
Common stock, \$0.001 par value, 132,000,000 shares authorized, 102,862,404 and 102,843,612 shares issued				
and outstanding at June 30, 2020 and December 31, 2019, respectively		103		103
Additional paid-in capital		570,434		568,756
Accumulated deficit		(73,694)		(64,981
Total stockholders' equity		496,843		503,878
Total liabilities and stockholders' equity	\$	909,350	\$	904,808
	Ψ	505,550	Ψ	201,000



Jamf Holding Corp.
Consolidated Statements of Operations
(In thousands, except share and per share data)
(unaudited)

	Three Months Ended June 30,			Six Months Ended June 30,				
	-	2020		2019		2020		2019
Revenue:								
Subscription	\$	52,978	\$	37,216	\$	103,056	\$	70,956
Services		2,451		4,794		6,461		9,295
License		6,802		6,300		13,104		12,187
Total revenue		62,231		48,310		122,621		92,438
Cost of revenue:								
Cost of subscription (exclusive of amortization shown below)		8,762		7,423		18,010		14,380
Cost of services (exclusive of amortization shown below)		2,207		3,549		5,293		7,192
Amortization expense		2,678		2,513		5,355		4,954
Total cost of revenue		13,647		13,485		28,658		26,526
Gross profit		48,584		34,825		93,963		65,912
Operating expenses:								
Sales and marketing		20,202		16,612		42,484		31,888
Research and development		11,929		9,491		24,546		18,534
General and administrative		6,603		7,534		17,892		14,797
Amortization expense		5,634		5,626		11,308		11,259
Total operating expenses		44,368		39,263		96,230		76,478
Income (loss) from operations		4,216		(4,438)		(2,267)		(10,566)
Interest expense, net		(4,690)		(5,481)		(9,468)		(10,952)
Foreign currency transaction loss		(13)		(197)		(317)		(450)
Other income, net		36		55		91		110
Loss before income tax benefit		(451)		(10,061)		(11,961)		(21,858)
Income tax benefit		28		2,390		3,248		5,177
Net loss	\$	(423)	\$	(7,671)	\$	(8,713)	\$	(16,681)
Net loss per share, basic and diluted	\$	(0.00)	\$	(0.07)	\$	(0.08)	\$	(0.16)
Weighted-average shares used to compute net loss per share, basic and diluted		102,862,404		102,709,405		102,861,475		102,694,756

 $^{^{(1)}}$ Includes stock-based compensation as follows:

	Three Months Ended June 30,				Six Months Ended June 30,			
	2020		2019		2020			2019
Cost of revenue:								
Subscription	\$	38	\$	55	\$	76	\$	118
Services		-		-		-		-
Sales and marketing		111		143		222		236
Research and development		141		95		298		185
General and administrative		474		356		979		679
	\$	764	\$	649	\$	1,575	\$	1,218



Jamf Holding Corp. Consolidated Statements of Cash Flows (In thousands)

(unaudited)

	Six Months E	nded J	June 30,
	2020		2019
Cash provided by (used in) operating activities:	·		
Net loss	\$ (8,713)	\$	(16,681)
Adjustments to reconcile net loss to cash provided by (used in) operating activities:			
Depreciation and amortization expense	19,002		18,085
Amortization of deferred contract costs	4,218		2,795
Amortization of debt issuance costs	571		571
Provision for bad debt expense and returns	812		-
Loss (gain) on disposal of equipment and leasehold			
improvements	12		(7)
Share-based compensation	1,575		1,218
Deferred taxes	(3,217)		(5,407)
Adjustment to contingent consideration	(3,700)		_
Changes in operating assets and liabilities:			
Trade accounts receivable	(7,374)		(10,637)
Income tax receivable/payable	(278)		(226)
Prepaid expenses and other assets	429		(2,663)
Deferred contract costs	(10,035)		(8,701)
Accounts payable	258		(1,437)
Accrued liabilities	(2,371)		(828)
Deferred revenues	17,028		14,207
Other liabilities	1,240		(8)
Net cash provided by (used in) operating activities	9,457		(9,719)
Cash used in investing activities:			
Acquisition, net of cash acquired	-		(35,306)
Purchases of equipment and leasehold improvements	(1,366)		(3,319)
Net cash used in investing activities	(1,366)	_	(38,625)
The second secon	(2,200)		(==,===)
Cash used in financing activities:			
Proceeds from credit agreements	_		40,000
Debt issuance costs	_		(1,550)
Cash paid for offering costs	(2,203)		(_,===)
Proceeds from the exercise of stock options	103		656
Net cash used in financing activities	(2,100)		39,106
Tee cash asea in imaneing acuvities	(2,100)	_	55,100
Net increase (decrease) in cash	5,991		(9,238)
Thet increase (decrease) in cash	5,551		(3,230)
Cash, beginning of period	32,433		39,240
			55,240
Cash, end of period	\$ 38,424	\$	30,002
caon, cha or period	ψ 30,424	Ψ	50,002



Jamf Holding Corp. Supplemental Financial Information Disaggregated Revenues (In thousands) (unaudited)

	Three Months Ended June 30,					Six Months Ended June 30,					
		2020	2019		2020		2019				
SaaS subscription and support and maintenance	\$	52,978	\$	37,216	\$	103,056	\$	70,956			
On-premise subscription		5,770		4,048		10,310		7,089			
Recurring revenue		58,748		41,264		113,366		78,045			
Perpetual licenses		1,032		2,252		2,794		5,098			
Professional services		2,451		4,794		6,461		9,295			
Non-recurring revenue		3,483		7,046		9,255		14,393			
Total revenue	\$	62,231	\$	48,310	\$	122,621	\$	92,438			



Jamf Holding Corp. Supplemental Financial Information Reconciliation of GAAP to non-GAAP Financial Data

(In thousands) (unaudited)

	Three months ended June 30,					Six months ended June 30,				
		2020	2019		2020			2019		
Operating expenses	\$	44,368	\$	39,263	\$	96,230	\$	76,478		
Amortization expense		(5,634)		(5,626)		(11,308)		(11,259)		
Stock-based compensation		(726)		(594)		(1,499)		(1,100)		
Acquisition-related expense		(1,636)		-		(3,236)		(904)		
Acquisition-related earnout		3,700		-		3,700		-		
Non-GAAP Operating Expenses	\$	40,072	\$	33,043	\$	83,887	\$	63,215		

	7	Three months ended June 30,					Six months ended June 30,				
		2020 2019			<u></u>	2020	2019				
Gross profit	\$	48,584	\$	34,825	\$	93,963	\$	65,912			
Amortization expense		2,678		2,513		5,355		4,954			
Stock-based compensation		38		55		76		118			
Non-GAAP Gross Profit	\$	51,300	\$	37,393	\$	99,394	\$	70,984			
Non-GAAP Gross Profit Margin		82%		77%		81%		77%			

		Three months ended June 30,				Six months ended June 30,				
		2020		2019		2020		2019		
Operating income (loss)	\$	4,216	\$	(4,438)	\$	(2,267)	\$	(10,566)		
Stock-based compensation		764		649		1,575		1,218		
Acquisition-related expense		1,636		-		3,236		904		
Amortization expense		8,312		8,139		16,663		16,213		
Acquisition-related earnout		(3,700)		-		(3,700)		-		
Non-GAAP Operating Income	\$	11,228	\$	4,350	\$	15,507	\$	7,769		
Non-GAAP Operating Income Margin	_	18%		9%		13%		8%		

	Three Months I	Ende	d June 30,	Six Months Ended June 30,				
	2020		2019	 2020		2019		
Net loss	\$ (423)	\$	(7,671)	\$ (8,713)	\$	(16,681)		
Stock-based compensation	764		649	1,575		1,218		
Acquistion-related expense	1,636		-	3,236		904		
Amortization expense	8,312		8,139	16,663		16,213		
Acquisition-related earnout	(3,700)		-	(3,700)		-		
Foreign currency transaction loss	13		197	317		450		
Discrete tax items	108		5	(210)		24		
Benefit for income taxes ⁽¹⁾	(1,716)		(2,195)	(4,420)		(4,589)		
Non-GAAP Net Income (Loss)	\$ 4,994	\$	(876)	\$ 4,748	\$	(2,461)		
Net loss per share:								
Basic	\$ (0.00)	\$	(0.07)	\$ (80.0)	\$	(0.16)		
Diluted	\$ (0.00)	\$	(0.07)	\$ (80.0)	\$	(0.16)		
Weighted-average shares used in computing net loss per share:								
Basic	102,862,404		102,709,405	102,861,475		102,694,756		
Diluted	102,862,404		102,709,405	102,861,475		102,694,756		
Non-GAAP Net Income (Loss) per Share:								
Basic	\$ 0.05	\$	(0.01)	\$ 0.05	\$	(0.02)		
Diluted	\$ 0.05	\$	(0.01)	\$ 0.05	\$	(0.02)		
Weighted-average shares used in computing Non-GAAP Net Income (Loss) per Share:								
Basic	102,862,404		102,709,405	102,861,475		102,694,756		
Diluted	105,348,252		102,709,405	105,326,099		102,694,756		

 $^{^{(1)}}$ The related tax effects of the adjustments to Non-GAAP Net Income (Loss) were calculated using the respective statutory tax rates for applicable jurisdictions, which is not materially different from our annual effective tax rate of approximately 25%.

	Three months ended June 30,					Six months ended June 30,			
	2020 2019			2020		2019			
Net cash provided by (used in) operating activities	\$	16,812	\$	(1,860)	\$	9,457	\$	(9,719)	
Add:									
Cash paid for interest		4,528		5,499		9,262		10,568	

Cash paid for acquisition-related expense	-	-	1,600	904
Less:				
Purchases of equipment and leasehold improvements	(327)	(1,815)	(1,366)	(3,319)
Unlevered free cash flow	\$ 21,013	\$ 1,824	\$ 18,953	\$ (1,566)
Unlevered free cash flow margin	 34%	 4%	15%	 -2%