Insight Convertible Senior Notes - $350 Million

Relevant NSIT stock prices:

Price at issuance - $51.56

Conversion ratio price equivalent - $68.32

Sales price conversion trigger - $88.82

Bond hedge strike price - $68.32

Warrants strike price - $103.12

Insight is required to settle the convertible notes principal/par value in cash with the excess being settled in shares resulting in dilution in GAAP reported Diluted Earnings Per Share ("DEPS"). The DEPS incremental shares for GAAP reporting purposes are not issued at the time of reporting and are a non-GAAP exclusion for the Company (up to the strike price of the warrants of $103.12). The bond hedge effectively raises the potential dilution point of the convertible note and call spread from $68.32 up to $103.12, as illustrated below.

Diluted Earnings Per Share (DEPS) incremental number of shares for various NSIT stock price examples:

NSIT Stock price	Net shares owed on Convertible Notes	Net shares received from bond hedge	Net shares owed on Warrants	GAAP additional dilution	Non-GAAP additional dilution
$ 51.56	-	-	-	-	-
$ 68.32	-	-	-	-	-
$ 80.00	746,160	(746,160)	-	746,160	-
$ 85.70	1,038,835	(1,038,835)	-	1,038,835	-
$ 103.12	1,728,847	(1,728,847)	-	1,728,847	-
$ 110.00	1,941,133	(1,941,133)	320,305	2,261,438	320,305
$ 115.00	2,079,473	(2,079,473)	529,038	2,608,511	529,038