

Convertible Senior Notes

- Insight Convertible Senior Notes - \$350 million principal
- Required to settle the convertible notes principal/par value in cash
- Excess required to be settled in shares resulting in dilution in GAAP reported Diluted Earnings Per Share ("DEPS")
- 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 notes and call spread from \$68.32 up to \$103.12, as illustrated below:

NSIT stock price	Relevance of 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	Price at issuance of Notes	—	—	—	—	—
\$ 68.32	Conversion price of Notes	—	—	—	—	—
\$ 88.82	Market trigger price	1,182,606	(1,182,606)	—	1,182,606	—
\$ 103.12	Warrants strike price	1,729,056	(1,729,056)	—	1,729,056	—
\$ 120.00	Example average quarterly stock price	2,206,493	(2,206,493)	720,658	2,927,151	720,658
\$ 140.00	Example average quarterly stock price	2,623,160	(2,623,160)	1,349,587	3,972,747	1,349,587
\$ 150.00	Example average quarterly stock price	2,789,827	(2,789,827)	1,601,158	4,390,985	1,601,158

Example calculation - net shares owed on Warrants

	Warrants issued [a]	Excess ave. share price [b]	Value of excess [c = a x b]	Dilutive shares [d = c / \$120]
\$120 average share price for quarter	5,123,160	\$ 16.88	\$ 86,478,941	720,658

*Additional shares to be included in our weighted average shares outstanding calculation for each quarter