
**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): August 3, 2023

Grand Canyon Education, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other Jurisdiction of Incorporation) **001-34211** (Commission File Number) **20-3356009** (IRS Employer Identification No.)

2600 W. Camelback Road
Phoenix, Arizona (Address of Principal Executive Offices) **85017** (Zip Code)

Registrant's telephone number, including area code: **(602) 247-4400**

(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:

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	LOPE	Nasdaq Global Select Market

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

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.

Item 2.02. Results of Operations and Financial Condition.

On August 3, 2023, the Company reported its results for the second quarter of 2023. The press release dated August 3, 2023 is furnished as Exhibit 99.1 to this report.

Item 9.01. Consolidated Financial Statements and Exhibits.

99.1 [Press Release dated August 3, 2023](#)

104 Cover Page Interactive Data File (imbedded within the XBRL document)

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated August 3, 2023
104	Cover Page Interactive Data File (imbedded within the XBRL document)

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.

GRAND CANYON EDUCATION, INC.

Date: August 3, 2023

By: /s/ Daniel E. Bachus

Daniel E. Bachus

Chief Financial Officer

(Principal Financial Officer)

FOR IMMEDIATE RELEASE

Investor Relations Contact:

Daniel E. Bachus
Chief Financial Officer
Grand Canyon Education, Inc.
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**GRAND CANYON EDUCATION, INC. REPORTS
SECOND QUARTER 2023 RESULTS**

PHOENIX, AZ., August 3, 2023—**Grand Canyon Education, Inc.** (NASDAQ: LOPE), (“GCE” or the “Company”), is a publicly traded education services company that currently provides services to 25 university partners. GCE provides a full array of support services in the post-secondary education sector and has developed significant technological solutions, infrastructure and operational processes to provide superior services in these areas on a large scale. GCE today announced financial results for the quarter ended June 30, 2023.

(more)

Grand Canyon Education, Inc. Reports Second Quarter 2023 Results

For the three months ended June 30, 2023:

- Service revenue for the three months ended June 30, 2023 was \$210.6 million, an increase of \$10.8 million, or 5.4%, as compared to service revenue of \$199.8 million for the three months ended June 30, 2022. The increase year over year in service revenue was primarily due to an increase in GCU enrollments of 4.1% over enrollments at June 30, 2022 and an increase in revenue per student year over year. The increase in revenue per student between years is primarily due to the service revenue impact of the increased room, board and other ancillary revenues at GCU in the second quarter of 2023 as compared to the prior year period. In addition, service revenue per student for Accelerated Bachelor of Science in Nursing (“ABS/N”) students at off-campus classroom and laboratory sites generates a significantly higher revenue per student than we earn under our agreement with GCU, as these agreements generally provide us with a higher revenue share percentage, the partners have higher tuition rates than GCU and the majority of their students take more credits on average per semester. The increase in revenue per student in the three months ended June 30, 2023 was also positively impacted by the timing of the Spring semester for the ground traditional campus. The Spring semester started two days later in 2023 and extended four more days into April, which had the effect of shifting \$4.5 million in service revenue from the first quarter of 2023 to the second quarter of 2023.
- Partner enrollments totaled 99,526 at June 30, 2023 as compared to 96,029 at June 30, 2022. University partner enrollments at our off-campus classroom and laboratory sites were 3,904, a decrease of 5.2% over enrollments at June 30, 2022, which includes 350 and 324 GCU students at June 30, 2023 and 2022, respectively. We did open six new off-campus classroom and laboratory sites in the year ended December 31, 2022 and one site in the six months ended June 30, 2023 increasing the total number of these sites to 36 at June 30, 2023 and we anticipate opening three to four more in 2023. Enrollments at GCU increased to 95,972 at June 30, 2023, an increase of 4.1% over enrollments at June 30, 2022. Enrollments for GCU ground students were 7,327 at June 30, 2023 up from 7,101 at June 30, 2022 primarily due to a 3.7% increase in traditional ground students between years. GCU online enrollments were 88,645 at June 30, 2023, up from 85,132 at June 30, 2022. GCU enrollment declines between March 31 and June 30 of each year as ground enrollment at GCU at June 30 of each year only includes traditional-aged students taking summer school classes, which is a small percentage of GCU’s traditional-aged student body. The Spring semester for GCU’s traditional-aged student body ends near the end of April each year.
- Operating income for the three months ended June 30, 2023 was \$35.4 million, an increase of \$1.6 million as compared to \$33.8 million for the same period in 2022. The operating margin for the three months ended June 30, 2023 was 16.8%, compared to 16.9% for the same period in 2022.
- Income tax expense for the three months ended June 30, 2023 was \$9.1 million, an increase of \$0.5 million, as compared to income tax expense of \$8.6 million for the three months ended June 30, 2022. This increase was the result of an increase in our taxable income, partially offset by a decrease in our effective tax rate between periods. Our effective tax rate was 23.8% during the second quarter of 2023 compared to 25.2% during the second quarter of 2022. In the second quarter of 2023 the effective tax rate was favorably impacted by income tax audits, while in the second quarter of 2022 the effective tax rate was unfavorably impacted by an increase in the state income tax rate.
- Net income increased 13.3% to \$29.0 million for the second quarter of 2023, compared to \$25.6 million for the same period in 2022. As adjusted net income was \$30.4 million and \$27.1 million for the second quarters of 2023 and 2022, respectively.
- Diluted net income per share was \$0.96 and \$0.80 for the second quarters of 2023 and 2022, respectively. As adjusted diluted net income per share was \$1.01 and \$0.85 for the second quarters of 2023 and 2022, respectively.
- Adjusted EBITDA increased 4.7% to \$47.7 million for the second quarter of 2023, compared to \$45.6 million for the same period in 2022.

For the six months ended June 30, 2023:

- Service revenue for the six months ended June 30, 2023 was \$460.7 million, an increase of \$16.8 million, or 3.8%, as compared to service revenue of \$443.9 million for the six months ended June 30, 2022. The increase year over year in service revenue was primarily due to an increase in GCU enrollments of 4.1% over enrollments at June 30, 2022 and an increase in revenue per student year over year. The increase in revenue per student between years is primarily due to the service revenue impact of the increased room, board and other ancillary revenues at GCU's ground traditional campus between years primarily due to increased enrollment. In addition, service revenue per student for Accelerated Bachelor of Science in Nursing ("ABS^N") students at off-campus classroom and laboratory sites generates a significantly higher revenue per student than we earn under our agreement with GCU, as these agreements generally provide us with a higher revenue share percentage, the partners have higher tuition rates than GCU and the majority of their students take more credits on average per semester.
- Operating income for the six months ended June 30, 2023 was \$109.9 million, a decrease of \$1.4 million as compared to \$111.3 million for the same period in 2022. The operating margin for the six months ended June 30, 2023 was 23.9%, compared to 25.1% for the same period in 2022.
- Income tax expense for the six months ended June 30, 2023 was \$26.1 million, a decrease of \$2.1 million, or 7.5%, as compared to income tax expense of \$28.2 million for the six months ended June 30, 2022. This decrease was the result of a decrease in our effective tax rate between periods, partially offset by an increase in our taxable income. Our effective tax rate was 22.8% during the six months ended June 30, 2023 compared to 25.2% during the six months ended June 30, 2022. In the six months ended June 30, 2023, the effective tax rate was impacted by excess tax benefits of \$0.9 million as compared to only \$0.1 million in the six months ended June 30, 2022. In the six months ended June 30, 2023 the effective tax rate was favorably impacted by state income tax refunds and audits, while in the six months ended June 30, 2022 the effective tax rate was unfavorably impacted by an increase in the state income tax rate.
- Net income increased 5.9% to \$88.5 million for the six months ended June 30, 2023, compared to \$83.6 million for the same period in 2022. As adjusted net income was \$91.9 million and \$87.3 million for the six months ended June 30, 2023 and 2022, respectively.
- Diluted net income per share was \$2.91 and \$2.51 for the six months ended June 30, 2023 and 2022, respectively. As adjusted diluted net income per share was \$3.02 and \$2.61 for the six months ended June 30, 2023 and 2022, respectively.
- Adjusted EBITDA decreased 1.2% to \$134.4 million for the six months ended June 30, 2023, compared to \$136.0 million for the same period in 2022.

Liquidity and Capital Resources

Our liquidity position, as measured by cash and cash equivalents and investments increased by \$51.7 million between December 31, 2022 and June 30, 2023, which was largely attributable to cash flows from operations exceeding share repurchases and capital expenditures during the six months ended June 30, 2023. Our unrestricted cash and cash equivalents and investments were \$233.4 million and \$181.7 million at June 30, 2023 and December 31, 2022, respectively.

(more)

2023 Outlook

Q3 2023:

- Service revenue of between \$218.5 million and \$220.5 million;
- Operating margin of between 16.0% and 16.7%;
- Effective tax rate of 18.6%;
- Diluted EPS of between \$0.99 and \$1.04; and
- 30.0 million diluted shares.

The diluted EPS guidance includes non-cash amortization of intangible assets net of taxes of \$1.7 million, which equates to a \$0.06 impact on diluted EPS. Thus, as adjusted, Non-GAAP diluted income per share of between \$1.05 and \$1.10.

Q4 2023:

- Service revenue of between \$269.5 million and \$274.5 million;
- Operating margin of between 34.1% and 35.3%;
- Effective tax rate of 21.3%;
- Diluted EPS of between \$2.48 and \$2.61; and
- 29.7 million diluted shares.

The diluted EPS guidance includes non-cash amortization of intangible assets net of taxes of \$1.7 million, which equates to a \$0.06 impact on diluted EPS. Thus, as adjusted, Non-GAAP diluted income per share of between \$2.54 and \$2.67.

Full Year 2023:

- Service revenue of between \$948.7 million and \$955.7 million;
- Operating margin of between 25.0% and 25.5%;
- Effective tax rate of 21.6%;
- Diluted EPS between \$6.37 and \$6.55; and
- 30.1 million diluted shares.

The diluted EPS guidance includes non-cash amortization of intangible assets net of taxes of \$6.6 million and losses on fixed asset disposals net of taxes of \$0.1 million, which equates to a \$0.22 impact on diluted EPS. Thus, as adjusted, Non-GAAP diluted income per share of between \$6.59 and \$6.77.

Forward-Looking Statements

This news release contains “forward-looking statements” which include information relating to future events, future financial performance, strategies expectations, competitive environment, regulation, and availability of resources. These forward-looking statements include, without limitation, statements regarding: proposed new programs; whether regulatory, economic, or business developments or other matters may or may not have a material adverse effect on our financial position, results of operations, or liquidity; projections, predictions, expectations, estimates, and forecasts as to our business, financial and operating results, and future economic performance; and management’s goals and objectives and other similar expressions concerning matters that are not historical facts. Words such as “may,” “should,” “could,” “would,” “predicts,” “potential,” “continue,” “expects,” “anticipates,” “future,” “intends,” “plans,” “believes,” “estimates” and similar expressions, the negative of these expressions, as well as statements in future tense, identify forward-looking statements.

Forward-looking statements should not be read as a guarantee of future performance or results and will not necessarily be accurate indications of the times at, or by, which such performance or results will be achieved. Forward-looking statements are based on information available at the time those statements are made or management’s good faith belief as of that time with respect to future events and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements. Important factors that could cause our

actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements include, but are not limited to: the harm to our business, results of operations, and financial condition, and harm to our university partners resulting from epidemics, pandemics, or public health crises; the occurrence of any event, change or other circumstance that could give rise to the termination of any of our key university partner agreements; our ability to properly manage risks and challenges associated with strategic initiatives, including potential acquisitions or divestitures of, or investments in, new businesses, acquisitions of new properties and new university partners, and expansion of services provided to our existing university partners; our failure to comply with the extensive regulatory framework applicable to us either directly as a third party education services provider or indirectly through our university partners, including Title IV of the Higher Education Act and the regulations thereunder, state laws and regulatory requirements, and accrediting commission requirements; competition from other education services companies in our geographic region and market sector, including competition for students, qualified executives and other personnel; the pace of growth of our university partners' enrollment and its effect on the pace of our own growth; our ability to, on behalf of our university partners, convert prospective students to enrolled students and to retain active students to graduation; our success in updating and expanding the content of existing programs and developing new programs in a cost-effective manner or on a timely basis for our university partners; the impact of any natural disasters or public health emergencies; and other factors discussed in reports on file with the Securities and Exchange Commission, including as set forth in Part I, Item 1A of our Annual Report on Form 10-K for period ended December 31, 2022, as updated in our subsequent reports filed with the Securities and Exchange Commission on Form 10Q or Form 8-K.

Forward-looking statements speak only as of the date the statements are made. You should not put undue reliance on any forward-looking statements. We assume no obligation to update forward-looking statements to reflect actual results, changes in assumptions, or changes in other factors affecting forward-looking information, except to the extent required by applicable securities laws. If we do update one or more forward-looking statements, no inference should be drawn that we will make additional updates with respect to those or other forward-looking statements.

Grand Canyon Education, Inc. Reports Second Quarter 2023 Results

Conference Call

Grand Canyon Education, Inc. will discuss its second quarter 2023 results and full year 2023 outlook during a conference call scheduled for today, August 3, 2023 at 4:30 p.m. Eastern time (ET).

Live Conference Dial-In:

Those interested in participating in the question-and-answer session should follow the conference dial-in instructions below. Participants may register for the call [here](#) to receive the dial-in numbers and unique PIN to access the call seamlessly. Please dial in at least ten minutes prior to the start of the call. Journalists are invited to listen only.

Webcast and Replay:

Investors, journalists and the general public may access a live webcast of this event at: [Q2 2023 Grand Canyon Education Inc. Earnings Conference Call](#). A webcast replay will be available approximately two hours following the conclusion of the call at the same link.

About Grand Canyon Education, Inc.

Grand Canyon Education, Inc. (“GCE”), incorporated in 2008, is a publicly traded education services company that currently provides services to 25 university partners. GCE is uniquely positioned in the education services industry in that its leadership has over 30 years of proven expertise in providing a full array of support services in the post-secondary education sector and has developed significant technological solutions, infrastructure and operational processes to provide superior services in these areas on a large scale. GCE provides services that support students, faculty and staff of partner institutions such as marketing, strategic enrollment management, counseling services, financial services, technology, technical support, compliance, human resources, classroom operations, content development, faculty recruitment and training, among others. For more information about GCE visit the Company's website at www.gce.com.

Grand Canyon Education, Inc., 2600 W. Camelback Road, Phoenix, AZ 85017, www.gce.com.

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GRAND CANYON EDUCATION, INC.
Consolidated Income Statements
(Unaudited)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2023	2022	2023	2022
(In thousands, except per share data)				
Service revenue	\$ 210,577	\$ 199,753	\$ 460,702	\$ 443,886
Costs and expenses:				
Technology and academic services	38,957	38,189	76,469	74,495
Counseling services and support	72,392	66,025	145,741	133,538
Marketing and communication	50,806	49,735	103,700	100,586
General and administrative	10,875	9,854	20,663	19,747
Amortization of intangible assets	2,105	2,105	4,210	4,210
Total costs and expenses	<u>175,135</u>	<u>165,908</u>	<u>350,783</u>	<u>332,576</u>
Operating income	35,442	33,845	109,919	111,310
Interest expense	(7)	(5)	(26)	(5)
Investment interest and other	2,590	344	4,743	549
Income before income taxes	38,025	34,184	114,636	111,854
Income tax expense	9,052	8,622	26,099	28,214
Net income	<u>\$ 28,973</u>	<u>\$ 25,562</u>	<u>\$ 88,537</u>	<u>\$ 83,640</u>
Earnings per share:				
Basic income per share	<u>\$ 0.96</u>	<u>\$ 0.80</u>	<u>\$ 2.92</u>	<u>\$ 2.51</u>
Diluted income per share	<u>\$ 0.96</u>	<u>\$ 0.80</u>	<u>\$ 2.91</u>	<u>\$ 2.51</u>
Basic weighted average shares outstanding	<u>30,183</u>	<u>31,800</u>	<u>30,321</u>	<u>33,295</u>
Diluted weighted average shares outstanding	<u>30,287</u>	<u>31,877</u>	<u>30,462</u>	<u>33,381</u>

GRAND CANYON EDUCATION, INC.
Consolidated Balance Sheets

(In thousands, except par value)	As of June 30, 2023	As of December 31, 2022
ASSETS:	(Unaudited)	
Current assets		
Cash and cash equivalents	\$ 142,925	\$ 120,409
Investments	90,444	61,295
Accounts receivable, net	24,682	77,413
Income taxes receivable	9,037	2,788
Other current assets	12,461	11,368
Total current assets	279,549	273,273
Property and equipment, net	154,709	147,504
Right-of-use assets	76,446	72,719
Amortizable intangible assets, net	172,590	176,800
Goodwill	160,766	160,766
Other assets	2,157	1,687
Total assets	\$ 846,217	\$ 832,749
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Current liabilities		
Accounts payable	\$ 22,842	\$ 20,006
Accrued compensation and benefits	28,594	36,412
Accrued liabilities	30,485	22,473
Income taxes payable	75	12,167
Deferred revenue	9,110	—
Current portion of lease liability	9,339	8,648
Total current liabilities	100,445	99,706
Deferred income taxes, noncurrent	27,308	26,195
Other long-term liabilities	423	436
Lease liability, less current portion	72,616	68,793
Total liabilities	200,792	195,130
Commitments and contingencies		
Stockholders' equity		
Preferred stock, \$0.01 par value, 10,000 shares authorized; 0 shares issued and outstanding at June 30, 2022 and December 31, 2022	—	—
Common stock, \$0.01 par value, 100,000 shares authorized; 53,970 and 53,830 shares issued and 30,398 and 31,058 shares outstanding at June 30, 2023 and December 31, 2022, respectively	540	538
Treasury stock, at cost, 23,572 and 22,772 shares of common stock at June 30, 2023 and December 31, 2022, respectively	(1,798,619)	(1,711,423)
Additional paid-in capital	315,930	309,310
Accumulated other comprehensive loss	(690)	(533)
Retained earnings	2,128,264	2,039,727
Total stockholders' equity	645,425	637,619
Total liabilities and stockholders' equity	\$ 846,217	\$ 832,749

GRAND CANYON EDUCATION, INC.
Consolidated Statements of Cash Flows
(Unaudited)

(In thousands)	Six Months Ended	
	June 30,	
	2023	2022
Cash flows provided by operating activities:		
Net income	\$ 88,537	\$ 83,640
Adjustments to reconcile net income to net cash provided by operating activities:		
Share-based compensation	6,622	6,361
Depreciation and amortization	10,939	11,352
Amortization of intangible assets	4,210	4,210
Deferred income taxes	1,160	732
Other, including fixed asset impairments	842	631
Changes in assets and liabilities:		
Accounts receivable from university partners	52,731	44,336
Other assets	(1,332)	(3,171)
Right-of-use assets and lease liabilities	787	322
Accounts payable	2,323	(6,285)
Accrued liabilities	(460)	5,568
Income taxes receivable/payable	(18,341)	(13,555)
Deferred revenue	9,110	11,948
Net cash provided by operating activities	157,128	146,089
Cash flows used in investing activities:		
Capital expenditures	(17,599)	(15,136)
Additions of amortizable content	(488)	(114)
Purchases of investments	(73,807)	(91,361)
Proceeds from sale or maturity of investments	43,837	26,994
Net cash used in investing activities	(48,057)	(79,617)
Cash flows used in financing activities:		
Repurchase of common shares and shares withheld in lieu of income taxes	(86,555)	(528,012)
Net cash used in financing activities	(86,555)	(528,012)
Net increase (decrease) in cash and cash equivalents and restricted cash	22,516	(461,540)
Cash and cash equivalents and restricted cash, beginning of period	120,409	600,941
Cash and cash equivalents and restricted cash, end of period	\$ 142,925	\$ 139,401
Supplemental disclosure of cash flow information		
Cash paid for interest	\$ 26	\$ 5
Cash paid for income taxes	\$ 42,460	\$ 38,841
Supplemental disclosure of non-cash investing and financing activities		
Purchases of property and equipment included in accounts payable	\$ 1,644	\$ 1,654
ROU Asset and Liability recognition	\$ 3,727	\$ 503
Excise tax on treasury stock repurchases	\$ 641	\$ —

GRAND CANYON EDUCATION, INC.

Adjusted EBITDA (Non-GAAP Financial Measure)

Adjusted EBITDA is defined as net income plus interest expense, less interest income and other gain (loss) recognized on investments, plus income tax expense, and plus depreciation and amortization (EBITDA), as adjusted for (i) contributions to private Arizona school tuition organizations in lieu of the payment of state income taxes; (ii) share-based compensation, and (iii) unusual charges or gains, such as litigation and regulatory reserves, impairment charges and asset write-offs, and exit or lease termination costs. We present Adjusted EBITDA because we consider it to be an important supplemental measure of our operating performance. We also make certain compensation decisions based, in part, on our operating performance, as measured by Adjusted EBITDA. All of the adjustments made in our calculation of Adjusted EBITDA are adjustments to items that management does not consider to be reflective of our core operating performance. Management considers our core operating performance to be that which can be affected by our managers in any particular period through their management of the resources that affect our underlying revenue and profit generating operations during that period and does not consider the items for which we make adjustments (as listed above) to be reflective of our core performance.

We believe Adjusted EBITDA allows us to compare our current operating results with corresponding historical periods and with the operational performance of other companies in our industry because it does not give effect to potential differences caused by variations in capital structures (affecting relative interest expense, including the impact of write-offs of deferred financing costs when companies refinance their indebtedness), tax positions (such as the impact on periods or companies of changes in effective tax rates or net operating losses), the book amortization of intangibles (affecting relative amortization expense), and other items that we do not consider reflective of underlying operating performance. We also present Adjusted EBITDA because we believe it is frequently used by securities analysts, investors, and other interested parties as a measure of performance.

In evaluating Adjusted EBITDA, investors should be aware that in the future we may incur expenses similar to the adjustments described above. Our presentation of Adjusted EBITDA should not be construed as an inference that our future results will be unaffected by expenses that are unusual, non-routine, or non-recurring. Adjusted EBITDA has limitations as an analytical tool in that, among other things it does not reflect:

- cash expenditures for capital expenditures or contractual commitments;
- changes in, or cash requirements for, our working capital requirements;
- interest expense, or the cash required to replace assets that are being depreciated or amortized; and
- the impact on our reported results of earnings or charges resulting from the items for which we make adjustments to our EBITDA, as described above and set forth in the table below.

In addition, other companies, including other companies in our industry, may calculate these measures differently than we do, limiting the usefulness of Adjusted EBITDA as a comparative measure. Because of these limitations, Adjusted EBITDA should not be considered as a substitute for net income, operating income, or any other performance measure derived in accordance with and reported under GAAP, or as an alternative to cash flow from operating activities or as a measure of our liquidity. We compensate for these limitations by relying primarily on our GAAP results and only use Adjusted EBITDA as a supplemental performance measure.

The following table provides a reconciliation of net income to Adjusted EBITDA, which is a non-GAAP measure for the periods indicated:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2023	2022	2023	2022
	(Unaudited, in thousands)		(Unaudited, in thousands)	
Net income	\$ 28,973	\$ 25,562	\$ 88,537	\$ 83,640
Plus: interest expense	7	5	26	5
Less: investment interest and other	(2,590)	(344)	(4,743)	(549)
Plus: income tax expense	9,052	8,622	26,099	28,214
Plus: amortization of intangible assets	2,105	2,105	4,210	4,210
Plus: depreciation and amortization	5,402	5,628	10,939	11,352
EBITDA	42,949	41,578	125,068	126,872
Plus: loss on fixed asset disposal	54	3	135	664
Plus: litigation and regulatory reserves	1,474	857	2,547	2,128
Plus: share-based compensation	3,253	3,171	6,622	6,361
Adjusted EBITDA	\$ 47,730	\$ 45,609	\$ 134,372	\$ 136,025

Non-GAAP Net Income and Non-GAAP Diluted Income Per Share

The Company believes the presentation of non-GAAP net income and non-GAAP diluted income per share information that excludes amortization of intangible assets and loss on disposal of fixed assets allows investors to develop a more meaningful understanding of the Company's performance over time. Accordingly, for the three-months ended March 31, 2023 and 2022, the table below provides reconciliations of these non-GAAP items to GAAP net income and GAAP diluted income per share, respectively:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2023	2022	2023	2022
	(Unaudited, in thousands except per share data)			
GAAP Net income	\$ 28,793	\$ 25,562	\$ 88,537	\$ 83,640
Amortization of intangible assets	2,105	2,105	4,210	4,210
Loss on disposal of fixed assets	54	3	135	664
Income tax effects of adjustments(1)	(515)	(532)	(989)	(1,229)
As Adjusted, Non-GAAP Net income	\$ 30,437	\$ 27,138	\$ 91,893	\$ 87,285
GAAP Diluted income per share	\$ 0.96	\$ 0.80	\$ 2.91	\$ 2.51
Amortization of intangible assets (2)	0.05	0.05	0.11	0.09
Loss on disposal of fixed assets (3)	0.00	0.00	0.00	0.01
As Adjusted, Non-GAAP Diluted income per share	\$ 1.01	\$ 0.85	\$ 3.02	\$ 2.61

- (1) The income tax effects of adjustments are based on the effective income tax rate applicable to adjusted (non-GAAP) results.
- (2) The amortization of acquired intangible assets per diluted share is net of an income tax benefit of \$0.02 for each of the three months ended June 30, 2023 and 2022, and net of an income tax benefit of \$0.03 for each of the six months ended June 30, 2023 and 2022.
- (3) The loss on disposal of fixed assets per diluted share is net of an income tax benefit of nil for both the three months ended June 30, 2023 and 2022, and net of an income tax benefit of nil and \$0.01 for the six months ended June 30, 2023 and 2022, respectively.