

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the Quarterly Period Ended March 31, 2025
Or
☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the transition period from _____ to _____
Commission File No. 001-40420



VIMEO, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

85-4334195
(I.R.S. Employer
Identification No.)

330 West 34th Street, 5th Floor New York, New York 10001
(Address of registrant's principal executive offices)
(212) 524-8791
(Registrant's telephone number, including area code)

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

Title of Each Class	Trading Symbol	Name of Exchange on Which Registered
Common Stock, par value \$0.01 per share	VMEQ	The Nasdaq Stock Market LLC (Nasdaq Global Select Market)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☐ 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 ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of May 1, 2025, the following shares of the registrant's common stock were outstanding:

Common Stock	155,344,770
Class B common stock	9,399,250
Total	164,744,020

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SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Words such as "will," "may," "could," "should," "would," "anticipates," "estimates," "expects," "plans," "projects," "forecasts," "intends," "targets," "seeks" and "believes," as well as variations of these words, among others, generally identify forward-looking statements. These forward-looking statements include, among others, statements relating to Vimeo's future results of operations and financial condition, business strategy, and plans and objectives of management for future operations.

Forward-looking statements are based on our management's beliefs and assumptions and on information currently available. These forward-looking statements are subject to a number of known and unknown risks, uncertainties and assumptions. Actual results could differ materially from those contained in or implied by these forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to:

- we have a history of losses,
- our prior rapid growth may not be indicative of future performance,
- our total addressable market may prove to be smaller than we expect,
- our ability to read data and make forecasts may be limited,
- we may not have the right product/market fit and may not be able to attract free users or paid subscribers,
- we may not be able to convert our free users into subscribers,
- competition in our market is intense,
- we may not be able to scale our business effectively,
- we may need additional funding as we continue to grow our business,
- our use or the capabilities of artificial intelligence ("AI") in our offerings may result in reputational harm, cost and liability,
- we may experience service interruptions,
- hosting and delivery costs may increase unexpectedly,
- our business may be vulnerable to changes in political and economic conditions globally, including the effects of tariffs and other trade measures,
- our business involves hosting large quantities of user-generated content,
- we have been sued for hosting content that allegedly infringed on a third-party copyright,
- we may face liability for hosting a variety of tortious or unlawful materials, and we have faced and may continue to face negative publicity for removing, or declining to remove, certain content, regardless of whether such content violated any law,
- we collect, store, and process large amounts of content and personal information, which may be subject to new and evolving regulations, and any loss of or unauthorized access to such data could materially impact our business,
- if our business becomes constrained by changing legal and regulatory requirements, including with respect to privacy, data security and data protection, consumer protection, and user-generated content, or enforcement by government regulators, including fines, orders or consent decrees in the United States ("U.S.") or other jurisdictions in which we operate, our operating results will suffer,
- our success will depend upon our continued ability to attract, motivate and retain highly skilled individuals worldwide and manage executive transitions,
- we have been the target of cyberattacks by malicious actors and may be in the future,
- we have faced claims that we infringe third-party intellectual property rights, and
- the risks described in the section titled "Risk Factors" and elsewhere in this Quarterly Report on Form 10-Q.

Moreover, we operate in a very competitive and rapidly changing environment. New risk factors emerge from time to time, and it is not possible for our management to predict all risk factors nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ from those contained in, or implied by, any forward-looking statements.

You should not rely upon forward-looking statements as predictions of future events. We cannot assure you that the events and circumstances reflected in the forward-looking statements will be achieved or occur. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance, or achievements. You should read this Quarterly Report on Form 10-Q and the documents that we reference in this Quarterly Report on Form 10-Q and have filed as exhibits to this report with the understanding that our actual future results, levels of activity, performance, and achievements may be materially different from what we expect. Any forward-looking statements only speak as of the date of this document, and we undertake no obligation to update any forward-looking information or statements, whether written or oral, to reflect any change, except as required by law. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified by these cautionary statements.

PART I
FINANCIAL INFORMATION

Item 1. Consolidated Financial Statements

VIMEO, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(Unaudited)

	March 31, 2025	December 31, 2024
	(In thousands, except par value amounts)	
ASSETS		
Cash and cash equivalents	\$ 289,028	\$ 325,276
Accounts receivable, net	23,734	24,648
Prepaid expenses and other current assets	24,139	24,732
Total current assets	336,901	374,656
Leasehold improvements and equipment, net	554	456
Goodwill	245,406	245,406
Intangible assets with definite lives, net	2,989	1,239
Other non-current assets	19,866	21,064
TOTAL ASSETS	\$ 605,716	\$ 642,821
LIABILITIES AND SHAREHOLDERS' EQUITY		
LIABILITIES:		
Accounts payable, trade	\$ 2,783	\$ 4,473
Deferred revenue	164,711	161,923
Accrued expenses and other current liabilities	45,131	56,027
Total current liabilities	212,625	222,423
Other long-term liabilities	10,557	11,601
Commitments and contingencies		
SHAREHOLDERS' EQUITY:		
Common stock, \$0.01 par value; 1,600,000 shares authorized; 164,373 and 161,993 shares issued and 154,577 and 156,047 shares outstanding, respectively	1,644	1,620
Class B common stock, \$0.01 par value; 400,000 shares authorized; 9,399 shares issued and outstanding, respectively	94	94
Preferred stock, \$0.01 par value; 100,000 shares authorized; no shares issued and outstanding	—	—
Additional paid-in capital	802,134	801,367
Accumulated deficit	(370,239)	(366,323)
Accumulated other comprehensive loss	(826)	(1,180)
Treasury stock, at cost, 9,796 and 5,946 shares, respectively	(50,273)	(26,781)
Total shareholders' equity	382,534	408,797
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 605,716	\$ 642,821

The accompanying [Notes to Consolidated Financial Statements](#) are an integral part of these statements.

VIMEO, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF OPERATIONS
(Unaudited)

	Three Months Ended March 31,	
	2025	2024
	(In thousands, except per share data)	
Revenue	\$ 103,034	\$ 104,910
Cost of revenue (exclusive of depreciation shown separately below)	24,054	23,443
Gross profit	78,980	81,467
Operating expenses:		
Research and development expense	31,186	28,135
Sales and marketing expense	33,358	32,305
General and administrative expense	20,137	18,034
Depreciation	44	57
Amortization of intangibles	347	347
Total operating expenses	85,072	78,878
Operating (loss) income	(6,092)	2,589
Other income, net	2,581	3,816
(Loss) earnings before income taxes	(3,511)	6,405
Income tax provision	(405)	(332)
Net (loss) earnings	\$ (3,916)	\$ 6,073
Per share information:		
Basic (loss) earnings per share	\$ (0.02)	\$ 0.04
Diluted (loss) earnings per share	\$ (0.02)	\$ 0.04
Stock-based compensation expense by function:		
Cost of revenue	\$ 177	\$ 147
Research and development expense	3,342	3,823
Sales and marketing expense	2,327	1,821
General and administrative expense	3,142	1,181
Total stock-based compensation expense	\$ 8,988	\$ 6,972

The accompanying [Notes to Consolidated Financial Statements](#) are an integral part of these statements.

VIMEO, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF COMPREHENSIVE OPERATIONS
(Unaudited)

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Net (loss) earnings	\$ (3,916)	\$ 6,073
Other comprehensive income (loss):		
Change in foreign currency translation adjustment	354	(124)
Total other comprehensive income (loss)	354	(124)
Comprehensive (loss) income	<u>\$ (3,562)</u>	<u>\$ 5,949</u>

The accompanying [Notes to Consolidated Financial Statements](#) are an integral part of these statements.

VIMEO, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY
Three Months Ended March 31, 2025 and 2024
(Unaudited)

	Common stock, \$0.01 par value		Class B common stock, \$0.01 par value		Treasury Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Shareholders' Equity							
	\$	Shares	\$	Shares	\$	Shares											
	(In thousands)																
Balance at December 31, 2024	\$	1,620	161,993	\$	94	9,399	\$	(26,781)	5,946	\$	801,367	\$	(366,323)	\$	(1,180)	\$	408,797
Net loss		—	—		—	—		—	—		—		(3,916)		—		(3,916)
Other comprehensive income		—	—		—	—		—	—		—		—		354		354
Stock-based compensation expense (inclusive of capitalized internal-use software development costs)		—	—		—	—		—	—		9,114		—		—		9,114
Amounts related to settlement of equity awards		24	2,380		—	—		—	—		(8,347)		—		—		(8,323)
Purchase of treasury stock		—	—		—	—		(23,492)	3,850		—		—		—		(23,492)
Balance at March 31, 2025	\$	1,644	164,373	\$	94	9,399	\$	(50,273)	9,796	\$	802,134	\$	(370,239)	\$	(826)	\$	382,534

	Common stock, \$0.01 par value		Class B common stock, \$0.01 par value		Treasury Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Shareholders' Equity							
	\$	Shares	\$	Shares	\$	Shares											
	(In thousands)																
Balance at December 31, 2023	\$	1,585	158,511	\$	94	9,399	\$	—	—	\$	774,587	\$	(393,335)	\$	(699)	\$	382,232
Net earnings		—	—		—	—		—	—		—		6,073		—		6,073
Other comprehensive loss		—	—		—	—		—	—		—		—		(124)		(124)
Stock-based compensation expense		—	—		—	—		—	—		6,972		—		—		6,972
Amounts related to settlement of equity awards		9	929		—	—		—	—		(2,368)		—		—		(2,359)
Balance at March 31, 2024	\$	1,594	159,440	\$	94	9,399	\$	—	—	\$	779,191	\$	(387,262)	\$	(823)	\$	392,794

The accompanying [Notes to Consolidated Financial Statements](#) are an integral part of these statements.

VIMEO, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Cash flows from operating activities:		
Net (loss) earnings	\$ (3,916)	\$ 6,073
Adjustments to reconcile net (loss) earnings to net cash (used in) provided by operating activities:		
Stock-based compensation expense	8,988	6,972
Amortization of intangibles	347	347
Depreciation	44	57
Provision for credit losses	320	(81)
Non-cash lease expense	1,045	1,182
Other adjustments, net	313	(58)
Changes in assets and liabilities:		
Accounts receivable	(57)	1,758
Prepaid expenses and other assets	2,010	2,145
Accounts payable and other liabilities	(14,383)	(10,383)
Deferred revenue	3,194	(2,422)
Net cash (used in) provided by operating activities	<u>(2,095)</u>	<u>5,590</u>
Cash flows from investing activities:		
Capital expenditures	(142)	(160)
Capitalized internal-use software development costs	(1,972)	—
Net cash used in investing activities	<u>(2,114)</u>	<u>(160)</u>
Cash flows from financing activities:		
Amounts related to settlement of equity awards	(8,561)	(2,205)
Proceeds from exercise of stock options	247	12
Purchases of treasury stock	(23,791)	—
Net cash used in financing activities	<u>(32,105)</u>	<u>(2,193)</u>
Total cash (used) provided	<u>(36,314)</u>	<u>3,237</u>
Effect of exchange rate changes on cash and cash equivalents and restricted cash	60	(141)
Net (decrease) increase in cash and cash equivalents and restricted cash	<u>(36,254)</u>	<u>3,096</u>
Cash and cash equivalents and restricted cash at beginning of period	325,493	301,436
Cash and cash equivalents and restricted cash at end of period	<u><u>\$ 289,239</u></u>	<u><u>\$ 304,532</u></u>

The accompanying [Notes to Consolidated Financial Statements](#) are an integral part of these statements.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

NOTE 1—ORGANIZATION AND BASIS OF PRESENTATION

Description of Business

Vimeo is the world's most innovative video experience platform, providing a full breadth of video tools through a software-as-a-service ("SaaS") model. Our core focus is transforming how people create and share videos by providing cutting-edge products and a platform that bridges technology with creative innovation. We provide a turnkey cloud-based solution that eliminates barriers to using video and solves essential video needs, including video hosting and management, intuitive video creation and editing, insightful analytics, artificial intelligence language translations, and enterprise tools.

Unless otherwise stated in this Quarterly Report on Form 10-Q, references to "Vimeo," the "Company," "we," "our" or "us" refers to Vimeo, Inc. and its consolidated subsidiaries.

Basis of Presentation and Consolidation

The accompanying unaudited interim consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles ("GAAP") and with the rules and regulations of the Securities and Exchange Commission ("SEC"). Accordingly, they do not include all of the information and notes required by GAAP for complete annual financial statements. In the opinion of management, the accompanying unaudited interim consolidated financial statements include all adjustments considered necessary for a fair presentation. Interim results are not necessarily indicative of the results that may be expected for the full year. The information included in this Form 10-Q should be read in conjunction with the audited annual consolidated financial statements and accompanying notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2024.

All intercompany balances and transactions between and among Vimeo and its subsidiaries have been eliminated.

Accounting Estimates

Management of Vimeo is required to make certain estimates, judgments and assumptions during the preparation of its consolidated financial statements in accordance with GAAP that affect the amounts reported in the accompanying consolidated financial statements and footnotes thereto. Actual results could differ from these estimates.

Significant estimates and judgments inherent in the preparation of the accompanying consolidated financial statements include those related to: the recoverability of goodwill; contingencies; unrecognized tax benefits; and the valuation allowance for deferred income tax assets, among others. Vimeo bases its estimates, judgments and assumptions on historical experience, its forecasts and budgets and other factors that Vimeo considers relevant.

Significant Accounting Policies

There have been no material changes from the significant accounting policies previously disclosed in Part II, Item 8, of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2024 as filed with the SEC on February 19, 2025, except for the addition of the following significant accounting policy.

Internal-use software development costs

The Company capitalizes certain internal and external costs related to the development of internal-use software during the application development stage. Costs incurred during the preliminary project and post-implementation stages are expensed as incurred. Capitalized internal-use software development costs are included within "Intangible assets with definite lives, net" on the consolidated balance sheet. Amortization of capitalized internal-use software development costs begins when the internal-use software is ready for its intended use and is recognized over the estimated useful life of the software, which is generally three years, and is included in "Amortization of intangibles" in the consolidated statement of operations.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

Recent Accounting Pronouncements

In December 2023, ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures* was issued, and requires disclosure of disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. This guidance will impact the Company's income tax disclosures beginning with the Annual Report on Form 10-K for the year ended December 31, 2025 on a prospective basis.

In November 2024, Accounting Standards Update 2024-03, *Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40)* was issued, which requires public business entities to disclose, on an annual and interim basis, disaggregated information about certain income statement expense line items. This guidance will become effective for fiscal years beginning after December 15, 2026, and interim periods within fiscal years beginning after December 15, 2027, on a prospective basis. The Company is currently evaluating the impact this guidance will have on its consolidated financial statements.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

NOTE 2—REVENUE

Revenue Recognition

Vimeo's revenue is derived primarily from fixed SaaS subscription fees paid by customers. Subscription periods generally range from one month to three years, with the most common being an annual subscription, and are generally non-cancellable.

Vimeo accounts for a contract with a customer when it has approval and commitment from all parties, the rights of the parties and payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The transaction price, which generally reflects the fixed SaaS subscription fees listed in the terms of the contract, is the amount of consideration Vimeo expects to be entitled to in exchange for access to the Vimeo platform. The transaction price is recognized as revenue on a straight-line basis over the contractual term of the arrangement beginning on the date access is provided to the Vimeo platform, which is considered to be a series of distinct services that comprise a single performance obligation and have the same pattern of transfer over the contractual term. Estimates of variable consideration are not significant.

Disaggregated revenue is as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Revenue:		
Self-Serve	\$ 56,112	\$ 59,107
Vimeo Enterprise	24,424	18,467
OTT	12,243	13,059
Add-Ons	8,582	10,804
Other	1,673	3,473
Total	\$ 103,034	\$ 104,910

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

Revenue by geography is based on where the customer is located. The United States was the only country from which revenue constituted greater than 10% of total revenue of the Company for the three months ended March 31, 2025 and 2024.

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Revenue:		
United States	\$ 56,000	\$ 57,329
All other countries	47,034	47,581
Total	<u>\$ 103,034</u>	<u>\$ 104,910</u>

Deferred Revenue

Deferred revenue consists of payments that are received or are contractually due in advance of Vimeo's performance. Vimeo's deferred revenue is reported on a contract-by-contract basis at the end of each reporting period. Vimeo classifies deferred revenue as current when the term of the applicable subscription period or expected completion of its performance obligation is one year or less. The current and non-current deferred revenue balances are included in the accompanying consolidated balance sheet as follows:

	March 31, 2025	December 31, 2024
	(In thousands)	
Deferred revenue	\$ 164,711	\$ 161,923
Other long-term liabilities	267	512

During the three months ended March 31, 2025, Vimeo recognized \$77.9 million of revenue that was included in the deferred revenue balance at December 31, 2024. During the three months ended March 31, 2024, Vimeo recognized \$78.3 million of revenue that was included in the deferred revenue balance at December 31, 2023.

Costs to Obtain a Contract with a Customer

Vimeo has determined that commissions paid to employees pursuant to certain sales incentive programs meet the requirements to be capitalized as a cost of obtaining a contract with a customer and are amortized over the estimated customer relationship period. Vimeo calculates the estimated customer relationship period as the average customer life, which is based on historical data. When customer renewals are expected and the renewal commission is not commensurate with the initial commission, the average customer life includes renewal periods. Vimeo has elected the practical expedient to expense costs to obtain a contract with a customer as incurred when the amortization period would be one year or less.

The current and non-current balances of capitalized costs to obtain a contract with a customer are included in the accompanying consolidated balance sheet as follows:

	March 31, 2025	December 31, 2024
	(In thousands)	
Prepaid expenses and other current assets	\$ 5,414	\$ 5,451
Other non-current assets	7,886	8,475

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 3—INCOME TAXES

At the end of each interim period, Vimeo estimates the annual expected effective income tax rate and applies that rate to its ordinary year-to-date earnings or loss with discrete items recorded in the period. The estimates used to compute the provision or benefit for income taxes may change as new events occur, additional information is obtained, or Vimeo's tax environment changes.

For the three months ended March 31, 2025 and 2024, Vimeo recorded an income tax provision of \$0.4 million and \$0.3 million, respectively. For the three months ended March 31, 2025, the effective income tax rate was lower than the federal statutory rate of 21% primarily due to movement in the valuation allowance and the impact of executive compensation limits under Internal Revenue Code Section 162(m), partially offset by the effects of international tax provisions as required under 2017 Tax Cuts and Jobs Act. Vimeo's largest deferred tax assets are capitalized research and development expenses and tax attribute carryforwards. Vimeo has recorded a valuation allowance for the majority of its net deferred tax assets because it has concluded that it is more likely than not that the tax benefit will not be realized.

At March 31, 2025 and December 31, 2024, unrecognized tax benefits, including interest and penalties, were \$6.3 million and \$6.0 million, respectively. The Company estimates that it would recognize an income tax benefit of \$1.0 million if unrecognized tax benefits at March 31, 2025 are subsequently recognized. Vimeo believes no unrecognized tax benefits would decrease by March 31, 2026. Vimeo recognizes interest and penalties related to unrecognized tax benefits, if applicable, in the income tax provision.

NOTE 4—FAIR VALUE MEASUREMENTS

Vimeo's financial instruments that are measured at fair value on a recurring basis are as follows:

March 31, 2025				
	Quoted Market Prices for Identical Assets in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total Fair Value Measurements
(In thousands)				
Money market funds	\$ 257,984	\$ —	\$ —	\$ 257,984
Time deposits	—	10,648	—	10,648
Total	\$ 257,984	\$ 10,648	\$ —	\$ 268,632

December 31, 2024				
	Quoted Market Prices for Identical Assets in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total Fair Value Measurements
(In thousands)				
Money market funds	\$ 287,617	\$ —	\$ —	\$ 287,617
Time deposits	—	11,828	—	11,828
Total	\$ 287,617	\$ 11,828	\$ —	\$ 299,445

Money market funds and time deposits are included in "Cash and cash equivalents" in the accompanying consolidated balance sheet.

Vimeo's non-financial assets (which consist primarily of goodwill, ROU assets, and intangible assets) are adjusted to fair value only if an impairment is recognized. Such fair value measurements are based predominantly on Level 3 inputs.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 5—SHAREHOLDERS' EQUITY**Description of Vimeo Common Stock and Vimeo Class B Common Stock**

Except as described herein, shares of Vimeo common stock and Vimeo Class B common stock are identical.

In general, the holders of shares of Vimeo common stock vote together as a single class with the holders of shares of Vimeo Class B common stock on all matters, including the election of directors; provided, however, that the holders of shares of Vimeo common stock, acting as a single class, are entitled to elect twenty-five percent (25%) of the total number of Vimeo directors, rounded up to the next whole number in the event of a fraction. Each outstanding share of Vimeo common stock and Vimeo Class B common stock entitles the holder to one vote per share and ten votes per share, respectively.

The holders of shares of Vimeo common stock and the holders of shares of Vimeo Class B common stock are entitled to receive, share for share, such dividends as may be declared by Vimeo's Board of Directors (the "Board") out of funds legally available for the payment of dividends. In the event of a liquidation, dissolution, distribution of assets or winding-up of Vimeo, the holders of shares of Vimeo common stock and the holders of shares of Vimeo Class B common stock are entitled to receive, share for share, all the assets available for distribution after payment of a proper amount to the holders of any series of Vimeo preferred stock, including any series that may be issued in the future.

Vimeo is authorized to issue 1,600,000,000 shares of Vimeo common stock and 400,000,000 shares of Vimeo Class B common stock.

Vimeo Restricted Shares

Vimeo Restricted Shares (held by Joseph Levin, Special Advisor to the Board and former Chairman and member of the Board) totaling 3,247,000 shares were reflected in the accompanying consolidated balance sheet within "Common Stock" at March 31, 2025 and December 31, 2024. Vesting of the Vimeo Restricted Shares is subject to Mr. Levin's continued service as Special Advisor to the Board through November 5, 2030, as well as the achievement of certain stock price targets. Vimeo Restricted Shares have a non-forfeitable dividend right in the event the Company declares a cash dividend to common shareholders and participates in all other distributions of the Company in the same manner as all other Vimeo common shareholders.

Description of Preferred Stock

The Board is authorized to provide for the issuance of shares of preferred stock, and any class or series thereof, and to assign the designations, powers, preferences and rights to each such class or series and any qualifications, limitations or restrictions. There have been no preferred stock issuances to date.

Stock Repurchase Programs

On February 25, 2022, the Board authorized a stock repurchase program of up to \$50 million of the Company's common stock through open market or private transactions (the "Stock Repurchase Program"). During the three months ended March 31, 2025, the Company repurchased 3.9 million shares of its common stock, on a trade date basis, at a weighted average cost of \$6.10 per share, for an aggregate purchase price of \$23.5 million, and completed its authorized purchases pursuant to the program. There were no shares repurchased during the three months ended March 31, 2024. The Company accounts for treasury stock under the cost method.

On April 29, 2025, the Board authorized a new stock repurchase program of up to \$50 million of the Company's common stock (the "2025 Repurchase Program"). Under the 2025 Repurchase Program, the Company's shares of common stock may be repurchased at any time or from time to time, without prior notice, subject to market conditions and other considerations. Such repurchases may be made through 10b5-1 plans, open market purchases, privately negotiated transactions, block purchases or other transactions. The Company has no obligation to repurchase any shares under the 2025 Repurchase Program. The 2025 Repurchase Program does not have an expiration date and may be commenced, suspended, revoked or modified at any time.

Vimeo, Inc. and Subsidiaries
Notes to Consolidated Financial Statements (Continued)
(Unaudited)

NOTE 6—ACCUMULATED OTHER COMPREHENSIVE LOSS

Accumulated other comprehensive loss consisting of foreign currency translation adjustments is as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Balance at beginning of period	\$ (1,180)	\$ (699)
Other comprehensive income (loss)	354	(124)
Balance at end of period	<u>\$ (826)</u>	<u>\$ (823)</u>

At both March 31, 2025 and 2024, there was no tax benefit or provision on accumulated other comprehensive loss.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 7—(LOSS) EARNINGS PER SHARE

Vimeo common stock and Class B common stock are treated as one class of common stock for earnings per share ("EPS") purposes as both classes of common stock participate in earnings, dividends and other distributions on the same basis. Basic EPS is calculated using the two-class method since the Vimeo Restricted Shares are participating securities as they are unvested and have a non-forfeitable dividend right in the event the Company declares a cash dividend to common shareholders and participates in all other distributions of the Company in the same manner as all other Vimeo common shareholders. For the first quarter of 2025, no allocation of undistributed losses has been made as the Vimeo Restricted Shares do not participate in losses of the Company. Diluted EPS is calculated on the most dilutive basis under either the two-class method or treasury stock method, both of which exclude equity awards that are antidilutive.

The computation of basic and diluted (loss) earnings per share attributable to common shareholders is as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands, except per share data)	
Basic EPS:		
Numerator:		
Net (loss) earnings	\$ (3,916)	\$ 6,073
Less: Net earnings attributed to participating securities	—	(117)
Net (loss) earnings attributable to common stock shareholders	<u>\$ (3,916)</u>	<u>\$ 5,956</u>
Denominator: ^(a)		
Weighted average basic common shares outstanding	<u>161,328</u>	<u>165,033</u>
Basic (loss) earnings per share	<u>\$ (0.02)</u>	<u>\$ 0.04</u>
Diluted EPS:		
Numerator:		
Net (loss) earnings	\$ (3,916)	\$ 6,073
Less: Net earnings attributed to participating securities	—	(115)
Net (loss) earnings attributable to common stock shareholders	<u>\$ (3,916)</u>	<u>\$ 5,958</u>
Denominator: ^(a)		
Weighted average basic common shares outstanding	161,328	165,033
Dilutive securities	—	3,963
Weighted average diluted common shares outstanding	<u>161,328</u>	<u>168,996</u>
Antidilutive securities	21,621	12,812
Diluted (loss) earnings per share	<u>\$ (0.02)</u>	<u>\$ 0.04</u>

^(a) Vimeo Restricted Shares were excluded from the computation of average basic common shares outstanding for EPS purposes because the number of shares that ultimately vest is subject to the satisfaction of certain market conditions.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 8—FINANCIAL STATEMENT DETAILS

Cash and Cash Equivalents and Restricted Cash

The reconciliation of cash and cash equivalents and restricted cash reported within the accompanying consolidated balance sheet to the total amounts shown in the accompanying consolidated statement of cash flows is as follows:

	March 31, 2025 ^(a)	December 31, 2024 ^(a)	March 31, 2024 ^{(a) (b)}	December 31, 2023 ^(b)
	(In thousands)			
Cash and cash equivalents	\$ 289,028	\$ 325,276	\$ 304,277	\$ 301,372
Restricted cash included in Prepaid expenses and other current assets	211	217	255	64
Total cash and cash equivalents and restricted cash as shown in the accompanying consolidated statement of cash flows	<u>\$ 289,239</u>	<u>\$ 325,493</u>	<u>\$ 304,532</u>	<u>\$ 301,436</u>

^(a) Restricted cash primarily consisted of a deposit related to a lease.

^(b) Restricted cash primarily consisted of a deposit related to corporate credit cards.

Credit Losses

The changes in the allowance for credit losses are as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Balance at beginning of period	\$ 2,404	\$ 2,728
Provision for credit losses	320	(81)
Write-offs charged against the allowance	(375)	(531)
Recoveries collected	54	233
Balance at end of period	<u>\$ 2,403</u>	<u>\$ 2,349</u>

Accumulated Amortization and Depreciation

Accumulated amortization and depreciation within the accompanying consolidated balance sheet are as follows:

Asset Category	March 31, 2025	December 31, 2024
	(In thousands)	
ROU assets, included in Other non-current assets	\$ 19,933	\$ 18,888
Cloud computing costs, included in Other non-current assets	406	304
Leasehold improvements and equipment	608	564
Intangible assets with definite lives	49,368	49,021

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

Other income, net

The components of "Other income, net" are as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Interest income	\$ 3,028	\$ 3,671
Foreign exchange (losses) gains, net	(447)	145
Other income, net	<u>\$ 2,581</u>	<u>\$ 3,816</u>

Geographic Concentrations

Tangible long-lived assets at March 31, 2025 and December 31, 2024 relate to "Leasehold improvements and equipment, net."

	March 31, 2025	December 31, 2024
	(In thousands)	
Leasehold improvements and equipment, net:		
United States	\$ 450	\$ 346
All other countries	104	110
Total	<u>\$ 554</u>	<u>\$ 456</u>

NOTE 9—CONTINGENCIES

In the ordinary course of business, Vimeo is, and from time to time may become, a party to various legal proceedings. Vimeo establishes reserves for specific legal matters when it determines that the likelihood of an unfavorable outcome is probable and the loss is reasonably estimable. Management has also identified certain other legal matters where it believes an unfavorable outcome is not probable and, therefore, no reserve is established. Although management currently believes that resolving claims against Vimeo, including claims where an unfavorable outcome is reasonably possible, will not have a material impact on the liquidity, results of operations or financial condition of Vimeo, these matters are subject to inherent uncertainties and management's view of these matters may change in the future. Vimeo also evaluates other contingent matters, including income and non-income tax contingencies, to assess the likelihood of an unfavorable outcome and estimated extent of potential loss. It is possible that an unfavorable outcome of one or more of these lawsuits or other contingencies could have a material impact on the liquidity, results of operations or financial condition of Vimeo. See "[Note 3—Income Taxes](#)" for additional information related to income tax contingencies.

EMI/Capitol Records Copyright Infringement Litigation

In December 2009, a group of music publishers owned by EMI Music Publishing (now owned by Sony/ATV Music Publishing, a subsidiary of Sony Entertainment) and a group of then EMI-affiliated record companies, including Capitol Records (now owned by Universal Music Group), filed two lawsuits against Vimeo and its former owner, Connected Ventures, in the U.S. District Court for the Southern District of New York. See *Capitol Records, LLC v. Vimeo, LLC*, No. 09 Civ. 10101 (S.D.N.Y.) and *EMI Blackwood Music, Inc. v. Vimeo, LLC*, No. 09 Civ. 10105 (S.D.N.Y.). In both cases, plaintiffs allege that Vimeo infringed their music copyrights (in the publishers' musical compositions and the record companies' sound recordings) by hosting and streaming videos uploaded by users (and in certain cases, former employees) featuring their musical works. Plaintiffs seek, among other things, injunctive relief and monetary damages. The initial complaints identified 199 videos as infringing (which Vimeo removed post-suit).

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

Prior to suit, plaintiffs did not avail themselves of their right to submit a takedown notice to Vimeo pursuant to the online safe harbor provisions of the Digital Millennium Copyright Act of 1998 ("DMCA"), which limits the liability of online service providers for copyright infringement of their users when the provider takes certain measures. Vimeo asserts that the DMCA limits its liability because it complies with the DMCA and plaintiffs failed to submit takedown notices. Plaintiffs disagree, asserting various theories as to why the DMCA may not apply to some or all of the videos-in-suit.

The district court bifurcated proceedings and required the parties to first litigate the issue of whether Vimeo satisfied the DMCA's safe harbor provisions. On September 18, 2013, the district court granted partial summary judgment to Vimeo on 144 of the 199 original videos-in-suit on the ground that Vimeo complied with the threshold requirements of the DMCA and that there was no evidence that a Vimeo employee had watched the videos in question such that Vimeo had actual or "red flag" knowledge of infringement, which would disqualify the DMCA's application. The court denied summary judgment as to 35 videos-in-suit on the ground that there was a material question of fact as to whether Vimeo had "red flag" knowledge of infringement based upon employees having watched all or part of these videos. The court further held that the DMCA did not apply to the record companies' state-law claims regarding sound recordings fixed before February 1972; a trial was necessary to determine whether Vimeo was liable for employees who uploaded approximately 20 videos; and that plaintiffs should be permitted to amend their complaints to add over 1,500 videos allegedly infringing their copyrights (which Vimeo removed after receiving plaintiffs' proposed amended complaint).

Vimeo sought and obtained the right to appeal certain issues on an interlocutory basis to the U.S. Court of Appeals for the Second Circuit. On June 16, 2016, the Second Circuit held that (1) the district court had applied the incorrect summary-judgment standard for "red flag" infringement and that evidence that an employee watched all or part of a video containing plaintiffs' music did not raise a genuine issue of fact as to whether Vimeo had "red flag" knowledge in such video; (2) the DMCA applies to state-law copyright infringement claims predicated on pre-1972 sound recordings; and (3) on an issue raised by plaintiffs in their cross-appeal, the record did not show that Vimeo was willfully blind towards infringing activity taking place on its platform. As a result of these rulings, the Second Circuit partially vacated the district court's ruling and remanded the case for further proceedings consistent with its judgment.

On March 31, 2018, the district court granted Vimeo's motion to dismiss plaintiffs' state-law unfair competition claims on the grounds that they were state-law copyright claims covered by the DMCA per the Second Circuit's judgment. On May 28, 2021, the district court granted Vimeo summary judgment as to videos for which the sole remaining basis of liability was the assertion that Vimeo had "red flag" knowledge of infringement. On August 26, 2021, the district court approved a stipulation whereby plaintiffs agreed to conditionally dismiss all remaining claims to allow a final judgment to issue. Under the stipulation, plaintiffs may refile their claims regarding the alleged employee-uploaded videos if the Second Circuit reverses the district court's other rulings in whole or in part. On November 1, 2021, the district court entered a final judgment adopting the terms of the parties' stipulation. On November 29, 2021, plaintiffs filed an appeal to the U.S. Court of Appeals for the Second Circuit. On January 13, 2025, the Second Circuit issued an opinion affirming the judgment. Plaintiffs filed a Petition for Panel Rehearing in the Second Circuit on February 26, 2025.

RTI Copyright Litigation

Between 2012 and 2017, Italian broadcaster Reti Televisive Italiane s.p.a. and an affiliate thereof (collectively, "RTI") filed four lawsuits for copyright infringement against Vimeo in the Civil Court of Rome. See *Reti Televisive Italiane s.p.a. v. Vimeo, LLC*, Cause Nos. 23732/12, 62343/2015, and 59780/2017 (Rome Civil Court), and *Medusa Film v. Vimeo, Inc.*, Cause No. 74775/2017 (Rome Civil Court). In each case, RTI asserts that Vimeo infringed its copyrights by hosting and streaming user-uploaded videos that allegedly contain RTI's television or film programming, and seeks, among other things, injunctive relief and monetary damages.

On January 15, 2019, the Civil Court of Rome concluded the first case (No. 23732/12) and entered a judgment against Vimeo, awarding RTI damages of €8,500,000 plus interest and entering an injunction against Vimeo with respect to further acts of infringement. Vimeo filed an appeal and petitioned to stay the judgment pending appeal. On May 13, 2019, the Rome Court of Appeals stayed the judgment pending appeal. On August 10, 2022, the Rome Court of Appeals affirmed the judgment. Vimeo appealed to the Italian Supreme Court of Cassation.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

On June 2, 2019, the Civil Court of Rome concluded the second case (No. 62343/2015) and entered a judgment against Vimeo, awarding RTI damages of €4,746,273 plus interest and entering an injunction against Vimeo as to further acts infringement. Vimeo filed an appeal and petitioned to stay the judgment pending appeal. The Rome Court of Appeals declined to stay the judgment. On October 12, 2023, the Rome Court of Appeals published its decision affirming the lower court's judgment on liability but reducing the amount of damages to €3,865,161 plus interests and costs. Vimeo has appealed to the Italian Supreme Court of Cassation and the case is currently pending (No. 856/2024).

To pursue enforcement of the judgments in the United States, RTI initially commenced a lawsuit against Vimeo in the U.S. District Court for the Southern District of New York on October 26, 2020 to enforce the June 2019 judgment. See *Reti Televisive Italiane s.p.a. v. Vimeo, LLC*, No. 20 Civ. 8954 (S.D.N.Y.). On December 22, 2020, Vimeo and RTI filed, and the district court entered, a stipulation and order staying the U.S. proceedings pending the final outcome of the appeals from the Italian judgment at issue. On June 1, 2023, RTI filed an action in the Supreme Court of New York, New York County to enforce the Civil Court's judgment of €8,500,000 (No. 652646/2023). The case was removed to federal court and is now pending in the Southern District of New York. See *Reti Televisive Italiane S.p.A. v. Vimeo.com, Inc.*, No. 23 Civ. 05488 (S.D.N.Y.). On October 20, 2023, the U.S. District Court for the Southern District of New York entered an order lifting the stay of the U.S. enforcement proceedings in the first case (No. 20 Civ. 8954) and consolidating the two enforcement proceedings (No. 20 Civ. 8954 and No. 23 Civ. 05488). Vimeo has filed a Motion for Summary Judgement or, in the Alternative, to Stay the Case.

On April 7, 2023, the Civil Court of Rome published a decision finding in favor of Vimeo and dismissing the third case (No. 59780/2017) in its entirety. On October 9, 2023, RTI served Vimeo with its appeal challenging the court's decision in the third case.

On October 18, 2022, the Civil Court of Rome issued a decision in the fourth case, *Medusa Film v. Vimeo, Inc.* (No. 74775/2017) finding liability but rejecting RTI's damage calculation and reserving judgment as to the amount of damages. On November 30, 2022, RTI served a notice of appeal challenging the court's decision on damages.

On June 26, 2024, the parties entered into a settlement agreement to resolve the lawsuits pending in Italy and the consolidated enforcement action pending in New York. The settlement agreement included a payment to the plaintiffs, which did not have a material impact on Vimeo's financial condition, results of operations, or cash flows. Pursuant to the settlement agreement, on July 12, 2024, the parties filed a Joint Stipulation of Dismissal of the consolidated enforcement action in the Southern District of New York (No. 23 Civ. 05488), and the case is now closed. On July 18, 2024, the parties filed Joint Stipulations of Dismissal to resolve the cases pending in the Civil Court of Rome (No. 74775/2017), the Rome Court of Appeals (Nos. 6536/2022 and 5033/2023), and the Italian Supreme Court of Cassation (Nos. 26719/2022 and 856/2024). The Civil Court of Rome and the Rome Court of Appeals have dismissed the cases pending before them. The Italian Supreme Court of Cassation dismissed the first case (No. 26719/2022), and the second case (No. 856/2024) remains pending.

Sony/Universal/Warner Copyright Litigation

In March 2021, Sony Music Entertainment Italy (a subsidiary of Sony Music Entertainment Group), Warner Music Italia (a subsidiary of Warner Music Group), Universal Music Italia (a subsidiary of Universal Music Group), and Warner Music International Services (a subsidiary of Warner Music Group) filed a lawsuit against Vimeo in the Court of Milan alleging violations of Italian copyright and unfair competition laws. See *Sony Music Entertainment Italy s.p.a. et al. v. Vimeo, Inc.*, Case No. 10977/2021 (Court of Milan, Business Division). The complaint alleges that Vimeo infringed plaintiffs' copyrights by hosting and streaming user-uploaded videos that contain plaintiffs' copyrighted works and that, upon notification of the alleged infringement, Vimeo employed a takedown process that did not comply with Italian law. The complaint seeks, among other things, injunctive relief and damages to be quantified in a separate proceeding. Additionally, the complaint seeks potential penalties of €10,000 per day of delay in removing unauthorized works after receipt of a court order to do so, if applicable. On November 3, 2021, Vimeo filed its initial brief. On November 23, 2021, the parties attended the initial hearing with the Court of Milan where the court set forth a briefing schedule. The claims hearing scheduled for October 16, 2024 has been rescheduled for October 8, 2025.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 10—RELATED PARTY TRANSACTIONS

In May 2021, Vimeo became an independent, separately traded public company through a spin-off from IAC/InterActiveCorp ("IAC") (the "Spin-off"). Following the Spin-off, IAC continues to be a related party to Vimeo due to the relationship between our directors and substantial stockholders, and IAC and its subsidiaries. Angi Inc. is also a related party to Vimeo due to the relationship between our directors and Angi, Inc. and its subsidiaries. All related party transactions between Vimeo and its related parties, other than amounts related to the settlement of equity awards, are reflected in the accompanying consolidated statement of cash flows as operating activities.

Vimeo has entered into various sublease agreements with a subsidiary of Angi Inc. whereby Vimeo agreed to sublease a portion of the 5th floor and the entire 10th floor at 330 West 34th Street ("West 34th Street Sublease") in New York City, both through April 2028. At March 31, 2025 and December 31, 2024, Vimeo had a current lease liability of \$2.8 million and \$2.7 million included in "Accrued expenses and other current liabilities," respectively, and a non-current lease liability of \$7.2 million and \$8.0 million included in "Other long-term liabilities," respectively, related to the West 34th Street Sublease in the accompanying consolidated balance sheet. Rent expense for both the three months ended March 31, 2025 and 2024 was \$0.9 million. At March 31, 2025 and December 31, 2024, Vimeo had a current payable due to IAC of \$0.7 million and \$0.1 million included in "Accrued expenses and other current liabilities" in the accompanying consolidated balance sheet, respectively, and was subsequently paid in April 2025 and January 2025, respectively.

NOTE 11—RESTRUCTURING

During the quarters ended March 31, 2025 and March 31, 2024, the Company recognized restructuring costs related to certain departmental reorganizations totaling \$1.5 million, and a reduction-in-force totaling \$2.2 million, respectively. One-time termination benefits provided in either case included severance, continuation of health insurance coverage and other benefits for a specified period of time.

Restructuring costs have been recognized in the accompanying consolidated statement of operations as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Restructuring costs:		
Cost of revenue	\$ 44	\$ 88
Research and development expense	229	116
Sales and marketing expense	748	1,104
General and administrative expense	495	897
Total	<u>\$ 1,516</u>	<u>\$ 2,205</u>

At March 31, 2025, a payable of \$0.7 million related to reorganization activities in the first quarter of 2025 was included in "Accrued expenses and other current liabilities" in the accompanying consolidated balance sheet.

VIMEO, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)
(Unaudited)

NOTE 12—SEGMENT INFORMATION

Vimeo's Chief Executive Officer ("CEO") is the chief operating decision maker and allocates resources and assesses performance based upon consolidated "Net (loss) earnings" that is included in the accompanying consolidated statement of operations, primarily by monitoring actual results versus the Company's internal budget. Accordingly, the Company operates as a single operating segment. The measure of segment assets is reflected as "Total assets" in the accompanying consolidated balance sheet. Vimeo's revenue is derived primarily from fixed SaaS subscription fees paid by customers as discussed further in "[Note 2—Revenue](#)."

Revenue and significant expenses regularly provided to the CEO to arrive at Segment net (loss) earnings are as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Revenue	\$ 103,034	\$ 104,910
Less:		
Hosting	14,198	12,672
Compensation and other employee-related	53,357	50,598
Advertising	7,817	8,421
Other segment items ^{(a) (b)}	31,578	27,146
Segment net (loss) earnings	(3,916)	6,073
Adjusting items	—	—
Net (loss) earnings	\$ (3,916)	\$ 6,073

^(a) Other segment items primarily include stock-based compensation expense, credit card processing fees, software license and maintenance costs, and fees for professional services.

^(b) Other segment items also include "Depreciation ", "Amortization of intangibles", "Interest expense ", "Other income, net" (as detailed in [Note 8—Financial Statement Details](#)), and "Income tax provision", which are the same as the amounts in the accompanying consolidated statement of operations as the Company operates as a single operating segment.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations for Vimeo

GENERAL

Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A") should be read in conjunction with the Vimeo consolidated financial statements for the three months ended March 31, 2025 included in "[Item 1—Consolidated Financial Statements](#)."

Operating Metrics and Key Terms:

The Company has adjusted its operating metrics and key terms by disaggregating our revenue and associated metrics into different categories. We believe that this better reflects how the Company is managed and provides greater clarity into the Company's business for its stockholders. Please see below for a description of these operating metrics and key terms and the changes from our prior presentation.

	Three Months Ended March 31,		
	2025	2024	% Change
(In thousands, except ARPU)			
Self-Serve:			
Subscribers	1,189.3	1,341.6	(11)%
Average Subscribers	1,205.4	1,357.1	(11)%
ARPU	\$ 189	\$ 175	8 %
Bookings	\$ 61,113	\$ 57,671	6 %
Vimeo Enterprise:			
Subscribers	4.1	3.7	11 %
Average Subscribers	4.0	3.5	15 %
ARPU	\$ 24,624	\$ 21,203	16 %
Bookings	\$ 22,620	\$ 19,935	13 %
OTT:			
Subscribers	3.2	3.0	4 %
Average Subscribers	3.2	3.0	4 %
ARPU	\$ 15,696	\$ 17,331	(9)%
Bookings	\$ 9,066	\$ 9,593	(5)%

When the following terms appear in MD&A, they have the meanings indicated below:

- **Self-Serve** relates to our subscription plans sold directly online.
- **Vimeo Enterprise** relates to our video offering designed for teams and organizations, which includes the same capabilities of Self-Serve plus enterprise-grade features such as advanced security, custom user permissions, single-sign on for employees, interactive video tools, and marketing software integrations. Vimeo Enterprise is sold through our sales force and is often an upgrade from Vimeo's Self-Serve as the number of users or use cases in an organization grows.
- **OTT** relates to our over-the-top ("OTT") video monetization solution that allows customers to launch and run their own video streaming channel directly to their audience through a branded web portal, mobile apps, and Internet-enabled TV apps. Revenue and operating metrics derived from OTT had previously been included in Other.

- **Add-Ons** relates to add-on services tied to our online subscriptions such as bandwidth charges, which are sold through our sales force to subscribers of one of our plans if they exceed a certain threshold of bandwidth. Revenue derived from Add-Ons had previously been included in Self-Serve & Add-Ons.
- **Other** primarily includes Magisto and Livestream.
- **Subscribers** is the number of users who have an active subscription to one of Vimeo's paid plans measured at the end of the relevant period. Vimeo counts each customer with a subscription plan as a subscriber regardless of the number of users. In the case of customers who maintain subscriptions across Self-Serve, Vimeo Enterprise, and OTT, Vimeo counts one subscriber for each of the components in which they maintain one or more subscriptions. Vimeo does not count users or team members who have access to a subscriber's account as additional subscribers.
- **Average Subscribers** is the sum of the number of Subscribers at the beginning and at the end of the relevant measurement period divided by two.
- **Average Revenue per User ("ARPU")** is the annualized revenue for the relevant period divided by Average Subscribers. For periods that are less than a full year, annualized revenue is calculated by dividing the revenue for that particular period by the number of calendar days in the period and multiplying this value by the number of calendar days in that year.
- **Bookings** consist of fixed fees for software-as-a-service ("SaaS") services, measured at the end of the relevant period, that subscribers have committed to pay during their subscription period, which is generally 12 months, less refunds and chargebacks during the same period.
- **Gross Margin** is revenue less cost of revenue, divided by revenue.
- **Cost of Revenue** consists primarily of hosting fees, credit card processing fees, compensation expense and other employee-related costs, and stock-based compensation expense for personnel engaged in customer care functions, traffic acquisition costs, which includes in-app purchase fees, and outsourced customer care personnel costs.
- **Research and Development Expense** consists primarily of compensation expense and other employee-related costs and stock-based compensation expense that are not capitalized for personnel engaged in the design, development, testing and enhancement of product offerings and related technology, software license and maintenance costs, rent expense and facilities costs.
- **Sales and Marketing Expense** consists primarily of compensation expense and other employee-related costs and stock-based compensation expense for Vimeo's sales force and marketing personnel, advertising expenditures, which include online marketing, including fees paid to search engines, social media sites, e-mail campaigns, display advertising, video advertising and affiliate marketing, and offline marketing, which includes conferences and events, software license and maintenance costs, rent expense and facilities costs.
- **General and Administrative Expense** consists primarily of compensation expense and other employee-related costs and stock-based compensation expense for personnel engaged in executive management, finance, legal, tax, information technology and human resources, provision for credit losses, fees for professional services, rent expense, facilities costs, software license and maintenance costs, and business insurance.
- **Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA")** is a non-GAAP financial measure. See "[Principles of Financial Reporting](#)" for the definition of Adjusted EBITDA and a reconciliation of net (loss) earnings to Adjusted EBITDA, for the three months ended March 31, 2025 and 2024.

MANAGEMENT OVERVIEW

Vimeo is the world's most innovative video experience platform, providing a full breadth of video tools through a SaaS model. Our core focus is transforming how people create and share videos by providing cutting-edge products and a platform that bridges technology with creative innovation. We provide a turnkey cloud-based solution that eliminates barriers to using video and solves essential video needs, including video hosting and management, intuitive video creation and editing, insightful analytics, artificial intelligence language translations, and enterprise tools.

Sources of Revenue

Vimeo's revenue is derived primarily from fixed SaaS subscription fees paid by customers. Revenue is recognized on a straight-line basis over the contractual term of the arrangement beginning on the date that the service is made available to the customer. Subscription periods generally range from one month to three years with the most common being an annual subscription and are generally non-cancellable.

Distribution, Marketing and Advertiser Relationships

Vimeo pays to market and distribute its services on third-party search engines and social media websites, and through e-mail campaigns, display advertising, video advertising and affiliate marketing, and offline marketing, which includes conferences and events. Vimeo also pays traffic acquisition costs, which consist of fees paid to Apple and Google related to the distribution and the facilitation of in-app purchases of product features. These distribution channels might also offer other third parties services and products, which may compete with those Vimeo offers.

Vimeo also markets and offers its services and products through branded websites, allowing customers to transact directly with it in a convenient manner.

Results of Operations for the three months ended March 31, 2025 compared to the three months ended March 31, 2024

Results of operations for the periods presented as a percentage of our revenue are as follows:

	Three Months Ended March 31,	
	2025	2024
	(as a % of revenue)	
Revenue	100 %	100 %
Cost of revenue (exclusive of depreciation shown separately below)	23	22
Gross profit	77	78
Operating expenses:		
Research and development expense	30	27
Sales and marketing expense	32	31
General and administrative expense	20	17
Depreciation	—	—
Amortization of intangibles	—	—
Total operating expenses	83	75
Operating (loss) income	(6)	2
Interest expense	—	—
Other income, net	3	4
(Loss) earnings before income taxes	(3)	6
Income tax provision	—	—
Net (loss) earnings	(4)%	6 %

Revenue

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Self-Serve	\$ 56,112	\$ 59,107	\$ (2,995)	(5)%
Vimeo Enterprise	24,424	18,467	5,957	32
OTT	12,243	13,059	(816)	(6)
Add-Ons	8,582	10,804	(2,222)	(21)
Other	1,673	3,473	(1,800)	(52)
Total revenue	<u>\$ 103,034</u>	<u>\$ 104,910</u>	<u>\$ (1,876)</u>	(2)%

Revenue decreased \$1.9 million, or 2%, due primarily to the following:

- Self-Serve decreased \$3.0 million, or 5%, due primarily to a decrease of 11% in Average Subscribers, partially offset by an increase of 8% in ARPU.
- Add-Ons decreased \$2.2 million, or 21%, due primarily to a decline in demand for bandwidth.
- Other decreased \$1.8 million, or 52%, due primarily to the Company actively depreciating a number of products in this category.
- OTT decreased \$0.8 million, or 6%, due primarily to a decrease of 9% in ARPU, partially offset by an increase of 4% in Average Subscribers.
- Vimeo Enterprise increased \$6.0 million, or 32%, due primarily to increases of 15% and 16% in Average Subscribers and ARPU, respectively.

Cost of revenue (exclusive of depreciation shown separately below) and Gross profit

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Cost of revenue (exclusive of depreciation shown separately below)	\$ 24,054	\$ 23,443	\$ 611	3 %
Gross profit	\$ 78,980	\$ 81,467	\$ (2,487)	(3)%
Gross margin	77%	78%		

Cost of revenue increased \$0.6 million, or 3%, due primarily to an increase in hosting costs of \$1.5 million driven by increased unit pricing, partially offset by a decrease in credit card processing fees of \$0.8 million driven by lower fees related to OTT.

Gross profit decreased \$2.5 million, or 3%, due primarily to the decrease in revenue.

Operating Expenses

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Research and development expense	\$ 31,186	\$ 28,135	\$ 3,051	11 %
Sales and marketing expense	33,358	32,305	1,053	3
General and administrative expense	20,137	18,034	2,103	12
Depreciation	44	57	(13)	(23)
Amortization of intangibles	347	347	—	—
Total operating expenses	<u>\$ 85,072</u>	<u>\$ 78,878</u>	<u>\$ 6,194</u>	8 %

Research and development expense increased \$3.1 million, or 11%, due primarily to increased investment in products of \$3.4 million driven by an increase in compensation expense and other employee-related costs.

Sales and marketing expense increased \$1.1 million, or 3%, due primarily to an increase of \$0.9 million in compensation expense and other employee-related costs.

General and administrative expense increased \$2.1 million, or 12%, due primarily to an increase of \$2.0 million in stock-based compensation expense driven by executive turnover in 2024.

Operating (loss) income

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Operating (loss) income	\$ (6,092)	\$ 2,589	\$ (8,681)	NM

Operating (loss) income decreased \$8.7 million due to a decrease in gross profit of \$2.5 million and an increase in operating expenses of \$6.2 million. The decrease in gross profit was driven by decreases in revenue and gross margin (77% in 2025 compared to 78% in 2024). The increase in operating expenses was due primarily to increased investment in products of \$3.4 million and stock-based compensation expense of \$2.0 million. The Company is currently forecasting operating expenses to continue to increase in 2025 as we expect to continue to invest in our products.

Non-Operating Income and Expenses

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Interest income	\$ 3,028	\$ 3,671	\$ (643)	(17)%
Foreign exchange (losses) gains, net	(447)	145	(592)	NM
Other income, net	\$ 2,581	\$ 3,816	\$ (1,235)	(32)%

Other income, net decreased \$1.2 million, or 32% due to a decrease in Interest income, driven by lower Cash and cash equivalents balances, as well as larger foreign currency remeasurement losses.

Income tax provision

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Income tax provision	\$ (405)	\$ (332)	\$ (73)	22 %

Income tax provision increased \$0.1 million, or 22%, primarily as a result of higher foreign withholding taxes in the first quarter of 2025.

For further details of income tax matters, see "[Note 3—Income Taxes](#)" to the financial statements included in "[Item 1. Consolidated Financial Statements](#)."

Adjusted EBITDA

	Three Months Ended March 31,			
	2025	2024	Change	% Change
	(In thousands)			
Adjusted EBITDA	\$ 4,803	\$ 12,170	\$ (7,367)	(61)%
As a percentage of revenue	5%	12%		

Adjusted EBITDA decreased \$7.4 million to \$4.8 million, due to a decrease in gross profit and an increase in operating expenses driven by increased investment in products.

For a reconciliation of net (loss) earnings to Adjusted EBITDA, see "[Principles of Financial Reporting](#)."

PRINCIPLES OF FINANCIAL REPORTING

We have provided Adjusted EBITDA in this report to supplement our financial information presented in accordance with U.S. generally accepted accounting principles ("GAAP"). We use this non-GAAP financial measure internally in analyzing our financial results and believe that it is useful to investors as an additional tool to evaluate ongoing operating results and trends and in comparing our financial results with other companies in our industry, many of which present a similar non-GAAP financial measure. However, our presentation of this non-GAAP financial measure may differ from the presentation of similarly titled measures by other companies. Adjusted EBITDA is one of the metrics on which our internal budgets are based and also one of the metrics by which management is compensated. We believe that investors should have access to, and we are obligated to provide, the same set of tools that we use in analyzing our results. This non-GAAP financial measure should be considered in addition to results prepared in accordance with GAAP, but should not be considered a substitute for or superior to GAAP results. We endeavor to compensate for the limitations of the non-GAAP measure presented by providing the comparable GAAP measure with equal or greater prominence and descriptions of the reconciling items, including quantifying such items, to derive the non-GAAP measure. We encourage investors to examine the reconciling adjustments between the GAAP and corresponding non-GAAP measure, which we discuss below.

Definition of Non-GAAP Measure

Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA") is defined as operating (loss) income excluding: (1) stock-based compensation expense; (2) depreciation; (3) amortization of intangible assets; (4) gains and losses recognized on changes in the fair value of contingent consideration arrangements; and (5) restructuring costs associated with exit or disposal activities such as a reduction in force or reorganization. We believe this measure is useful for analysts and investors as this measure allows a more meaningful comparison between our performance and that of our competitors. The above items are excluded from our Adjusted EBITDA measure because these items are either non-cash or non-recurring in nature. Adjusted EBITDA has certain limitations because it excludes the impact of these expenses.

The reconciliation of net (loss) earnings to Adjusted EBITDA is as follows:

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Net (loss) earnings	\$ (3,916)	\$ 6,073
Add back:		
Income tax provision	405	332
Other income, net	(2,581)	(3,816)
Operating (loss) income	(6,092)	2,589
Add back:		
Stock-based compensation expense	8,988	6,972
Depreciation	44	57
Amortization of intangibles	347	347
Restructuring costs	1,516	2,205
Adjusted EBITDA	<u>\$ 4,803</u>	<u>\$ 12,170</u>

Items That Are Excluded From Non-GAAP Measure

Stock-based compensation expense consists of expense associated with the grants of Vimeo stock-based awards. These expenses are not paid in cash and we view the economic costs of stock-based awards to be the dilution to our share base. We also consider the dilutive impact of stock-based awards in GAAP diluted (loss) earnings per share, to the extent such impact is dilutive.

Depreciation is a non-cash expense relating to our leasehold improvements and equipment and is computed using the straight-line method to allocate the cost of depreciable assets to operations over their estimated useful lives, or, in the case of leasehold improvements, the lease term, if shorter.

Amortization of intangible assets are non-cash expenses related to capitalized internal-use software development costs or acquisitions. Amortization of capitalized internal-use software development costs is computed using the straight-line method to allocate the cost of such assets to operations over their estimated useful lives. At the time of an acquisition, the identifiable definite-lived intangible assets of the acquired company are valued and amortized over their estimated useful lives. We believe that acquired intangible assets represent costs incurred by the acquired company to build value prior to acquisition and the related amortization is not an ongoing cost of doing business.

Gains and losses recognized on changes in the fair value of contingent consideration arrangements are accounting adjustments to report contingent consideration liabilities at fair value. These adjustments can be highly variable and are excluded from our assessment of performance because they are considered non-operational in nature and, therefore, are not indicative of current or future performance or the ongoing cost of doing business.

Restructuring costs consist of costs associated with exit or disposal activities such as severance and other post-employment benefits paid in connection with a reduction-in-force or reorganization. We consider these costs to be non-recurring in nature and therefore, are not indicative of current or future performance or the ongoing cost of doing business.

VIMEO'S FINANCIAL POSITION, LIQUIDITY AND CAPITAL RESOURCES

Financial Position

	March 31, 2025	December 31, 2024
	(In thousands)	
Cash and cash equivalents:		
United States	\$ 268,074	\$ 304,216
All other countries	20,954	21,060
Total cash and cash equivalents	<u>\$ 289,028</u>	<u>\$ 325,276</u>

Vimeo's international cash can be repatriated without significant tax consequences.

Cash Flow Information

	Three Months Ended March 31,	
	2025	2024
	(In thousands)	
Net cash (used in) provided by		
Operating activities	\$ (2,095)	\$ 5,590
Investing activities	\$ (2,114)	\$ (160)
Financing activities	\$ (32,105)	\$ (2,193)

Net cash provided by operating activities consists of net (loss) earnings adjusted for non-cash items and the effect of changes in working capital.

2025

Net cash used in operating activities included net loss of \$3.9 million adjusted for non-cash items of \$11.1 million, partially offset by changes in working capital that used \$9.2 million. Changes in working capital primarily consisted of a decrease of \$14.4 million in accounts payable and other liabilities, partially offset by an increase of \$3.2 million in deferred revenue. The decrease in accounts payable and other liabilities was primarily driven by the payment of 2024 annual cash bonuses in 2025, partially offset by accruals for 2025 annual cash bonuses. The increase in deferred revenue was due primarily to an increase in Self-Serve bookings.

Net cash used in investing activities primarily included \$2.0 million of capitalized internal-use software development costs.

Net cash used in financing activities primarily included \$23.8 million of common stock repurchases and \$8.6 million of withholding taxes paid related to the settlement of equity awards.

2024

Net cash provided by operating activities included net earnings of \$6.1 million adjusted for non-cash items of \$8.4 million, partially offset by changes in working capital that used \$8.9 million. Changes in working capital primarily consisted of a decrease of \$10.4 million in accounts payable and other liabilities driven by the payment of 2023 annual cash bonuses in 2024, partially offset by accruals for 2024 annual cash bonuses.

Net cash used in investing activities included \$0.2 million of capital expenditures.

Net cash used in financing activities included \$2.2 million of withholding taxes paid related to the exercise of equity awards.

Liquidity and Capital Resources

Stock Repurchase Program and Activity

During the three months ended March 31, 2025, the Company repurchased 3.9 million shares of its common stock, on a trade date basis, at a weighted average cost of \$6.10 per share, for an aggregate purchase price of \$23.5 million and completed its authorized purchases pursuant to the program in the first quarter of 2025. On April 29, 2025, the Board authorized a new stock repurchase program of up to \$50 million of the Company's common stock (the "2025 Repurchase Program"). See "[Note 5—Shareholders' Equity](#)" for additional information related to the 2025 Repurchase Program.

Outstanding Stock-Based Awards

Stock-based awards are settled in shares of Vimeo common stock and may be settled on a gross or net basis based upon factors deemed relevant at the time. Currently, stock-based awards are generally settled on a net basis, such that individual award holders will receive shares of Vimeo common stock, net of a number of shares of Vimeo common stock equal to the required cash tax withholding payment, which will be paid by Vimeo on the employee's behalf.

Liquidity Assessment

At March 31, 2025, Vimeo had \$289.0 million in cash and cash equivalents and no debt. Vimeo believes its existing cash and cash equivalents and expected positive cash flows generated from operations will be sufficient to fund its normal operating requirements, capital expenditures, internal-use software development costs, withholding taxes related to net settled stock-based awards, and repurchases under the 2025 Repurchase Program for at least the next twelve months. Vimeo does not currently expect to incur significant capital expenditures.

Vimeo's liquidity could be negatively affected by a decrease in demand for our products and services, or the occurrence of unexpected expenses. Vimeo may need to raise additional capital through future debt or equity financings to make additional acquisitions and investments or to provide for greater financial flexibility. Additional financing may not be available on terms favorable to Vimeo or at all.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

There have been no material changes in our market risk as compared to the disclosures in Part II, Item 7A in our Annual Report on Form 10-K for the year ended December 31, 2024, filed with the SEC on February 19, 2025.

Item 4. *Controls and Procedures*

Evaluation of Disclosure Controls and Procedures

Vimeo monitors and evaluates on an ongoing basis its disclosure controls and procedures and internal control over financial reporting in order to improve their overall effectiveness. In the course of these evaluations, Vimeo modifies and refines its internal processes as conditions warrant.

As required by Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Vimeo's management, including its principal executive and principal financial officers, or persons performing similar functions, evaluated the effectiveness of Vimeo's disclosure controls and procedures as defined by Rule 13a-15(e) under the Exchange Act. Based on this evaluation, management has concluded that Vimeo's disclosure controls and procedures were effective as of the end of the period covered by this report.

Changes in Internal Control Over Financial Reporting

There were no changes to Vimeo's internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred during the quarter ended March 31, 2025 that have materially affected, or are reasonably likely to materially affect, Vimeo's internal control over financial reporting.

Limitations on the Effectiveness of Disclosure Controls and Procedures

In designing and evaluating the disclosure controls and procedures, Vimeo's management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements.

PART II

OTHER INFORMATION

Item 1. Legal Proceedings

The information set forth under "[Note 9—Contingencies](#)" in the accompanying notes to our consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q is incorporated herein by reference.

Item 1A. Risk Factors

In addition to the risk factors below and information set forth in this Form 10-Q, you should carefully consider the risks described under the heading "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended December 31, 2024, filed with the SEC on February 19, 2025. These risks are not exclusive and additional risks and uncertainties that we are unaware of, or that we currently believe are not material, also may become important factors that affect us.

Our business may be vulnerable to changes in political and economic conditions globally, including the effects of tariffs and other trade measures.

Our overall performance depends in part on global economic conditions. Global economic and business activities continue to face widespread macroeconomic uncertainties, including market volatility, changes in international economic and trade relations, supply chain disruptions, changes in the labor market, elevated interest rates and potential increases in inflation, foreign currency exchange rate fluctuations and recession risks, which may continue for an extended period. Additionally, the instability in the political environment in many parts of the world, including in the United States, and changes and uncertainty with respect to trade policies, actual or threatened tariffs, treaties, government regulations, executive orders, directives and enforcement priorities could have an adverse effect on the global economy and/or our business. Given the volatility and uncertainty regarding the scope and duration of tariffs and other aspects of U.S. and foreign government trade policies, the ultimate impact on our operations and financial results remains uncertain.

Adverse macroeconomic conditions may result in decreased or delayed business spending by our current and prospective customers and business partners, reduced demand for or usage of our products, lower renewal rates by our customers, longer or delayed sales cycles, including current and prospective customers delaying contract signing or contract renewals, reduced budgets or minimum commitments related to the products that we offer, or delays in customer payments or our ability to collect accounts receivable, all of which could negatively affect our revenue and business. Additionally, our customers may be affected by changes and uncertainty in the global political environment with respect to trade and other policies. For example, uncertainty regarding the impact of tariffs on certain countries by the U.S. administration, as well as potential or actual retaliatory measures taken by trade partners, have adversely affected trade relations, put increased pressure on supply chains, and led to increased market volatility, and such effects may continue. Any resulting harm to our customers' businesses could depress their usage levels and/or purchasing power and lead them to reduce their spending with us. Further, if customers fail to pay us as a result of adverse macroeconomic or geopolitical conditions or otherwise, we may be required to take steps to enforce the terms of our contracts and collect amounts due, which may not succeed. In an inflationary environment, we may be unable to raise the sales prices of our products and services at or above the rate at which our costs increase, which could have a material adverse effect on our financial results.

Macroeconomic and political conditions and uncertainties may exacerbate many of the other risks described in this "Risk Factors" section.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Unregistered Sales of Equity Securities

Vimeo has not issued or sold any shares of its common stock or any other equity securities pursuant to unregistered transactions during the quarter ended March 31, 2025.

Issuer Purchases of Equity Securities

The following table sets forth purchases by the Company of shares of Vimeo common stock during the quarter ended March 31, 2025:

Period	Total Number of Shares Purchased (in thousands)	Average Price Paid Per Share ⁽¹⁾	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (in thousands) ⁽²⁾	Approximate Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs ⁽³⁾ (in thousands)
January 1 to January 31, 2025	1,103	\$ 6.51	1,103	\$ 16,240
February 1 to February 28, 2025	1,731	\$ 6.12	1,731	\$ 5,682
March 1 to March 31, 2025	1,016	\$ 5.62	1,016	\$ —
Total	<u>3,850</u>	\$ 6.10	<u>3,850</u>	

⁽¹⁾ Average price paid per share includes direct costs associated with the repurchases.

⁽²⁾ Reflects repurchases of Vimeo common stock made pursuant to the Company's Stock Repurchase Program which was completed in March 2025. On April 29, 2025, the Board authorized a new stock repurchase program of up to \$50 million of the Company's common stock. See "[Note 5—Shareholders' Equity](#)" in the accompanying notes to our consolidated financial statements in Part I, Item 1 of this Quarterly Report on Form 10-Q for additional information.

⁽³⁾ Direct costs associated with the repurchases do not reduce the amount available under the Stock Repurchase Program.

Item 5. *Other Information*

During our fiscal quarter ended March 31, 2025, none of Vimeo's directors or officers (as defined in Rule 16a-1(f) under the Exchange Act) entered into, modified (as to amount, price or timing of trades) or terminated (i) contracts, instructions or written plans for the purchase or sale of our securities that are intended to satisfy the conditions specified in Rule 10b5-1(c) under the Exchange Act for an affirmative defense against liability for trading in securities on the basis of material nonpublic information or (ii) non-Rule 10b5-1 trading arrangements (as defined in Item 408(c) of Regulation S-K).

Item 6. Exhibits

The documents set forth below, numbered in accordance with Item 601 of Regulation S-K, are filed herewith, incorporated by reference to the location indicated or furnished herewith.

Exhibit Number	Description	Location
10.1#	Offer Letter, dated as of January 31, 2024, by and between Vimeo, Inc. and Jessica Tracy.	Filed herewith.
10.2#	Offer Letter, dated as of August 15, 2024, by and between Vimeo, Inc. and Bob Petrocelli	Filed herewith.
31.1	Certification of the Chief Executive Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act	Filed herewith.
31.2	Certification of the Chief Financial Officer pursuant to Rule 13a-14(a) or Rule 15d-14(a) of the Securities Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act	Filed herewith.
32.1*	Certification of the Chief Executive Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act	Furnished herewith.
32.2*	Certification of the Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act	Furnished herewith.
101.INS	Inline XBRL Instance	Filed herewith. The instance document does not appear in the interactive data file because its XBRL tags are embedded within the Inline XBRL document.
101.SCH	Inline XBRL Taxonomy Extension Schema	Filed herewith.
101.CAL	Inline XBRL Taxonomy Extension Calculation	Filed herewith.
101.DEF	Inline XBRL Taxonomy Extension Definition	Filed herewith.
101.LAB	Inline XBRL Taxonomy Extension Labels	Filed herewith.
101.PRE	Inline XBRL Taxonomy Extension Presentation	Filed herewith.
	104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)	Filed herewith.

Management contract or compensatory plan or arrangement

* The certifications furnished in Exhibits 32.1 and 32.2 hereto are deemed to accompany this Quarterly Report on Form 10-Q and will not be deemed "filed" for purposes of Section 18 of the Exchange Act, except to the extent that the registrant specifically incorporates them by reference.

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.

Dated: May 5, 2025

Vimeo, Inc.

By: /s/ Gillian Munson
Gillian Munson
Chief Financial Officer
(Principal Financial Officer)



Adam Gross
Interim Chief Executive Officer
January 31, 2024

By email

Jessica Tracy
New York, New York

Re: Your Promotion to General Counsel & Secretary

Dear Jessica,

This letter agreement ("Agreement") serves to confirm the terms and conditions of your continued employment as an executive at Vimeo, Inc. ("Vimeo", "Company" or "we").

POSITION: As of February 1, 2024 (the "Promotion Date"), you will be promoted to General Counsel & Secretary. You will report to the CEO. You will continue to work remotely in New York, New York and in the Company's New York headquarters as needed.

DUTIES: During your continued at-will employment, you will devote your full business time, attention, and energies to the performance of such duties as Company assigns to you commensurate with your position. You will be directly responsible to such person(s) as Company may designate from time to time, and it will be your responsibility to keep such person(s) timely informed of your progress with respect to your duties hereunder. You will be expected to work longer hours if required.

COMPENSATION: Your base salary for 2024, beginning on the Promotion Date, will be \$350,000 per year, payable bi-weekly (or, if different, in accordance with Company's payroll practice as in effect from time to time).

You will be eligible for a discretionary annual bonus. Your bonus target is 60% of your base salary. Any bonus is discretionary and will be determined by the Compensation and Human Capital Management Committee (the "Committee") of Company's Board of Directors based upon Company's performance overall and your own performance, as well as other factors determined by the Committee. Bonuses are paid in the first quarter of the year following the measurement year (e.g., 2024's bonus will be paid in Q1 2025).

In addition, for 2024 only, you shall be entitled to a supplemental bonus opportunity of \$105,000, or 50% of your target 2024 bonus, on such terms and conditions as approved by the Committee. Any such supplemental bonus amount shall be separate from your standard discretionary annual bonus, and shall be paid at the same time as the Company's standard bonus payout in the first quarter of 2025.

DEDUCTIONS: Company shall make such deductions and withhold such amounts from each payment and benefit made or provided to you hereunder, as may be required from time to time by applicable law, regulation, or order.

EQUITY: As soon as reasonably practicable after receipt of Committee approval, Company will grant you an award of restricted stock units equivalent to \$460,000, which shall vest in full twelve months after the grant date, subject to approval by the Committee. Once granted, the award will be governed exclusively by the terms and conditions of the award notice and the 2021 Stock and Annual Incentive Plan (the “Plan”) (and not this letter agreement).

SEVERANCE: If your employment is terminated by Company without Cause at any time or by you for Good Reason during your employment, you will receive severance equal to (A) at least six (6) months of your then-current salary, and (B) health benefits coverage for six (6) months COBRA coverage for the same period, *provided, however*, if you do not use all or part of such health benefits (e.g., in the event you find another position), you will not receive cash in lieu of such benefits. For the purposes of this paragraph, the terms “Cause” and “Good Reason” have the meanings set forth in the Plan (excluding any references to a change of control).

Company, at its option, may provide severance through salary continuance or through a lump sum amount or a combination of both. To be entitled to any severance hereunder, you must (a) execute Company’s standard severance agreement; and (b) if Company so requests, continue working for up to four (4) weeks after the notice by Company of your termination to ensure an orderly transition, provided that any additional service period shall not reduce the severance amount.

BENEFITS: You will be eligible for coverage under Company’s then-current healthcare and insurance plans and other benefits that are provided to full-time U.S. employees. All benefits are governed exclusively by the terms and conditions of their applicable plans or policies and are subject to change.

CODE OF CONDUCT: During your employment, you must comply with Vimeo’s Code of Conduct and other policies and procedures as they may exist from time to time.

CONFIDENTIALITY, INTELLECTUAL PROPERTY, AND NON-SOLICITATION

AGREEMENT: If you have not done so already, within 10 days your Promotion Date, you will execute Company’s current standard Employee Confidentiality, Intellectual Property, and Non-Solicitation Agreement (the “Confidentiality and IP Agreement”).

MISCELLANEOUS: This offer letter shall be governed by the law of the State of New York without regard to principles of conflicts of law. This offer letter supersedes all prior and contemporaneous understandings, negotiations, and representations, whether written or oral, relating to the terms of your employment.

AT WILL STATUS: You specifically understand and agree that your employment hereunder shall be at employment between Company and you.

BINDING ARBITRATION: You and Company agree that any dispute relating to or arising out of your employment relationship, excluding disputes arising from any breach of the Employee Confidentiality, Intellectual Property, and non-Solicitation Agreement or a claim by you of sexual assault or harassment, shall be fully and finally resolved by **MANDATORY, BINDING ARBITRATION** conducted by the American Arbitration Association in New York County, New York pursuant to its then-current Employment Dispute Resolution Rules.

Any lawsuit asserting a non-arbitrable claim or seeking to enforce this arbitration clause shall be

commenced in the state or federal courts located in King County, Washington. **To the extent permitted by law, you and Company waive the right to a trial by jury.**

* * *

Please acknowledge your acceptance of these terms by signing where indicated below. If you have any questions at all, please feel free to contact me directly.

Sincerely,

VIMEO, INC.

/s/ Adam Gross

By: Adam Gross
Interim CEO

AGREED AND ACCEPTED:

/s/ Jessica Tracy

Jessica Tracy

Date: January 31, 2024



By email

Bob Petrocelli
Providence, RI
August 15, 2024

Re: Offer of Employment

Dear Bob,

We are excited to offer you the position of Chief Product & Technology Officer at Vimeo, Inc. (“Vimeo”, the “Company” or “we”). This letter agreement (“Agreement”) serves to confirm the terms and conditions of your employment at Vimeo.

POSITION: Your title is Chief Product & Technology Officer. You will report to the Chief Executive Officer. You will be employed remotely in Providence, Rhode Island, however you will be expected to travel regularly to the Company’s headquarters in New York, NY and occasionally to Vimeo’s other offices as needed. Your travel expenses to New York or elsewhere on Company business will be reimbursed, and you and the Company will continue to discuss approach for your time spent in New York. Your start date shall be mutually agreed between you and the Company. You will receive information regarding your new hire orientation via email.

DUTIES: During your at-will employment, you will devote your full business time, attention, and energies to the performance of such duties as the Company assigns to you commensurate with your position. You will be directly responsible to such person(s) as the Company may designate from time to time, and it will be your responsibility to keep such person(s) timely informed of your progress with respect to your duties hereunder. You will be expected to work longer hours if required.

COMPENSATION: Your base salary will be \$500,000 per year, payable bi-weekly (or, if different, in accordance with the Company’s payroll practice as in effect from time to time).

You will be eligible for a discretionary annual bonus. Your bonus target is 60% of your base salary. Any bonus is discretionary and will be determined by the Compensation and Human Capital Management Committee (the “Committee”) of the Board of Directors (the “Board”) based upon the Company’s performance overall and your own performance, as well as other factors determined by the Committee. Bonuses are paid in the first quarter of the year following the measurement year (e.g., 2024’s bonus will be paid in Q1 2025), subject to your continuous employment through the payment date. Your first year’s bonus will be prorated based on the number of days you work for the Company pursuant to this Agreement in 2024.

DEDUCTIONS: The Company shall make such deductions and withhold such amounts from each payment and benefit made or provided to you hereunder, as may be required from time to time by applicable law, regulation, or order.

SEVERANCE: If your employment is terminated by the Company without Cause at any time or by you for Good Reason during your employment, you will receive severance equal to (A) at least six (6) months of your then-current salary, and (B) health benefits coverage for six (6) months coverage provided through COBRA, *provided, however*, if you do not use all or part of such health benefits (e.g., in the



event you find another position), you will not receive cash in lieu of such benefits. For the purposes of this paragraph, the terms “Cause” and “Good Reason” have the meanings set forth in the Plan (excluding any references to a change of control).

The Company, at its option, may provide severance through salary continuance or through a lump sum amount or a combination of both, provided that any amounts that are not exempt from Section 40A of the Internal Revenue Code, as amended (the “Code”) will be paid in a lump sum within sixty (60) days following your termination of employment. To be entitled to any severance hereunder, you must (a) execute the Company’s standard severance agreement; and (b) if the Company so requests, continue working for up to four (4) weeks after the notice by the Company of your termination to ensure an orderly transition, *provided* that any additional service period shall not reduce the severance amount.

EQUITY: Subject to approval by the Committee, following your start date, you will be awarded 800,000 Vimeo restricted stock units (“RSUs”). The RSUs will vest over a thirty (30) month period, in equal installments, every six months following the vesting start date. Your RSU award will be set forth in an award notice. Once granted, the RSU award will be governed exclusively by the award notice and the Vimeo, Inc. 2021 Stock and Annual Incentive Plan, as amended and restated (the “Plan”), and not this offer letter. Except as set forth in your award notice or the Plan, to be entitled to each tranche of your award, you must have been continuously employed by the Company (or one of its subsidiaries) through its respective vesting date. Additionally, you will be eligible to receive a one-time supplemental cash bonus of \$400,000 which will be paid in equal installments of \$66,666.66 every three (3) months following your date of hire until the total of \$400,000 has been paid (the “Supplemental Cash Bonus”). Each Supplemental Cash Bonus installment payment will be paid out within 30 days of the three-month anniversary date. You must be continuously employed by the Company (or one of its subsidiaries) through each respective payment date to earn this Supplemental Cash Bonus.

BENEFITS: You will be eligible for coverage under the Company’s then-current healthcare and insurance plans and other benefits that are provided to full-time U.S. employees beginning on your start date. You will automatically be enrolled in the 401(k) Retirement Plan approximately 45 days following your start date at a 10% pre-tax deferral rate unless you make an election or opt out of the plan beforehand. You may change the paycheck deduction rate at any time on a prospective basis. All benefits are governed exclusively by the terms and conditions of their applicable plans or policies and are subject to change.

For a full description of the benefits that we offer, including our paid time off policies, please see the Benefits and Perks overview (provided separately). All benefits are governed exclusively by the terms and conditions of their applicable plans or policies.

CODE OF CONDUCT: During your employment, you must comply with the Company’s Code of Conduct¹ and other policies and procedures as they may exist from time to time.

RESTRICTIVE COVENANTS: You will comply with the restrictive covenants set forth in Schedule A hereto.

CONFIDENTIALITY, INTELLECTUAL PROPERTY, AND NON-SOLICITATION AGREEMENT: You will execute the Company’s standard Employee Confidentiality, Intellectual Property, and Non-Solicitation Agreement upon or before commencing employment.

¹ Available at <https://investors.vimeo.com/static-files/51fd1f5a-9ffc-402a-bedb-cf35308c0af3>.



LEGAL COMPLIANCE: You represent and warrant that you are able to work for the Company and will not be breaching any law by doing so.

MISCELLANEOUS: This offer letter shall be governed by the law of the State of New York without regard to principles of conflicts of law. This offer letter supersedes all prior and contemporaneous understandings, negotiations, and representations, whether written or oral, relating to the terms of your employment.

SECTION 409A: The parties intend for the payments and benefits under this Agreement to be exempt from Section 409A of the Code or, if not so exempt, to be paid or provided in a manner which complies with the requirements of such section, and intend that this Agreement shall be construed and administered in accordance with such intention. Each amount to be paid or benefit to be provided under this Agreement shall be construed as a separate and identified payment for purposes of Section 409A of the Code. Notwithstanding anything contained herein to the contrary, you will not be considered to have terminated employment with the Company or its affiliates for purposes of any payments under this Agreement which are subject to Section 409A of the Code until you would be considered to have incurred a “separation from service” from the Company or its affiliates within the meaning of Section 409A of the Code. Without limiting the foregoing and notwithstanding anything contained herein to the contrary, to the extent required in order to avoid accelerated taxation and/or tax penalties under Section 409A of the Code, amounts that would otherwise be payable and benefits that would otherwise be provided pursuant to this Agreement or any other arrangement between you and the Company and its affiliates during the six-month period immediately following your separation from service shall instead be paid on the first business day after the date that is six months following your separation from service (or, if earlier, your date of death).

AT WILL STATUS: You specifically understand and agree that your employment hereunder shall be at all times on an “at will” basis, and nothing contained herein shall be construed as establishing a contract of employment between the Company and you.

BINDING ARBITRATION: You and the Company agree that any dispute relating to or arising out of your employment relationship, excluding disputes arising from any breach of the Employee Confidentiality, Intellectual Property, and non-Solicitation Agreement or a claim by you of sexual assault or harassment, shall be fully and finally resolved by **MANDATORY, BINDING ARBITRATION** conducted by the American Arbitration Association in New York County, New York pursuant to its then-current Employment Dispute Resolution Rules.²

Any lawsuit asserting a non-arbitrable claim or seeking to enforce this arbitration clause shall be commenced in the state or federal courts located in New York, New York. **To the extent permitted by law, you and the Company waive the right to a trial by jury.**

* * *

² Available at https://www.adr.org/sites/default/files/EmploymentRules_Web_2.pdf.



Please acknowledge your acceptance of these terms by signing where indicated below. If you have any questions at all, please feel free to contact me directly.

Bob, we look forward to working with you and we are confident that your career with us will be rewarding.

Sincerely,

VIMEO, INC.

/s/ Philip Moyer
By: Philip Moyer
Chief Executive Officer

AGREED AND ACCEPTED:

/s/ Robert Petrocelli
Robert Petrocelli
Date: August 15, 2024



Schedule A
Restrictive Covenant

In consideration of the compensation and benefits promised by the Company in the foregoing letter agreement, you, Bob Petrocelli (“you”), agree to the covenants set forth below.

- I. ACKNOWLEDGEMENT. By virtue of your role as Chief Product & Technology Officer, you have access to and will continue to have access to and possess trade secrets and other non-public information about the Company and its operations (“Confidential Information”) including but not limited to:
- the Company’s business strategy and plans
 - the Company’s finances and financial projections
 - the Company’s product roadmap
 - the Company’s M&A strategy
 - Company employees
 - Customers and business partners of the Company

You recognize that such Confidential Information is of substantial value to the Company in developing its businesses and in securing and retaining customers.

- II. RESTRICTED PERIOD. The “Restricted Period” means the period of your employment at the Company plus a period of twelve (12) months thereafter. You agree that this period is fair and reasonable given the nature of your role, and the amount and nature of the Confidential Information that you will have access to.
- III. TERRITORY. The covenants herein apply worldwide. Because the Company operates a global business and because its competitors operate globally, you agree that this territory is fair and reasonable.
- IV. NON-SOLICITATION OF EMPLOYEES. You agree that, during the Restricted Period, you will not, without the Company’s prior written consent, hire or directly or indirectly solicit or recruit any employee of the Company (or a subsidiary thereof) for the purpose of being employed by you or by any individual or entity on whose behalf you are acting as an agent, representative or employee and that you will not convey any such Confidential Information about employees of the Company (or a subsidiary thereof) to any other person except within the scope of your duties hereunder.
- V. NON-SOLICITATION OF CUSTOMERS AND BUSINESS PARTNERS. During the Restricted Period, you shall not, without the prior written consent of the Company, persuade or encourage any customers or business partners of the Company (or a subsidiary thereof) to (a) cease doing business with the Company (or a subsidiary thereof); or (b) to enter into any transaction with you or your new employer or affiliates.
- VI. GENERAL TERMS.
- A. ENTIRE AGREEMENT. The offer letter and this Schedule shall be read together as a whole agreement (collectively, the “Agreement”). This Agreement constitutes the entire agreement between the parties and, except as otherwise explicitly set forth in this Agreement, it supersedes any and all prior agreements and understandings (whether



written or oral) between the parties with respect to the subject matter of this Agreement. To the extent that the Employee Confidentiality and Intellectual Property Agreement contains any non-solicit provisions, the non-solicit provisions set forth in this Restrictive Covenant Agreement shall control.

- B. **SURVIVAL.** The restrictive covenants contained herein shall survive the termination or expiration of your employment for the periods set forth herein.
- C. **SEVERABILITY.** In the event that a court of competent jurisdiction determines that any provision of this Schedule is unreasonable or otherwise in violation of any law or public policy, only the portions of the Schedule that violate such law or public policy shall be stricken. All portions of this Schedule that do not violate any statute or public policy shall continue in full force and effect. Further, any court order striking any portion of this Schedule shall modify the stricken terms as narrowly as possible to give as much effect as possible to the intentions of the parties.
- D. **WAIVER; MODIFICATION.** Failure to insist upon strict compliance with any of the terms, covenants, or conditions hereof shall not be deemed a waiver of such term, covenant, or condition, nor shall any waiver or relinquishment of, or failure to insist upon strict compliance with, any right or power hereunder at any one or more times be deemed a waiver or relinquishment of such right or power at any other time or times. This Schedule shall not be modified in any respect except by a writing executed by each party hereto.

**Management Certification Pursuant to
Section 302 of the Sarbanes-Oxley Act of 2002**

I, Philip Moyer, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the fiscal period ended March 31, 2025 of Vimeo, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: May 5, 2025

/s/ Philip Moyer

Philip Moyer
Chief Executive Officer
(Principal Executive Officer)

**Management Certification Pursuant to
Section 302 of the Sarbanes-Oxley Act of 2002**

I, Gillian Munson, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the fiscal period ended March 31, 2025 of Vimeo, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Dated: May 5, 2025

/s/ Gillian Munson

Gillian Munson
Chief Financial Officer
(Principal Financial Officer)

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report on Form 10-Q of Vimeo, Inc. (the “Company”) for the period ended March 31, 2025 as filed with the Securities and Exchange Commission on the date hereof (the “Report”), Philip Moyer, as Chief Executive Officer of the Company, hereby certifies, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that, to the best of his knowledge:

1. the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 5, 2025

/s/ Philip Moyer

Philip Moyer
Chief Executive Officer
(Principal Executive Officer)

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report on Form 10-Q of Vimeo, Inc. (the “Company”) for the period ended March 31, 2025 as filed with the Securities and Exchange Commission on the date hereof (the “Report”), Gillian Munson, as Chief Financial Officer of the Company, hereby certifies, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that, to the best of her knowledge:

1. the Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 5, 2025

/s/ Gillian Munson

Gillian Munson
Chief Financial Officer
(Principal Financial Officer)