CEB

WHAT THE BEST COMPANIES DO

MAY 2014

Investor Presentation

“SAFE HARBOR” DISCLAIMER

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Statements using words such as “estimates,” “expects,” “anticipates,” “projects,” “plans,” “intends,” “believes,” “forecasts,” and variations of such words or similar expressions are intended to identify forward-looking statements. In addition, all statements other than statements of historical fact are statements that could be deemed forward-looking statements, including but not limited to our 2014 annual guidance. You are hereby cautioned that these statements are based upon our expectations at the time we make them and may be affected by important factors including, among others, the factors set forth below and in our filings with the US Securities and Exchange Commission (“SEC”), and consequently, actual operations and results may differ materially from the results discussed in the forward-looking statements. Our expectations, beliefs and projections are expressed in good faith and we believe there is a reasonable basis for them. Factors that could cause actual results to differ materially from those indicated by forward-looking statements include, among others, our dependence on renewals of our membership-based services, the sale of additional programs to existing members and our ability to attract new members, our potential failure to adapt to changing member needs and demands, our potential failure to develop and sell, or expand sales markets for our SHL Talent Measurement tools and services, our potential inability to attract and retain a significant number of highly skilled employees or successfully manage succession planning issues, fluctuations in operating results, our potential inability to protect our intellectual property rights, our potential inability to adequately maintain and protect our information technology infrastructure and our member and client data, potential confusion about our rebranding, including our integration of the SHL brand, our potential exposure to loss of revenue resulting from our unconditional service guarantee, exposure to litigation related to our content, various factors that could affect our estimated income tax rate or our ability to use our existing deferred tax assets, changes in estimates, assumptions or revenue recognition policies used to prepare our consolidated financial statements, including those related to testing for potential goodwill impairment, our potential inability to make, integrate and maintain acquisitions and investments, the amount and timing of the benefits expected from acquisitions and investments the risk that we will be required to recognize additional impairments to the carrying value of the significant goodwill and amortizable intangible asset amounts included in our balance sheet as a result of our acquisitions, which would require us to record charges that would reduce our reported results, our potential inability to effectively manage the risks associated with the indebtedness we incurred and the senior secured credit facilities we entered into in connection with our acquisition of SHL or any additional indebtedness we may incur in the future, our potential inability to effectively manage the risks associated with our international operations, including the risk of foreign currency exchange fluctuations, our potential inability to effectively anticipate, plan for and respond to changing economic and financial markets conditions, especially in light of ongoing uncertainty in the worldwide economy, the US economy (including sequestration under the Budget Control Act of 2011), and possible volatility of our stock price. Various important factors that could cause our actual results to differ from our expected or historical results are discussed more fully in the “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Risk Factors” sections of our filings with the SEC, including, but not limited to, our 2013 Annual Report on Form 10-K filed on 3 March 2014. The forward-looking statements in this presentation are made as of 30 April 2014, and we undertake no obligation to update any forward-looking statements, whether as a result of new information, future events, or otherwise.

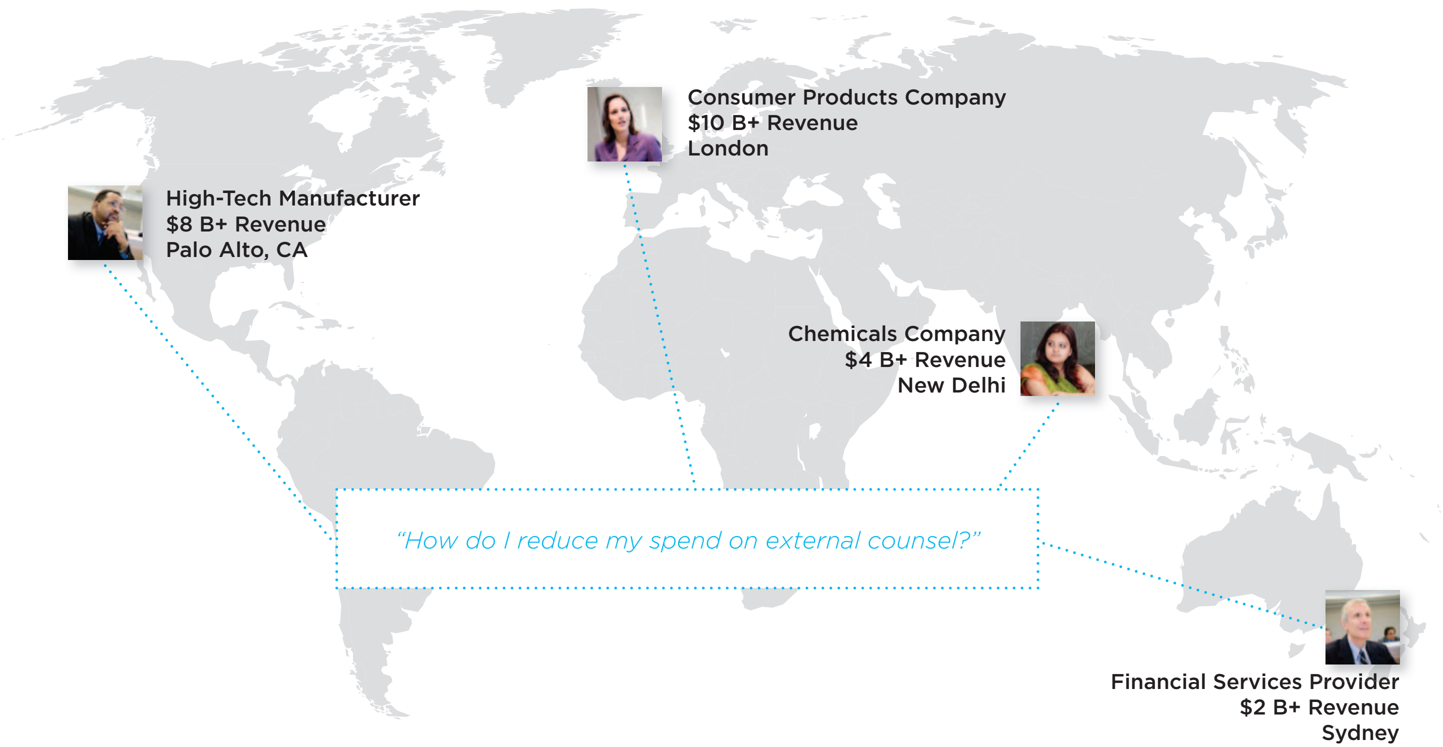
We unlock the potential of organizations and leaders by advancing the science and practice of management

COMPELLING INVESTMENT OPPORTUNITY

- High Value Content Drives Business Value
- Large Addressable Market Targets Areas of Client Need
- Predictable Growth Through Subscription Model and High Wallet Retention
- High Profitability and Low Capital Intensity Produce Strong Cash Flows and Financial Returns
- Strategy Enables Attractive Growth in the Years Ahead

OUR BIG IDEA: MANY DIFFERENT COMPANIES SHARE A RANGE OF COMMON PROBLEMS

Example of a Challenge on the Desks of General Counsel Across the Globe



Focusing on Common Executive Challenges Enables CEB to:

1. Develop **scalable** solutions targeted at common problems rather than one-off issues
2. Build **renewable** business around executive roles and workflows that endure—not topics or projects

We offer a compelling, cost-effective alternative to the expensive choices of full-time staff and other professional services

TARGETING ADVICE-DEPENDENT FUNCTIONS

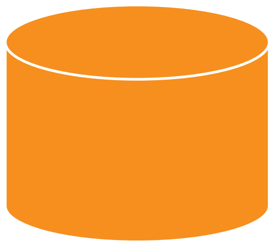
- Human Resources
- Finance, Strategy & Operations
- Legal & Compliance
- Sales & Marketing
- Information Technology

1. Every company has these functions
2. Functional challenges are common across industries
3. Functions employ high volumes of specialized talent
4. Functions are locus of recurring, high-dollar decisions
5. Functional processes and data more common through SaaS systems

CEB leverages several advantages in targeting functions instead of industries like most professional services firms

CONVERTING UNIQUELY VALUABLE RESEARCH INTO ACTIONABLE PRODUCTS

Unparalleled Expertise, Research, and Data



Unmatched depth and breadth of expertise:

- More than 1,500 researchers, advisors, and psychologists
- Covering more than 100 deep technical terrains—ranging from treasury management to information security to behavioral science
- Informed by frequent interaction with more than 17,000 senior executives at the world's leading companies

Deep, immediately applicable body of management insight

- 300,000 documented, tested and proven best demonstrated practices
- 1,500 predictive cognitive, personality and skill tests
- Several hundred training courses targeted to specific functional skills
- 200 new major research initiatives each year
- Major analytics frameworks supporting competency analysis and workforce measurement

Rich and growing data assets

- Over 100 functional cost and performance benchmarking data sets
- 100 million completed assessments, augmented by 30 million more each year (in more than 30 languages)

High-Impact, Renewable Revenue Streams

Best Practices and Decision Support

- Leadership Councils
- Market Insights

Tools and Solutions

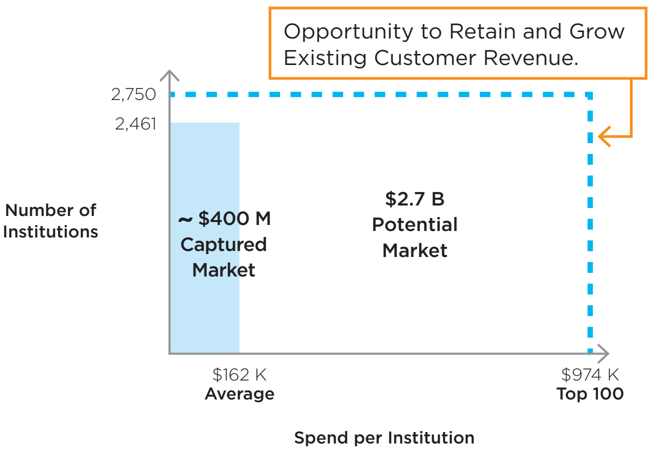
- Analysis & Planning

Talent Management Services

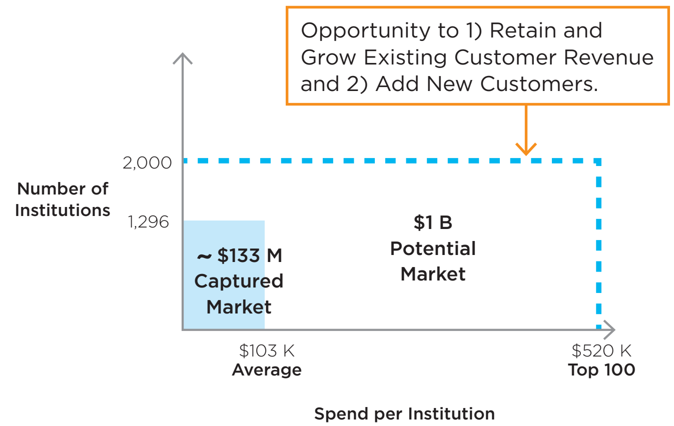
- SHL Talent Measurement™
- Learning & Development
- Workforce Surveys & Analytics

CEB SEGMENT HAS A LARGE ADDRESSABLE MARKET THAT TARGETS AREAS OF CLIENT NEED

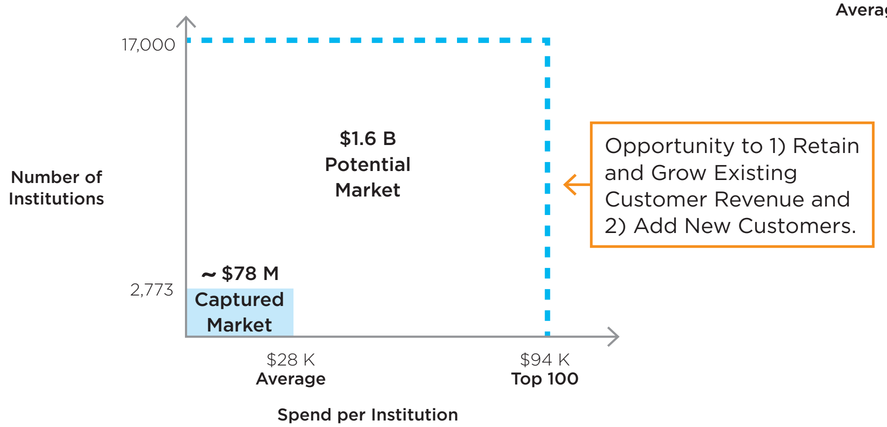
Large Corporate Market—North America[1]



Large Corporate Market—Rest of World[1]



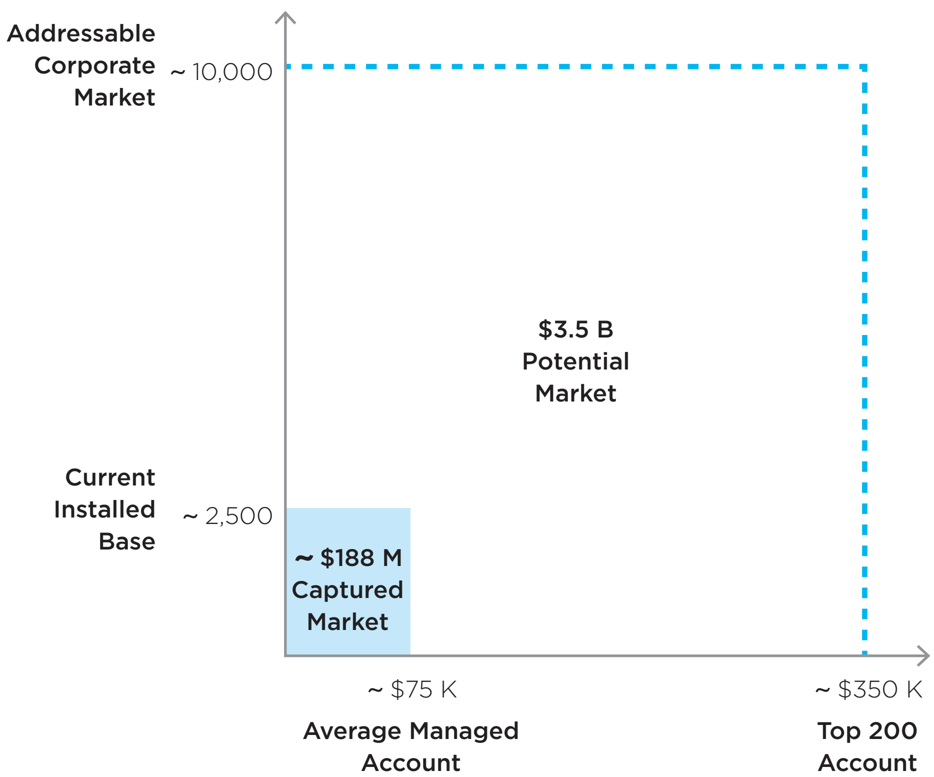
Middle Market[2]



- There is a significant amount of untapped potential for CEB's products and services in the Large Corporate market.
- Our increasing momentum in the Middle Market adds more than $1 billion in additional growth potential.

[1] Defined as companies with more than $1 billion in annual revenue.
[2] Defined as companies between $100 million and $1 billion in annual revenue.

SUBSTANTIAL IMMEDIATELY ADDRESSABLE OPPORTUNITY IN SHL TALENT MEASUREMENT SEGMENT



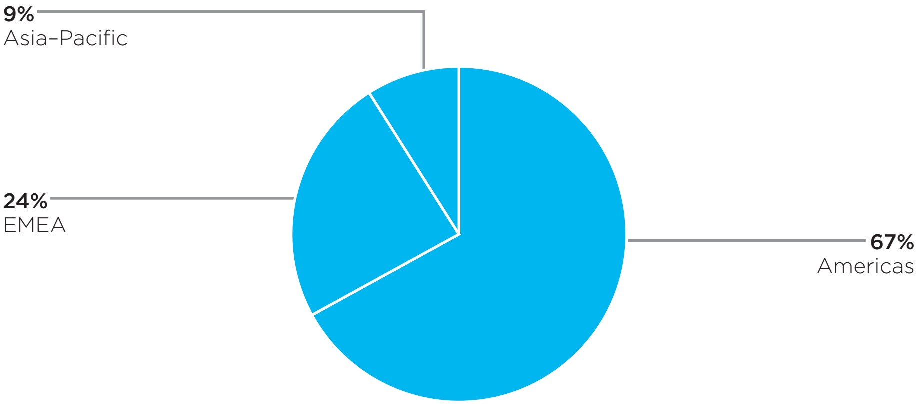
- Average large-cap company spends just under $1 million per year on internal and external resources to measure and assess talent.
- Other categories of talent management advice and analysis represent an $11.5 billion market, growing in the high-single digits.

Source: CEB; Kennedy Information; Parthenon Consulting.

CEB
WHAT THE BEST COMPANIES DO

GLOBAL REACH AND INSIGHT

2013 Adjusted Revenue of $830 Million



Foothold in Every Major Market

- Strong presence in US and Northern Europe
- Attractive position in key Asian markets
- Serve clients based in 111 countries in over 30 languages
- Disciplined investment in sales and service capacity in the most compelling markets

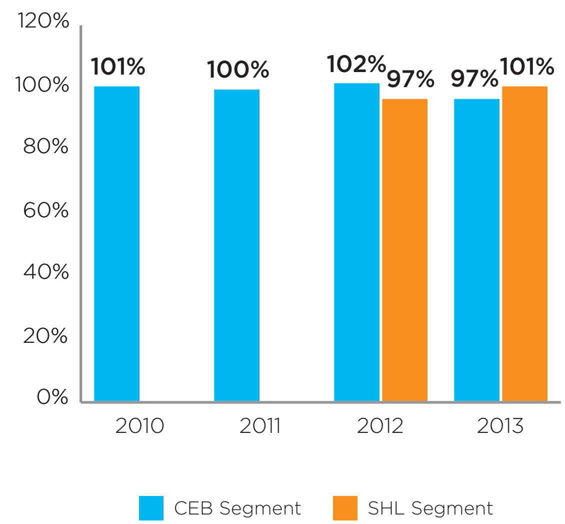
[1] Adjusted Revenue = Revenue excluding impact of Deferred Revenue Fair Value Adjustment.

HIGHLY VISIBLE, PREDICTABLE GROWTH

Recurring Revenue Streams

- ~90% CEB Segment Are from Membership Subscriptions
- ~70% SHL Segment Are Repeatable SaaS and Related Services, Including ~30% from Subscriptions

Solid Wallet Retention



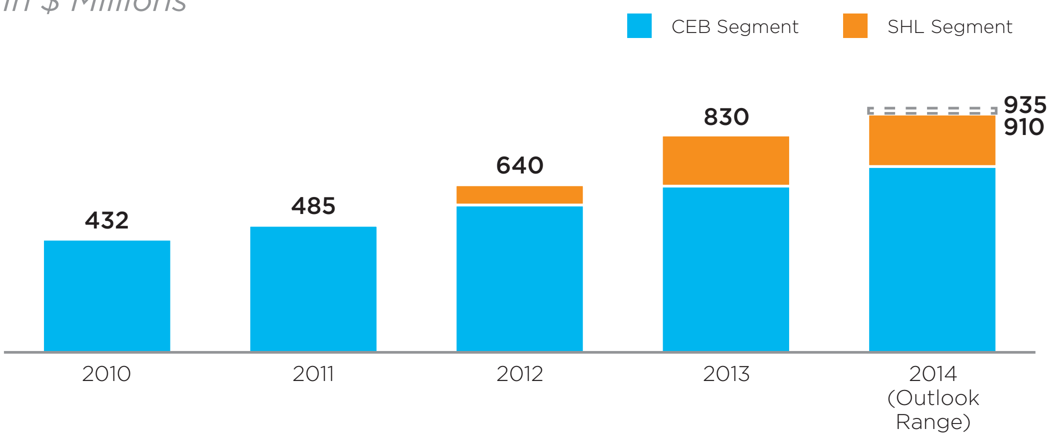
Blue Chip Customer Base

- 10,000+ Participating Organizations
- 300,000+ Business Professionals
- 97% Fortune 100
- 89% Fortune 500
- 85% FTSE 100
- 76% Dow Jones Asian Titans
- Top 50 clients account for less than 10% of combined revenue

CONSISTENT DOUBLE-DIGIT REVENUE GROWTH BUILT ON ORGANIC FOUNDATION, ENHANCED BY SHL ACQUISITION

Adjusted Revenue

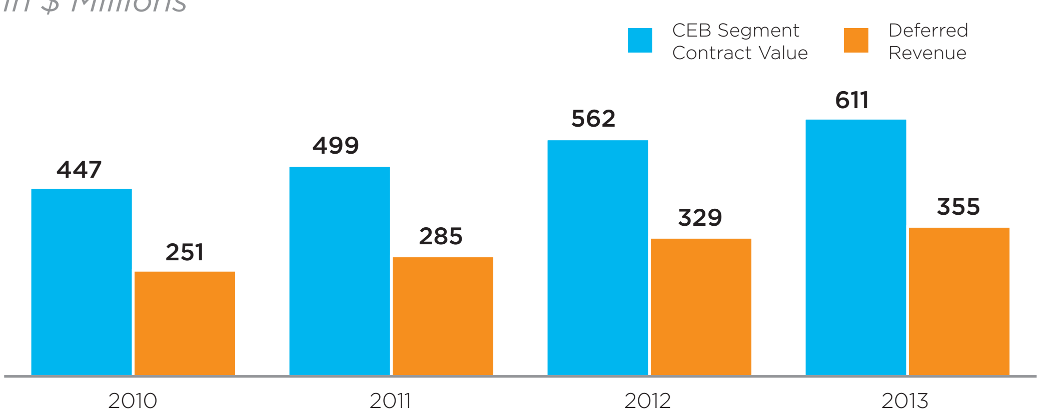
In $ Millions



- 2010–2014 Total CAGR of (approx.) 20%
- 2010–2013 CEB Segment CAGR = 13.6%

CEB Segment Contract Value and Deferred Revenue

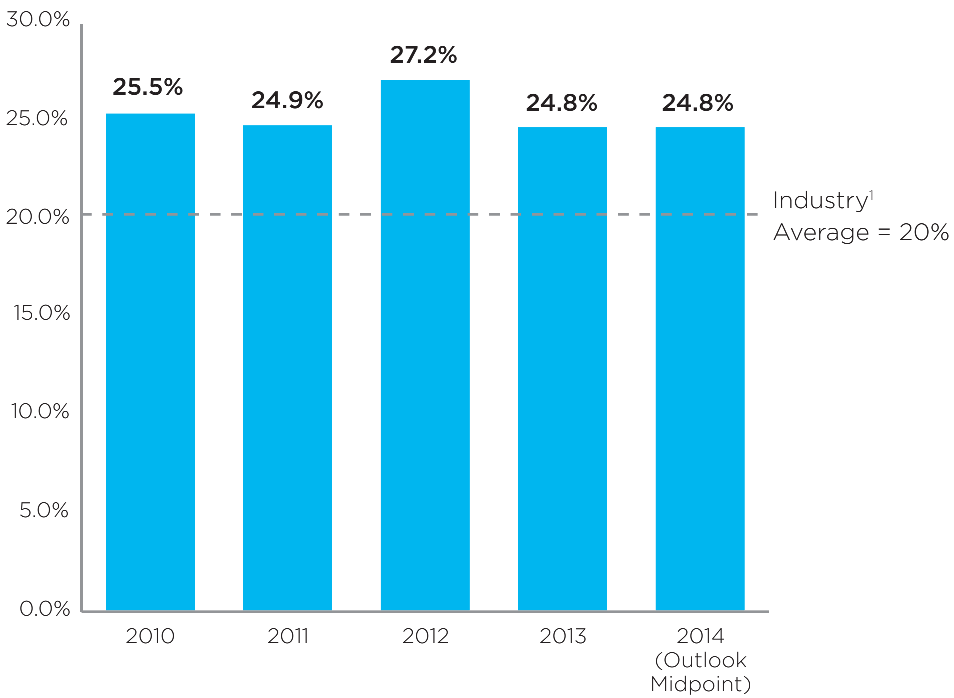
In $ Millions



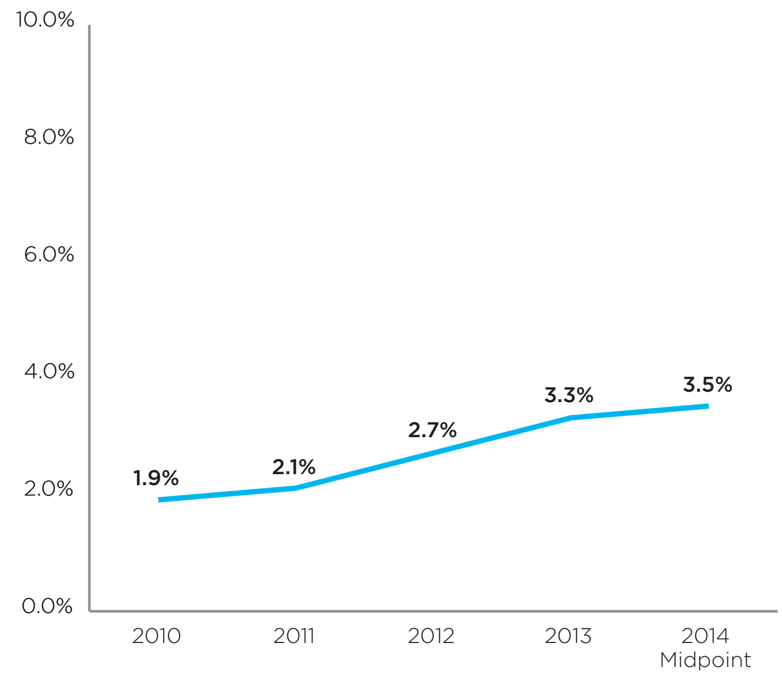
- Contract Value CAGR = 11.0%
- Deferred Revenue CAGR = 12.2%

ATTRACTIVE PROFITABILITY AND LOW CAPITAL INTENSITY

Adjusted EBITDA Margin



CapEx as Percent of Adjusted Revenue



Scalable business model provides resources to invest in continued growth

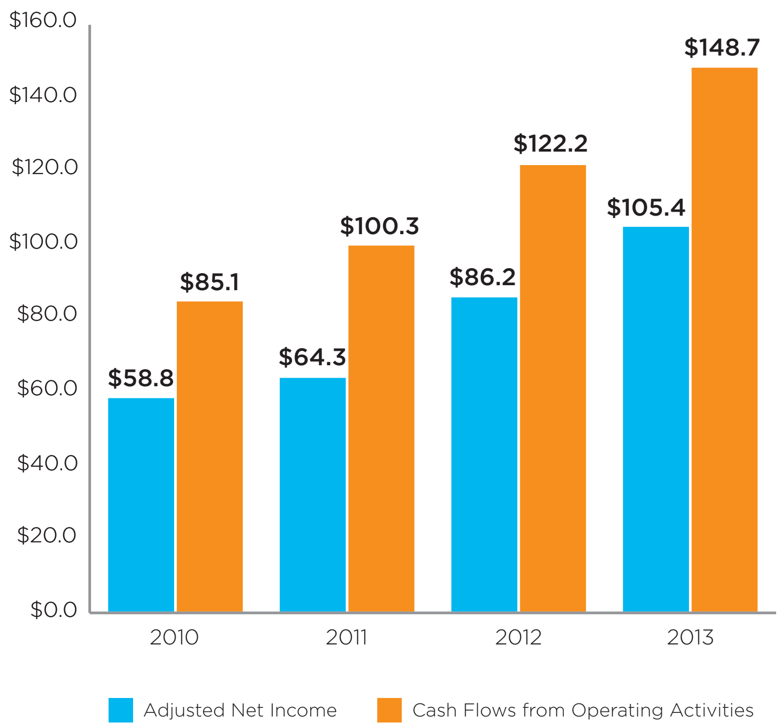
SHL acquisition modestly increased capital requirements

[1] Three year average for ABCO, FORR, FCN, IT, HCKT, HURN, IHS, TW, JW-A.

WHAT THE BEST COMPANIES DO

POSITIVE CASH FLOWS AND STRONG FINANCIAL RETURNS

In Millions



Four Year Averages

- Operating Cash Flow to Adjusted Net Income = 1.47x
- Operating Cash Flow Growth = 20%
- Return on Equity = 47%
- Adjusted Return on Equity[1] = 85%
- Dividend Payout Ratio = 58%

Solid Cash Conversion

Consistent Financial Outcomes

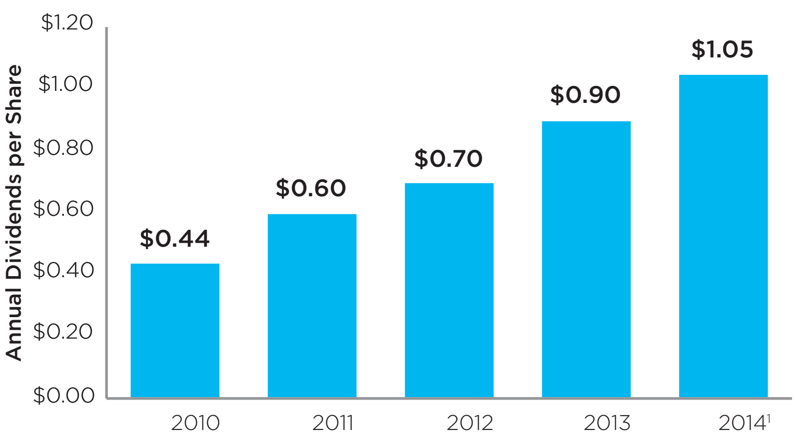
[1] Adjusted return on Equity = Adjusted net income divided by stockholder's equity.

CAPITAL ALLOCATION PRIORITIES

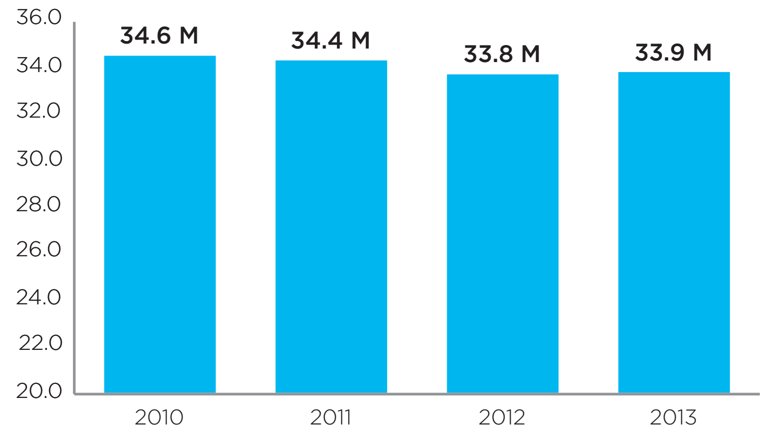
1 Financial Strength and Strategic Flexibility

- $119.6 M of cash at 31 December 2013
- $193 M undrawn revolver at 31 December 2013
- Net debt to Adjusted EBITDA at approximately 1.9x at YE 2013

2 Regular Dividend Increases



3 Constant Share Count



- $53 M of stock repurchases during 2011–2013
- $47 M share repurchase authorization remaining through 2014

Balanced and consistent approach to capital allocation

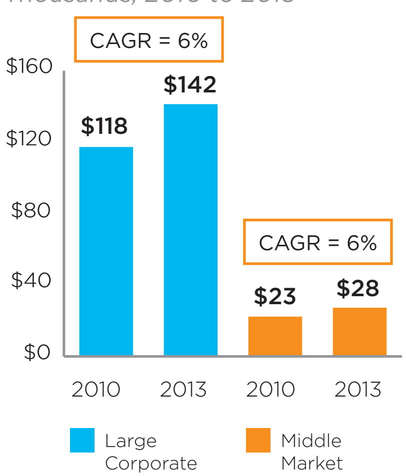
[1] Assumes dividends consistent with that approved by Board for Q1 2014.

STRATEGY FOR FUTURE GROWTH

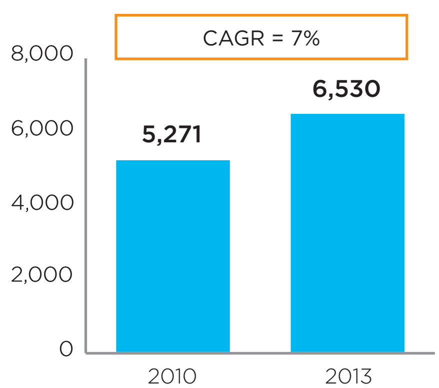
Retain and Grow Existing Customer Revenue	+	Acquire New Customer Logos	+	Introduce Exciting New Products	=	Long-Term Average Organic Growth of 8–13%

CEB Segment Contract Value Per Institution

Average Annual Contract Value in Thousands, 2010 to 2013



CEB Segment Institutions



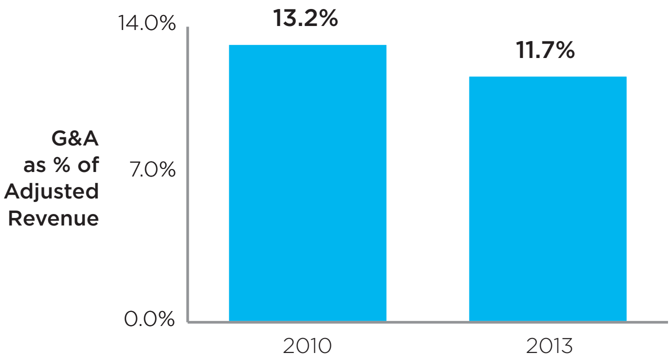
Examples

- Leadership Academies
- Challenger Selection & Assessment
- Challenger Messaging

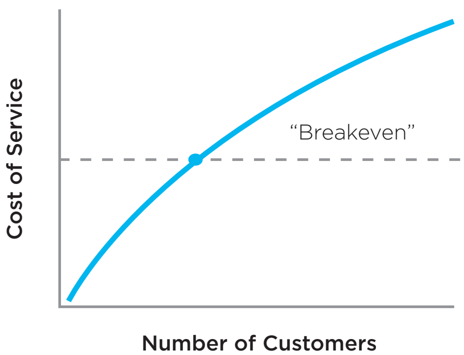
FIVE LEVERS TO EARNINGS GROWTH

- Visible opportunities to expand Adjusted EBITDA Margin

1 G&A Leverage



2 Existing Product Scaling



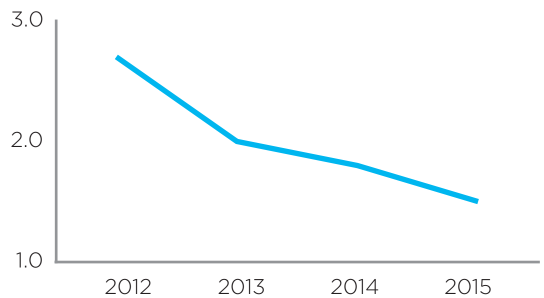
3 SHL Segment Normalization

- Grow into 2013 investment profile
- Leverage SaaS platform
- Drive greater volume of leads entering pipeline

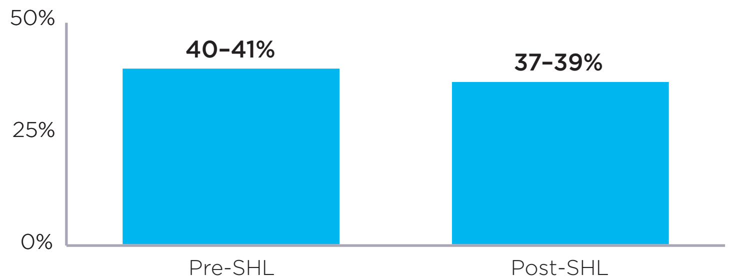
- Pathways to lower interest and taxes

4 Organic Deleveraging

Net Debt to Adjusted EBITDA



5 Tax Planning Opportunities



SUMMARY

- High Value Content Drives Business Value
- Large Addressable Market Targets Areas of Client Need
- Predictable Growth Through Subscription Model and High Wallet Retention
- High Profitability and Low Capital Intensity Produce Strong Cash Flows and Financial Returns
- Strategy Enables Attractive Growth in the Years Ahead

APPENDIX: NON-GAAP FINANCIAL MEASURES

This presentation and the accompanying tables, as well as earnings discussions, include a discussion of Adjusted revenue, Adjusted EBITDA, Adjusted EBITDA margin, Adjusted net income, and Non-GAAP diluted earnings per share, all of which are non-GAAP financial measures provided as a complement to the results provided in accordance with accounting principles generally accepted in the United States of America ("GAAP").

The term "Adjusted revenue" refers to revenue before the impact of the reduction of SHL and *KnowledgeAdvisors* revenue recognized in the post-acquisition period to reflect the adjustment of deferred revenue at the acquisition date to fair value (the "deferred revenue fair value adjustment").

The term "Adjusted EBITDA" refers to net income before loss from discontinued operations, net of provision for income taxes; interest expense, net; depreciation and amortization; provision for income taxes; the impact of the deferred revenue fair value adjustment; acquisition related costs; impairment loss; debt extinguishment costs; share-based compensation; costs associated with exit activities; restructuring costs; and gain on acquisition.

The term "Adjusted EBITDA margin" refers to Adjusted EBITDA as a percentage of Adjusted revenue.

The term "Adjusted net income" refers to net income before loss from discontinued operations, net of provision for income taxes and excludes the after tax effects of the impact of the deferred revenue fair value adjustment; acquisition related costs; share-based compensation; impairment loss; debt extinguishment costs; amortization of acquisition related intangibles; costs associated with exit activities; restructuring costs; and gain on acquisition.

"Non-GAAP diluted earnings per share" refers to diluted earnings per share before the per share effect of loss from discontinued operations, net of provision for income taxes and excludes the after tax per share effects of the impact of the deferred revenue fair value adjustment; acquisition related costs; share-based compensation; impairment loss; debt extinguishment costs; amortization of acquisition related intangibles; costs associated with exit activities; restructuring costs; and gain on acquisition.

We believe that these non-GAAP financial measures are relevant and useful supplemental information for evaluating our results of operations as compared from period to period and as compared to our competitors. We use these non-GAAP financial measures for internal budgeting and other managerial purposes, including comparison against our competitors, when publicly providing our business outlook, and as a measurement for potential acquisitions. These non-GAAP financial measures are not defined in the same manner by all companies and therefore may not be comparable to other similarly titled measures used by other companies.

Our non-GAAP financial measures reflect adjustments based on the following items, as well as the related income tax effects:

- Certain business combination accounting entries and expenses related to acquisitions: We have adjusted for the impact of the deferred revenue fair value adjustment, amortization of acquisition related intangibles, and acquisition related costs. We incurred transaction and certain other operating expenses in connection with our acquisitions, which we generally would not have otherwise incurred in the periods presented as a part of our continuing operations. We believe that excluding these acquisition related items from our non-GAAP financial measures provides useful supplemental information to our investors and is important in illustrating what our core operating results would have been had we not incurred these acquisition related items since the nature, size, and number of acquisitions can vary from period to period.
- Share-based compensation: Although share-based compensation is a key incentive offered to our employees, we evaluate our operating results excluding such expense. Accordingly, we exclude share-based compensation from our non-GAAP financial measures because we believe it provides valuable supplemental information that helps investors have a more complete understanding of our operating results. In addition, we believe the exclusion of this expense facilitates the ability of our investors to compare our operating results with those of other peer companies, many of which also exclude such expense in determining their non-GAAP measures, given varying valuation methodologies, subjective assumptions, and the variety and amount of award types that may be utilized.
- Impairment loss and debt extinguishment costs: We believe that excluding these items from our non-GAAP financial measures provides useful supplemental information to our investors and is important in illustrating what our core operating results would have been had we not incurred these items. We exclude these items because management does not believe they correlate to the ongoing operating results of the business.

With respect to our 2014 annual guidance, reconciliations of net income to Adjusted EBITDA, net income to Adjusted net income, and GAAP diluted earnings per share to Non-GAAP diluted earnings per share as projected for 2014 are not provided because we cannot, without unreasonable effort, determine the components of net income and GAAP diluted earnings per share to provide reconciliations with certainty at this time.

These non-GAAP measures may be considered in addition to results prepared in accordance with GAAP, but they should not be considered a substitute for, or superior to, GAAP results. We intend to continue to provide these non-GAAP financial measures as part of our future earnings discussions and, therefore, the inclusion of these non-GAAP financial measures will provide consistency in our financial reporting.

A reconciliation of these non-GAAP measures to the most directly comparable GAAP measure is included in the accompanying tables.

APPENDIX: UPDATING FULL YEAR GUIDANCE FOR *KNOWLEDGEADVISORS*

	2014 Outlook	Comment
Adjusted Revenue[1]	$910 to $935 M	*KnowledgeAdvisors* adds $15 M to $20 M
Revenue[2]	$904 to $929 M	
Adjusted EBITDA Margin[1]	24.5% to 25.0%	*KnowledgeAdvisors* likely to be in single digits for 2014 as it begins ramp to corporate average over next several years
Depreciation & Amortization	$70 to $72 M	
Capital Expenditures	$31 to $35 M	
Tax Rate	Estimated full-year rate of approximately 39%	
Non GAAP Diluted Earnings per Share[1]	$3.15 to $3.40	

[1] Non-GAAP measure. See Appendix.
[2] Deferred revenue fair value adjustment of approximately $6 M.

APPENDIX: CURRENT PERIOD VERSUS PRIOR PERIOD

In Thousands, Except per Share Data

	Three Months Ended 31 March 2014			Three Months Ended 31 March 2013		
	CEB	SHL	Total	CEB	SHL	Total
ADJUSTED REVENUE						
Revenue	$160,719	$48,718	$209,437	$148,139	$42,133	$190,272
Impact of the Deferred Revenue Fair Value Adjustment	300	984	1,284	-	4,509	4,509
Adjusted Revenue	**$161,019**	**$49,702**	**$210,721**	**$148,139**	**$46,642**	**$194,781**
ADJUSTED EBITDA						
Net Income (Loss)	$10,482	$(2,826)	$7,656	$14,770	$(3,562)	$11,208
Interest Expense, Net	4,674	134	4,808	6,349	-	6,349
Depreciation and Amortization	7,792	8,702	16,494	7,207	7,499	14,706
Provision for Income Taxes	7,137	(1,751)	5,386	7,054	(408)	6,646
Impact of the Deferred Revenue Fair Value Adjustment	300	984	1,284	-	4,509	4,509
Acquisition Related Costs	1,339	-	1,339	830	168	998
Share-Based Compensation	3,517	463	3,980	2,611	155	2,766
Adjusted EBITDA	**$35,241**	**$5,706**	**$40,947**	**$38,821**	**$8,361**	**$47,182**
Adjusted EBITDA Margin	**21.9%**	**11.5%**	**19.4%**	**26.2%**	**17.9%**	**24.2%**
ADJUSTED NET INCOME						
Net Income			$7,656			$11,208
Impact of the Deferred Revenue Fair Value Adjustment[1]			908			3,210
Acquisition Related Costs[1]			802			624
Share-Based Compensation[1]			2,458			1,690
Amortization of Acquisition Related Intangibles[1]			6,500			5,955
Adjusted Net Income			**$18,324**			**$22,687**
NON-GAAP DILUTED EARNINGS PER SHARE						
Diluted Earnings per Share			$0.22			$0.33
Impact of the Deferred Revenue Fair Value Adjustment[1]			0.03			0.10
Acquisition Related Costs[1]			0.03			0.01
Share-Based Compensation[1]			0.07			0.05
Amortization of Acquisition Related Intangibles[1]			0.19			0.18
Non-GAAP Diluted Earnings per Share			**$0.54**			**$0.67**

[1] Adjustments are net of the annual estimated income tax effect using statutory rates based on the relative amounts allocated to each jurisdiction. The following income tax rates were used: 29% in 2014 and 2013 for the deferred revenue fair value adjustment; 40% in 2014 and 37% in 2013 for acquisition related costs; 38% in 2014 and 39% in 2013 for share-based compensation; and 30% in 2014 and 32% in 2013 for amortization related intangibles.

WHAT THE BEST COMPANIES DO

APPENDIX: HISTORICAL FINANCIAL INFORMATION

In Thousands, Except per Share Data

	Year Ended 31 December				
	2013	2012	2011	2010	2009
ADJUSTED REVENUE					
Revenue	$820,053	$622,654	$484,663	$432,431	$436,562
Impact of the Deferred Revenue Fair Value Adjustment	9,914	17,134	-	-	-
Adjusted Revenue	**$829,967**	**$639,788**	**$484,663**	**$432,431**	**$436,562**
ADJUSTED EBITDA					
Net Income	$31,971	$37,051	$52,655	$40,363	$45,629
Loss From Discontinued Operations, Net of Provision for Income Taxes	-	-	4,792	11,736	4,205
Income from Continuing Operations	31,971	37,051	57,447	52,099	49,834
Interest Expense (Income), Net	22,337	10,834	(596)	(1,526)	(1,787)
Depreciation and Amortization	60,087	37,858	16,928	18,039	19,533
Provision for Income Taxes	28,467	37,569	38,860	34,015	30,197
Impact of the Deferred Revenue Fair Value Adjustment	9,914	17,134	-	-	-
Acquisition Related Costs	11,477	24,529	-	-	-
Impairment Loss	22,600	-	-	-	-
Debt Extinguishment Costs	6,691	-	-	-	-
Share-Based Compensation	12,547	9,214	8,118	7,431	10,667
Costs Associated with Exit Activities	-	-	-	-	11,518
Restructuring Costs	-	-	-	-	8,568
Gain on Acquisition	-	-	-	-	(680)
Adjusted EBITDA	**$206,091**	**$174,189**	**$120,757**	**$110,058**	**$127,850**
ADJUSTED EBITDA MARGIN	**24.8%**	**27.2%**	**24.9%**	**25.5%**	**29.3%**
ADJUSTED NET INCOME					
Net Income	$31,971	$37,051	$52,655	$40,363	$45,629
Loss From Discontinued Operations, Net of Provision for Income Taxes	-	-	4,792	11,736	4,205
Income from Continuing Operations	31,971	37,051	57,447	52,099	49,834
Impact of the Deferred Revenue Fair Value Adjustment	7,193	12,474	-	-	-
Acquisition Related Costs	7,500	18,427	-	-	-
Share-Based Compensation	7,765	5,587	4,839	4,496	6,646
Impairment Loss	22,600	-	-	-	-
Debt Extinguishment Costs	4,001	-	-	-	-
Amortization of Acquisition Related Intangibles	24,353	12,614	2,031	2,177	1,587
Costs Associated with Exit Activities	-	-	-	-	7,141
Restructuring Costs	-	-	-	-	5,312
Gain on Acquisition	-	-	-	-	(422)
Adjusted Net Income	**$105,383**	**$86,153**	**$64,317**	**$58,772**	**$70,098**
NON-GAAP DILUTED EARNINGS PER SHARE					
Diluted Earnings Per Share	$0.94	$1.10	$1.53	$1.17	$1.33
Loss From Discontinued Operations, Net of Provision for Income Taxes	-	-	0.14	0.34	0.12
Diluted Earnings per Share from Continuing Operations	0.94	1.10	1.67	1.51	1.45
Impact of the Deferred Revenue Fair Value Adjustment	0.21	0.37	-	-	-
Acquisition Related Costs	0.22	0.54	-	-	-
Share-Based Compensation	0.23	0.16	0.14	0.13	0.19
Impairment Loss	0.66	-	-	-	-
Debt Extinguishment Costs	0.12	-	-	-	-
Amortization of Acquisition Related Intangibles	0.72	0.38	0.06	0.06	0.05
Costs Associated with Exit Activities	-	-	-	-	0.20
Restructuring Costs	-	-	-	-	0.16
Gain on Acquisition	-	-	-	-	(0.01)
Non-GAAP Diluted Earnings per Share	**$3.10**	**$2.55**	**$1.87**	**$1.70**	**$2.04**