

Analog Devices Reports Year-over-Year Revenue Growth at the High-End of Guidance, Strong Profit Conversion, and Substantial Debt Reduction in First Quarter 2018 Earnings

ADI Guides to Double-Digit Year-over-Year Revenue Increase in Second Quarter

NORWOOD, Mass.--(BUSINESS WIRE)-- <u>Analog Devices, Inc.</u> (Nasdaq: <u>ADI</u>), today announced financial results for its 14-week first quarter of fiscal year 2018, which ended February 3, 2018.

"We continue to see broad-based momentum across our B2B markets," said Vincent Roche, President and CEO. "In our first quarter, revenue from these markets once again increased double-digits year-over-year, led by our industrial and wireless communications sectors."

"Looking ahead to the second quarter of fiscal 2018, we see continued strength in our business and are expecting revenue to be in the range of \$1.43 billion to \$1.51 billion; sequentially up on a 13-week basis and a double-digit increase compared to the year ago quarter."

"We anticipate a continuation of market share gains thanks to our comprehensive portfolio and tight alignment with our customers on the innovations that will have the greatest impact on their businesses."

ADI also announced that the Board of Directors has declared a quarterly cash dividend of \$0.48 per outstanding share of common stock, representing an annual dividend per share of \$1.92. The dividend will be paid on March 20, 2018 to all shareholders of record at the close of business on March 9, 2018.

Supplemental schedules relating to our first quarter fiscal 2018 financial results are also available on our investor site at investor.analog.com.

Results for the First Quarter of Fiscal Year 2018

- Revenue totaled \$1.52 billion, down 1% sequentially and up 54% year-over-year
- GAAP gross margin of 68.2% of revenue; Non-GAAP gross margin of 71.0% of revenue
- GAAP operating margin of 26.7% of revenue; Non-GAAP operating margin of 41.7% of revenue
- GAAP diluted EPS of \$0.71; Non-GAAP diluted EPS of \$1.42

Please refer to the schedules provided for a summary of revenue and earnings, selected balance sheet information, and the cash flow statement for the first quarter of fiscal 2018, as well as the immediately prior and year-ago quarters and year. Additional information on revenue by end market is provided on Schedule D.

Outlook for the Second Quarter of Fiscal Year 2018

The following statements are based on current expectations, and as indicated, are presented on a GAAP and non-GAAP basis. These statements are forward-looking and actual results may differ materially, as a result of, among other things, the important factors discussed at the end of this release. These statements supersede all prior statements regarding our business outlook set forth in prior ADI news releases, and ADI disclaims any obligation to update these forward-looking statements.

	GAAP	Non-GAAP Adjustments	Non-GAAP
Revenue	\$1.43B to \$1.51B	-	\$1.43B to \$1.51B
Gross Margin	68.0% to 68.5%	\$44 million (1)	71.0% to 71.5%
Operating Expenses	\$555 million to \$565 million	\$125 million (2)	\$430 million to \$440 million
Operating Margin	Approx. 29% to 31%	\$169 million (1), (2)	Approx. 41.0% to 42.5%
Interest & Other Expense	Approx. \$60 million	-	Approx. \$60 million
Tax Rate	Approx. 7% to 9%	\$6 million to \$10 million (3)	Approx. 6% to 8%
Earnings per Share*	\$0.87 to \$1.01	\$0.43 (4)	\$1.30 to \$1.44

- * The sum of the individual per share amounts may not equal the total due to rounding.
- (1) Excludes \$44 million of costs comprised of the following:
 - \$35 million of recurring amortization of purchased intangible assets
 - 1 \$8 million of recurring depreciation of step up value on purchased fixed assets
 - \$1 million of recurring fair value adjustment associated with the replacement of share-based awards in ADI's acquisition of Linear Technology
- (2) Excludes \$125 million of costs comprised of the following:
 - \$107 million of recurring amortization of purchased intangible assets
 - \$8 million of recurring fair value adjustment associated with the replacement of share-based awards in ADI's acquisition of Linear Technology
 - 1 \$10 million of transaction and integration related costs associated with ADI's acquisition of Linear Technology
- (3) Excludes the tax effects of the reconciling adjustments noted in the two footnotes above.
- (4) Includes \$0.43, which represents the net impact of the non-GAAP adjustments noted above on a per share basis consisting of:
 - acquisition-related expenses including amortization of purchased intangible assets, depreciation of step up value on purchased fixed assets, and the fair value adjustment associated with the replacement of share-based awards in ADI's acquisition of Linear Technology (\$0.42)
 - acquisition-related transaction costs (\$0.03)
 - the effect on income tax of the prior items (-\$0.02)

Conference Call Scheduled for Today, Wednesday, February 28, 2018 at 10:00 am ET

ADI will host a conference call to discuss first quarter fiscal 2018 results and short-term outlook today, beginning at 10:00 am ET. Investors may join via webcast, accessible at <u>investor.analog.com</u>, or by telephone (call 706-634-7193 ten minutes before the call begins and provide the password "ADI").

A replay will be available two hours after the completion of the call. The replay may be accessed for up to two weeks by dialing 855-859-2056 (replay only) and providing the conference ID: 5777769, or by visiting <u>investor.analog.com</u>.

Non-GAAP Financial Information

This release includes non-GAAP financial measures that are not in accordance with, nor an alternative to, generally accepted accounting principles and may be different from non-GAAP measures used by other companies. In addition, these non-GAAP measures are not based on any comprehensive set of accounting rules or principles.

Schedules E and F of this press release provide the reconciliation of the Company's historical non-GAAP measures to their most comparable GAAP measures.

Management uses non-GAAP measures internally to evaluate the Company's operating performance from continuing operations against past periods and to budget and allocate resources in future periods. These non-GAAP measures also assist management in evaluating the Company's core business and trends across different reporting periods on a consistent basis. Management also uses these non-GAAP measures as the primary performance measurement when communicating with analysts and investors regarding the Company's earnings results and outlook and believes that the presentation of these non-GAAP measures is useful to investors because it provides investors with the operating results that management uses to manage the Company and enables investors and analysts to evaluate the Company's core business. Management also believes that the non-GAAP liquidity measure free cash flow is useful both internally and to investors because it provides information about the amount of cash generated after capital expenditures that is then available to repay debt obligations, make investments and fund acquisitions, and for certain other activities.

The following item is excluded from our non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income, non-GAAP operating margin, and non-GAAP diluted earnings per share:

Acquisition-Related Expenses: Expenses incurred as a result of current and prior period acquisitions and primarily include expenses associated with the fair value adjustments to inventory, property, plant and equipment and amortization of acquisition related intangibles, which include acquired intangibles such as purchased technology and customer relationships. Expenses also include severance payments, equity award accelerations and the fair value adjustment associated with the replacement of share-based awards related to the Linear Technology acquisition. We excluded these costs from our non-GAAP measures because they relate to specific transactions and are not reflective of our ongoing financial performance.

The following items are excluded from our non-GAAP operating expenses, non-GAAP operating income, non-GAAP operating margin, and non-GAAP diluted earnings per share:

Acquisition-Related Transaction Costs: Costs directly related to the Linear Technology acquisition, including legal, accounting and other professional fees, as well as integration-related costs. We excluded these costs from our non-GAAP measures because they relate to a specific transaction and are not reflective of our ongoing financial performance.

Restructuring-Related Expense: These expenses are incurred in connection with facility closures, consolidation of manufacturing facilities, severance, and other cost reduction efforts. We excluded these expenses from our non-GAAP measures because apart from ongoing expense savings as a result of such items, these expenses and the related tax effects have no direct correlation to the operation of our business in the future.

The following item is excluded from our non-GAAP other expense and non-GAAP diluted earnings per share:

Amortization of Deferred Financing Costs: In the third quarter of fiscal 2016, in connection with the Linear Technology acquisition, the Company obtained bridge financing commitments and incurred financing fees which were to be amortized into interest expense over the term of the bridge financing commitments. In the first quarter of fiscal 2017, the Company replaced a portion of the bridge financing commitments with proceeds from the issuance of \$2.1 billion of senior unsecured notes. As a result, the Company accelerated \$7.2 million of the unamortized bridge financing commitment fees into interest expense. We excluded these costs from our non-GAAP measures because they are not reflective of our ongoing financial performance.

The following items are excluded from our non-GAAP provision for income taxes and non-GAAP diluted earnings per share:

Tax-Related Items: Tax adjustments associated with the non-GAAP items discussed above. In the fourth quarter of 2017, the Company recorded a \$10 million tax expense associated with a prior period tax liability. In the first quarter of fiscal 2018, in relation to the provisional impact of the Tax Cuts and Jobs Act of 2017, the Company recorded a provisional discrete tax charge of \$687 million related to the mandatory deemed repatriation tax on foreign earnings and recorded a provisional discrete tax benefit of \$640 million from remeasuring its US tax liabilities at the lower 21% statutory tax rate. We excluded these tax-related items from our non-GAAP measures because they are not associated with the tax expense on our current operating results.

These non-GAAP measures have material limitations in that they do not reflect all of the amounts associated with the Company's results of operations as determined in accordance with GAAP and should not be considered in isolation from, or as a substitute for, the Company's financial results presented in accordance with GAAP. In addition, the Company's non-GAAP measures may not be comparable to the non-GAAP measures reported by other companies. The Company's use of non-GAAP measures, and the underlying methodology when including or excluding certain items, is not necessarily an indication of the results of operations that may be expected in the future, or that the Company will not, in fact, record such items in future periods.

About Analog Devices

Analog Devices (Nasdaq: ADI) is the leading global high-performance analog technology company dedicated to solving the toughest engineering challenges. We enable our customers to interpret the world around us by intelligently bridging the physical and digital with unmatched technologies that sense, measure, power, connect and interpret. Visit http://www.analog.com.

Forward Looking Statements

This press release contains forward-looking statements, which address a variety of subjects including, for example, our statements regarding expected revenue, earnings per share, gross margin, operating expenses, interest and other expense, tax rate, and other financial results, expected market share gains, operating leverage, production and inventory levels, expected market trends, and expected customer demand and order rates for our products and expected benefits and synergies of the acquisition of Linear Technology Corporation ("Linear Technology"), including expected growth rates of the combined companies, expected product offerings, product development, marketing position and technical advances resulting from the transaction. Statements that are not historical facts, including statements about our beliefs, plans and

expectations, are forward-looking statements. Such statements are based on our current expectations and are subject to a number of factors and uncertainties, which could cause actual results to differ materially from those described in the forward-looking statements. The following important factors and uncertainties, among others, could cause actual results to differ materially from those described in these forward-looking statements: any faltering in global economic conditions or the stability of credit and financial markets, erosion of consumer confidence and declines in customer spending, unavailability of raw materials, services, supplies or manufacturing capacity, changes in geographic, product or customer mix; changes in our estimates of our expected tax rate based on current tax law, including current interpretations of the Tax Cuts and Jobs Act of 2017; higher than expected or unexpected costs associated with or relating to the acquisition of Linear Technology and the integration of the businesses; the risk that expected benefits, synergies and growth prospects of the acquisition may not be fully achieved in a timely manner, or at all: the risk that Linear Technology's business may not be successfully integrated with Analog Devices'; the risk that we will be unable to retain and hire key personnel; and the risk that disruption resulting from the acquisition may adversely affect our business and relationships with our customers, suppliers or employees. For additional information about factors that could cause actual results to differ materially from those described in the forward-looking statements, please refer to our filings with the Securities and Exchange Commission ("SEC"), including the risk factors contained in our most recent Quarterly Report on Form 10-Q and Annual Report on Form 10-K. Forward-looking statements represent management's current expectations and are inherently uncertain. Except as required by law, we do not undertake any obligation to update forward-looking statements made by us to reflect subsequent events or circumstances.

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(ADI-WEB)

Analog Devices, First Quarter, Fiscal 2018

Schedule A Revenue and Earnings Summary (Unaudited) (In thousands, except per-share amounts)

	Three Months Ended						
		1Q 18		4Q 17		1Q 17	
		Feb. 3, 2018		Oct. 28, 2017		Jan. 28, 2017	
Revenue	\$	1,518,624	\$	1,541,170	\$	984,449	
Year-to-year change		54.3%		53.6%		27.9%	
Quarter-to-quarter change		(1.5)%		7.5%		(1.9)%	
Cost of sales (1)		483,434		535,145		335,945	
Gross margin		1,035,190		1,006,025		648,504	
Gross margin percentage		68.2%		65.3%		65.9%	
Year-to-year change (basis points)		230		(110)		390	
Quarter-to-quarter change (basis points)		290		1,180		(50)	
Operating expenses:							
R&D (1)		288,597		273,746		183,954	
Selling, marketing and G&A (1)		176,908		185,721		130,659	
Amortization of intangibles		107,019		98,348		18,160	
Special charges		57,318				49,463	
Total operating expenses		629,842		557,815		382,236	
Total operating expenses percentage		41.5%		36.2%		38.8%	
Year-to-year change (basis points)		270		530		210	
Quarter-to-quarter change (basis points)		530		(370)		790	
Operating income		405,348		448,210		266,268	
Operating income percentage		26.7%		29.1%		27.0%	
Year-to-year change (basis points)		(30)		(650)		170	
Quarter-to-quarter change (basis points)		(240)		1,550		(860)	
Other expense		66,494		66,546		32,959	
Income before income tax		338,854		381,664		233,309	
Provision for income taxes		70,682		34,014		16,180	
Tax rate percentage		20.9%		8.9%		6.9%	
Net income (2)	\$	268,172	\$	347,650	\$	217,129	

Shares used for EPS - basic Shares used for EPS - diluted		369,093 374,189		368,043 372,053		308,786 313,076	
Earnings per common share - basic Earnings per common share - diluted	\$ \$	0.72 0.71	\$ \$	0.94 0.93	\$ \$	0.70 0.69	
Dividends paid per share	\$	0.45	\$	0.45	\$	0.42	
(1) Includes stock-based compensation expense as follows: Cost of sales R&D Selling, marketing and G&A	\$ \$ \$	4,221 19,728 13,953	\$ \$ \$	3,684 16,546 12,119	\$ \$ \$	1,944 7,021 7,564	

⁽²⁾ Under the two-class method, earnings per share is calculated using net earnings allocable to common shares, which is derived by reducing net income by the income allocable to participating securities. Net income allocable to common shares used in the basic and diluted earnings per share calculation was \$266,929 and \$345,886 for the three months ended February 3, 2018 and October 28, 2017. There was no net income allocated to participating securities in the three months ended January 28, 2017.

Analog Devices, First Quarter, Fiscal 2018

Schedule B Selected Balance Sheet Information (Unaudited) (In thousands)

	1Q 18 Feb. 3, 2018		4Q 17 Oct. 28, 2017	1Q 17 Jan. 28, 2017
Cash & short-term investments	\$ 827,550	\$	1,047,838	\$ 6,317,066
Accounts receivable, net	709,761		688,953	472,511
Inventories (1)	559,720		550,816	365,586
Other current assets	80,715		63,731	78,570
Total current assets	2,177,746		2,351,338	7,233,733
PP&E, net	1,115,417		1,107,304	628,924
Investments	65,093		57,410	48,690
Goodwill	12,224,141		12,217,455	1,677,399
Intangible assets, net	5,182,355		5,319,425	529,516
Other	88,563		88,362	85,109
Total assets	\$ 20,853,315	\$	21,141,294	\$ 10,203,371
Deferred income on shipments to distributors, net	\$ 529,532	\$	473,972	\$ 356,666
Other current liabilities	657,016		822,360	454,960
Debt, current	50,000		300,000	_
Long-term debt	7,384,856		7,551,084	3,805,400
Deferred income taxes	981,866		1,674,683	103,244
Other non-current liabilities (2)	902,266		157,655	176,670
Shareholders' equity	10,347,779		10,161,540	5,306,431
Total liabilities & equity	\$ 20,853,315	\$	21,141,294	\$ 10,203,371

⁽¹⁾ Includes \$5,270, \$5,373, and \$2,553 related to stock-based compensation in 1Q18, 4Q17, and 1Q17, respectively.

Analog Devices, First Quarter, Fiscal 2018

Schedule C
Cash Flow Statement (Unaudited)
(In thousands)

^{(2) 1}Q18 includes \$691 million related to the one-time transition tax related to the Tax Cuts and Jobs Act of 2017.

	Three Months Ended					
	1Q 18	4Q 17	1Q 17			
	Feb. 3, 2018	Oct. 28, 2017	Jan. 28, 2017			
Cash flows from operating activities:						
Net Income	\$ 268,172	\$ 347,650	\$ 217,129			
Adjustments to reconcile net income						
to net cash provided by operations:						
Depreciation	56,415	56,298	34,379			
Amortization of intangibles	142,050	133,438	19,947			
Stock-based compensation expense	37,902	32,349	16,529			
Cost of goods sold for inventory acquired	_	42,040	_			
Other non-cash activity	6,762	7,748	13,071			
Deferred income taxes	(691,496)	(62,344)	(7,055)			
Changes in operating assets and liabilities	568,883	150,173	28,594			
Total adjustments	120,516	359,702	105,465			
Net cash provided by operating activities	388,688	707,352	322,594			
Percent of revenue	25.6%	45.9%	32.8%			
Cash flows from investing activities:						
Purchases of short-term available-for-sale investments		_	(326,908)			
Maturities of short-term available-for-sale investments		1	1,844,380			
Sales of short-term available-for-sale investments		_	287,601			
Additions to property, plant and equipment	(63,222)	(65,215)	(28,337)			
Payments for acquisitions, net of cash acquired		_	(1,036)			
Change in other assets	(1,278)	(2,717)	(5,946)			
Net cash (used for) provided by investing activities	(64,500)	(67,931)	1,769,754			
Cash flows from financing activities:						
Proceeds from derivative instruments	_	_	3,904			
Proceeds from debt			2,072,306			
Debt repayments	(420,000)	(350,000)	.			
Payments for deferred financing fees	-	_	(5,625)			
Dividend payments to shareholders	(166,719)	(166,857)	(129,683)			
Repurchase of common stock	(7,930)	(10,598)	(3,106)			
Proceeds from employee stock plans	37,812	28,058	34,432			
Contingent consideration payment		(1,764)				
Change in other financing activities	8,811	(517)	2,221			
Net cash (used for) provided by financing activities	(548,026)	(501,678)	1,974,449			
Effect of exchange rate changes on cash	3,550	1,526	(666)			
Net (decrease) increase in cash and cash equivalents	(220,288)	139,269	4,066,131			
Cash and cash equivalents at beginning of period	1,047,838	908,569	921,132			
Cash and cash equivalents at end of period	\$ 827,550	\$1,047,838	\$4,987,263			

Analog Devices, First Quarter, Fiscal 2018

Schedule D Revenue Trends by End Market (Unaudited) (In thousands)

The categorization of revenue by end market is determined using a variety of data points including the technical characteristics of the product, the "sold to" customer information, the "ship to" customer information and the end customer product or application into which our product will be incorporated. As data systems for capturing and tracking this data evolve and improve, the categorization of products by end market can vary over time. When this occurs we reclassify revenue by end market for prior periods. Such reclassifications typically do not materially change the sizing of, or the

	Three Months Ended								
			Feb. 3, 2018				Oct. 28, 2017	J	an. 28, 2017
		Revenue	% *	Q/Q %	Y/Y %		Revenue	R	evenue
Industrial	\$	743,623	49%	4%	87%	\$	715,146	\$	396,784
Automotive		252,170	17%	5%	76%		240,026		142,962
Consumer		238,506	16%	(24)%	(12)%		312,826		270,293
Communications		284,325	19%	4%	63%		273,172		174,410
Total Revenue	\$	1,518,624	100%	(1)%	54%	\$	1,541,170	\$	984,449

^{*} The sum of the individual percentages does not equal the total due to rounding.

Analog Devices, First Quarter, Fiscal 2018

Schedule E

Reconciliation of Non-GAAP to GAAP Revenue and Earnings Measures (In thousands, except per-share amounts)

(Unaudited)

See "Non-GAAP Financial Information" in this press release for a description of the items excluded from our non-GAAP measures.

		TI	ree	Months Ended	
	1Q 18 Feb. 3, 2018			4Q 17 Oct. 28, 2017	1Q 17 Jan. 28, 2017
GAAP Gross Margin Gross Margin Percentage Acquisition-Related Expenses	\$	1,035,190 68.2% 43,776	\$ 1,006,025 65.3% 85,974		\$ 648,504 65.9% 2,178
Non-GAAP Gross Margin	\$	1,078,966	\$	1,091,999	\$ 650,682
Gross Margin Percentage	_ 	71.0%		70.9%	66.1%
GAAP Operating Expenses	\$	629,842	\$	557,815	\$ 382,236
Percent of Revenue		41.5%		36.2%	38.8%
Acquisition-Related Expenses		(117,978)		(107,736)	(18,232)
Acquisition-Related Transaction Costs		(8,736)		(15,108)	(8,011)
Restructuring-Related Expense		(57,318)		_	(49,463)
Non-GAAP Operating Expenses	\$	445,810	\$	434,971	\$ 306,530
Percent of Non-GAAP Revenue		29.4%		28.2%	 31.1%
GAAP Operating Income/Margin	\$	405,348	\$	448,210	\$ 266,268
Percent of Revenue		26.7%		29.1%	27.0%
Acquisition-Related Expenses		161,754		193,710	20,410
Acquisition-Related Transaction Costs		8,736		15,108	8,011
Restructuring-Related Expense		57,318			 49,463
Non-GAAP Operating Income/Margin	\$	633,156	\$	657,028	\$ 344,152
Percent of Non-GAAP Revenue		41.7%		42.6%	 35.0%
GAAP Other Expense (Income)	\$	66,494	\$	66,546	\$ 32,959
Percent of Revenue		4.4%		4.3%	3.3%
Amortization of Deferred Financing Costs					 (7,214)
Non-GAAP Other Expense	\$	66,494	\$	66,546	\$ 25,745
Percent of Non-GAAP Revenue		4.4%		4.3%	2.6%

GAAP Provision for Income Taxes Tax rate %	\$	70,68 20.	•	34,014 8.9%	\$ 16,180 6.9%
Income Tax on Non-Discrete Tax Items Above		11,98		28,619	9,452
Income Tax of Prior Period Tax Liabilities		, <u> </u>	_	(10,148)	· —
Income Tax One-Time Transitional Tax		(687,06	1)	_	
Income Tax on Deferred Tax Recalibration		639,69	8		
Non-GAAP Provision for Income Taxes	\$	\$ 35,300 \$		52,485	\$ 25,632
Non-GAAP Tax rate %		6.2%		8.9%	 8.1%
GAAP Diluted EPS	\$0.71	\$0.93	\$0.69		
Acquisition-Related Expenses	0.43	0.52	0.07		
Acquisition-Related Transaction Costs	0.02	0.04	0.03		
Restructuring-Related Expense	0.15	_	0.16		
Amortization of Deferred Financing Costs	_	_	0.02		
Income Tax Effect of Above Items	(0.03)	(80.0)	(0.03)		
Impact of Adjustments of Prior Period Tax Liabilities	_	0.03	_		
Impact of Toll Tax	1.84	_	_		
Impact of Deferred Tax Recalibration	(1.71)				
Non-GAAP Diluted EPS (1)	\$1.42	\$1.45	\$0.94		

(1) The sum of the individual per share amounts may not equal the total due to rounding.

Analog Devices, First Quarter, Fiscal 2018

Schedule F Reconciliation of Free Cash Flow to Net Cash Flows Provided by Operating Activities (Unaudited) (In thousands)

	Thr	Three Months Ended						
	1Q 18	4Q 17	1Q 17					
	Feb. 3, 2018	Oct. 28, 2017	Jan. 28, 2017					
Net cash provided by operating activities	\$ 388,688	\$ 707,352	\$ 322,594					
% of Revenue	25.6%	45.9%	32.8%					
Capital expenditures	(63,222)	(65,215)	(28,337)					
Free cash flow	\$ 325,466	\$ 642,137	\$ 294,257					
% of Revenue	21.4%	41.7%	29.9%					

View source version on <u>businesswire.com</u>: <u>http://www.businesswire.com/news/home/20180228005265/en/</u>

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