# Micron Technology Financial Conference Call

Third Quarter of Fiscal 2014

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#### Safe Harbor

During the course of this meeting, we may make projections or other forwardlooking statements regarding future events or the future financial performance of the Company and the industry. We wish to caution you that such statements are predictions and that actual events or results may differ materially. We refer you to the documents the Company files on a consolidated basis from time to time with Securities and Exchange Commission, specifically the Company's most recent Form 10-K and Form 10-Q. These documents contain and identify important factors that could cause the actual results for the Company on a consolidated basis to differ materially from those contained in our projections or forward-looking statements. These certain factors can be found at <a href="http://www.micron.com/certainfactors">http://www.micron.com/certainfactors</a>. 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. We are under no duty to update any of the forwardlooking statements after the date of the presentation to conform these statements to actual results.



## **Mark Durcan**

**CEO** 



## **Ron Foster**

**CFO** 



# **Financial Results Summary**

Amounts in millions, except per share	FQ3-14	% of Sales	FQ2-14	% of Sales
Net sales	\$ 3,982	100%	\$ 4,107	100%
Gross margin	1,368	34%	1,403	34%
		2121		2121
Operating income	839	21%	869	21%
Adjustment to gain on acquisition of Elpida			(33)	
Adjustifient to gain on acquisition of Elpida			(33)	
Equity in net income of equity method investees	135		134	
Other non-operating income (expense)	(21)	-1%	(122)	-3%
Net income attributable to Micron shareholders	\$ 806	20%	\$ 731	18%
Diluted earnings per share	\$ 0.68		\$ 0.61	
Shares in diluted EPS calculations	1,190		1,201	

## **Consolidated Statements of Operations Non-GAAP Disclosures**

Amounts in millions, except per share amounts	FQ3-14	FQ2-14
GAAP net income attributable to Micron	\$ 806	\$ 731
Non-GAAP adjustments:		
Flow-through of Elpida inventory step up		42
Restructure and asset impairments	9	12
Amortization of debt discount and other costs	36	44
Loss on restructure of debt	16	80
Adjustment to gain on acquisition of Elpida		33
(Gain) loss from changes in currency exchange rates	5	14
Estimated tax effects of above items	(8)	(22)
Non-cash taxes from Elpida purchase accounting	49	55
Total non-GAAP adjustments	107	258
Non-GAAP net income attributable to Micron	\$ 913	\$ 989
GAAP shares used in diluted EPS calculations	1,190	1,201
Anti-dilutive effect of capped calls (a)	(38)	(42)
Non-GAAP shares used in diluted EPS calculations	1,152	1,159
GAAP diluted earnings per share	\$ 0.68	\$ 0.61
Effects of above	0.11	0.24
Non-GAAP diluted earnings per share	\$ 0.79	\$ 0.85
(a) The anti-dilutive effect of the capped calls is based on the average share price for the quarter.		

## **Consolidated Statements of Operations** Non-GAAP Disclosures – FQ3-14 Actual and FQ4-14 Estimates

Amounts in millions, except per share amounts	FC	(3-14	FQ4-14
GAAP net income attributable to Micron	\$	806	
Non-GAAP adjustments:			
Flow-through of Elpida inventory step up			
Restructure and asset impairments		9	~\$15-\$25
Amortization of debt discount and other costs		36	~\$40
Loss on restructure of debt		16	
Adjustment to gain on acquisition of Elpida			
(Gain) loss from changes in currency exchange rates		5	
(Gain) on Inotera issuance of shares			~\$(90)
(Gain) on sale of equity interest in Aptina			~\$(100)
Estimated tax effects of above items		(8)	~\$(5)-\$(10)
Non-cash taxes from Elpida purchase accounting		49	~\$65-\$75
Total non-GAAP adjustments		107	
Non-GAAP net income attributable to Micron	\$	913	
GAAP shares used in diluted EPS calculations		1,190	
Anti-dilutive effect of capped calls (a)		(38)	
Non-GAAP shares used in diluted EPS calculations		1,152	
GAAP diluted earnings per share	\$	0.68	
Effects of above		0.11	
Non-GAAP diluted earnings per share	\$	0.79	
(a) The anti-dilutive effect of the capped calls is based on the average share price for the quarter.			

## Bit Growth, ASP and Cost/Bit

#### FQ3-14 Actual and FQ4-14 Estimates

Bit Growth*	FQ3-14 Actual (Sales)	FQ4-14 Estimate (Production)	
Total DRAM	0%	Up low single digits	
Trade NAND*	(6%)	Up low to mid teens	
* Includes purchases from third parties.			
ASP	FQ3-14 Actual	FQ4-14 QTD**	
Total DRAM	(2%)	Flat	
Trade NAND*	0%	Down low to mid single digits	
* Trade NAND excludes the portion of sales to Intel which are at long term negotiated prices approximating cost.  ** QTD includes both the impact of market price trends and changes in product mix.			
Cost/Bit	FQ3-14 Actual	FQ4-14 Estimate	
Total DRAM	(3%)	Down low single digits	

0%

\* Trade NAND excludes the portion of sales to Intel which are at long term negotiated prices approximating cost.

Flat

**Trade NAND\*** 

## P&L and Cash Flow

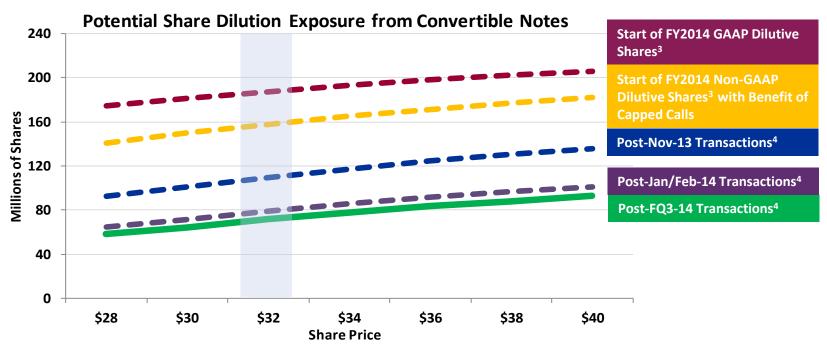
#### FQ3-14 Actual and FQ4-14 Estimates

P&L and Cash Flow	FQ3-14 Actual	FQ4-14 Estimate
SG&A	\$174M	\$175M – \$185M
R&D	\$349M	\$355M – \$365M
Net interest expense*	\$75M	\$70M – \$80M
Stock-based compensation	\$32M	\$30M – \$35M
СарЕх	\$576M	FY-14: \$2.8B - \$3.2B
D&A  * Includes imputed interest expense on convertible	\$578M	FY-14: Approx. \$2.3B

<sup>\*</sup> Includes imputed interest expense on convertible notes and Elpida's installment debt.

### **Summary Impact from Recent Debt Transactions**

In Millions	Debt - GAAP	Cash	Equity	Dilutive Share Reduction @ \$32
Net Financial Impact from Transactions	-\$49	-\$1,520 <sup>1</sup>	-\$1,278	-89 <sup>2</sup>



- Nov-13 Transactions: Exchanged portion of 2027, 2031A, and 2031B notes. Announced termination of conversion rights for remaining 2027 notes and redemption of remaining 2031A notes, resulting in the conversion of both notes. Settled these conversions for an aggregate ~\$619M of cash.
- Jan/Feb-14 Transactions: Repurchased portion of 2031B, 2032C, and 2032D notes with ~\$407M of cash. Called for redemption the remaining 2014 notes, resulting in conversion of the notes, which was settled in FQ3-14 with ~\$827M of cash.
- Fiscal Q3-14: Repurchased portion of 2032C and 2032D notes with ~\$253M of cash and unwound a portion of capped calls for shares



<sup>&</sup>lt;sup>1</sup> Includes \$586M of cash inflow from High Yield issuance in February-2014 net of fees.

<sup>&</sup>lt;sup>2</sup> Reduction is 89M from non-GAAP dilutive share count

<sup>&</sup>lt;sup>3</sup> Prior to transactions beginning in November 2013

<sup>&</sup>lt;sup>4</sup> Includes the benefit of capped calls

## **Mark Adams**

**President** 



# **Business Unit Financial Summary**

CNBU Dollars in Millions	FQ3 -14	FQ2-14
Sales	\$1,857	\$1,835
Operating income (loss)	\$531	\$504
Operating income %	28.6%	27.5%



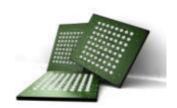
SBU Dollars in Millions	FQ3-14	FQ2-14
Sales	\$867	\$901
Operating income (loss)	\$55	\$79
Operating income %	6.3%	8.8%



MBU Dollars in Millions	FQ3-14	FQ2-14
Sales	\$757	\$908
Operating income (loss)	\$135	\$178
Operating income %	17.8%	19.6%



EBU Dollars in Millions	FQ3-14	FQ2-14
Sales	\$467	\$422
Operating income (loss)	\$96	\$80
Operating income %	20.6%	19.0%





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Q&A



