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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **October 22, 2019**

MONOLITHIC POWER SYSTEMS, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

000-51026
(Commission
File Number)

77-0466789
(I.R.S. Employer
Identification Number)

4040 Lake Washington Blvd. NE, Suite 201, Kirkland, Washington 98033
(Address of principal executive offices) (Zip Code)

(425) 296-9956
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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

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

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---|-------------------|---|
| Common Stock, par value \$0.001 per share | MPWR | The NASDAQ Global Select Market |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On October 22, 2019, Monolithic Power Systems, Inc. (“MPS”) issued a press release regarding its financial results for the quarter ended September 30, 2019. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

The information under this Item 2.02 of this Current Report on Form 8-K and the exhibit attached hereto are being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “1934 Act”), nor shall they be deemed incorporated by reference in any filing with the Securities and Exchange Commission under the 1934 Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| <u>Exhibit</u> | <u>Description</u> |
|----------------|--------------------|
|----------------|--------------------|

| | |
|------|---|
| 99.1 | Press release issued on October 22, 2019. |
|------|---|

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.

Date: October 22, 2019

By: _____
/s/ T. Bernie Blegen
T. Bernie Blegen
Chief Financial Officer



PRESS RELEASE
For Immediate Release

**Monolithic Power Systems Announces Results
for the Third Quarter Ended September 30, 2019**

KIRKLAND, WASHINGTON, October 22, 2019--Monolithic Power Systems, Inc. (MPS) (Nasdaq: MPWR), a leading company in high performance analog solutions, today announced financial results for the quarter ended September 30, 2019.

The financial results for the quarter ended September 30, 2019 are as follows:

- Revenue was \$168.8 million for the quarter ended September 30, 2019, an 11.8% increase from \$151.0 million for the quarter ended June 30, 2019 and a 5.5% increase from \$160.0 million for the quarter ended September 30, 2018.
 - GAAP gross margin was 55.2% for the quarter ended September 30, 2019, compared with 55.6% for the quarter ended September 30, 2018.
 - Non-GAAP (1) gross margin was 55.6% for the quarter ended September 30, 2019, excluding the impact of \$0.6 million for stock-based compensation expense, compared with 56.1% for the quarter ended September 30, 2018, excluding the impact of \$0.5 million for stock-based compensation expense and \$0.2 million for the amortization of acquisition-related intangible assets.
 - GAAP operating expenses were \$63.1 million for the quarter ended September 30, 2019, compared with \$55.5 million for the quarter ended September 30, 2018.
 - Non-GAAP (1) operating expenses were \$42.5 million for the quarter ended September 30, 2019, excluding \$20.7 million for stock-based compensation expense, compared with \$40.5 million for the quarter ended September 30, 2018, excluding \$14.4 million for stock-based compensation expense and \$0.7 million for deferred compensation plan expense.
 - GAAP operating income was \$30.0 million for the quarter ended September 30, 2019, compared with \$33.5 million for the quarter ended September 30, 2018.
 - Non-GAAP (1) operating income was \$51.4 million for the quarter ended September 30, 2019, excluding \$21.3 million for stock-based compensation expense, compared with \$49.2 million for the quarter ended September 30, 2018, excluding \$14.8 million for stock-based compensation expense, \$0.2 million for the amortization of acquisition-related intangible assets and \$0.7 million for deferred compensation plan expense.
 - GAAP interest and other income, net was \$2.3 million for the quarter ended September 30, 2019, compared with \$2.7 million for the quarter ended September 30, 2018.
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- Non-GAAP (1) interest and other income, net was \$2.2 million for the quarter ended September 30, 2019, excluding \$0.1 million for deferred compensation plan income, compared with \$2.0 million for the quarter ended September 30, 2018, excluding \$0.7 million for deferred compensation plan income.
- GAAP income before income taxes was \$32.3 million for the quarter ended September 30, 2019, compared with \$36.2 million for the quarter ended September 30, 2018.
- Non-GAAP (1) income before income taxes was \$53.5 million for the quarter ended September 30, 2019, excluding \$21.3 million for stock-based compensation expense and \$0.1 million for deferred compensation plan income, compared with \$51.2 million for the quarter ended September 30, 2018, excluding \$14.8 million for stock-based compensation expense, \$0.2 million for the amortization of acquisition-related intangible assets, and \$0.1 million for deferred compensation plan income.
- GAAP net income was \$29.5 million and GAAP earnings per share were \$0.64 per diluted share for the quarter ended September 30, 2019. Comparatively, GAAP net income was \$31.6 million and GAAP earnings per share were \$0.71 per diluted share for the quarter ended September 30, 2018.
- Non-GAAP (1) net income was \$49.5 million and non-GAAP earnings per share were \$1.08 per diluted share for the quarter ended September 30, 2019, excluding stock-based compensation expense, amortization of acquisition-related intangible assets, net deferred compensation plan income and related tax effects, compared with non-GAAP net income of \$47.3 million and non-GAAP earnings per share of \$1.06 per diluted share for the quarter ended September 30, 2018, excluding stock-based compensation expense, amortization of acquisition-related intangible assets, net deferred compensation plan income and related tax effects.

The financial results for the nine months ended September 30, 2019 are as follows:

- Revenue was \$461.2 million for the nine months ended September 30, 2019, a 7.5% increase from \$428.9 million for the nine months ended September 30, 2018.
 - GAAP gross margin was 55.2% for the nine months ended September 30, 2019, compared with 55.5% for the nine months ended September 30, 2018.
 - Non-GAAP (1) gross margin was 55.6% for the nine months ended September 30, 2019, excluding the impact of \$1.8 million for stock-based compensation expense and \$0.1 million for the amortization of acquisition-related intangible assets, compared with 56.0% for the nine months ended September 30, 2018, excluding the impact of \$1.4 million for stock-based compensation expense and \$0.6 million for the amortization of acquisition-related intangible assets.
 - GAAP operating expenses were \$182.5 million for the nine months ended September 30, 2019, compared with \$157.7 million for the nine months ended September 30, 2018.
 - Non-GAAP (1) operating expenses were \$121.8 million for the nine months ended September 30, 2019, excluding \$58.2 million for stock-based compensation expense and \$2.6 million for deferred compensation plan expense, compared with \$112.4 million for the nine months ended September 30, 2018, excluding \$44.4 million for stock-based compensation expense and \$0.9 million for deferred compensation plan expense.
 - GAAP operating income was \$71.9 million for the nine months ended September 30, 2019, compared with \$80.4 million for the nine months ended September 30, 2018.
 - Non-GAAP (1) operating income was \$134.6 million for the nine months ended September 30, 2019, excluding \$60.0 million for stock-based compensation expense, \$0.1 million for the amortization of acquisition-related intangible assets and \$2.6 million for deferred compensation plan expense, compared with \$127.7 million for the nine months ended September 30, 2018, excluding \$45.8 million for stock-based compensation expense, \$0.6 million for the amortization of acquisition-related intangible assets, and \$0.9 million for deferred compensation plan expense.
 - GAAP interest and other income, net was \$7.8 million for the nine months ended September 30, 2019, compared with \$5.4 million for the nine months ended September 30, 2018.
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- Non-GAAP (1) interest and other income, net was \$5.2 million for the nine months ended September 30, 2019, excluding \$2.6 million for deferred compensation plan income, compared with \$4.4 million for the nine months ended September 30, 2018, excluding \$0.9 million for deferred compensation plan income.
- GAAP income before income taxes was \$79.7 million for the nine months ended September 30, 2019, compared with \$85.8 million for the nine months ended September 30, 2018.
- Non-GAAP (1) income before income taxes was \$139.8 million for the nine months ended September 30, 2019, excluding \$60.0 million for stock-based compensation expense and \$0.1 million for the amortization of acquisition-related intangible assets, compared with \$132.2 million for the nine months ended September 30, 2018, excluding \$45.8 million for stock-based compensation expense and \$0.6 million for the amortization of acquisition-related intangible assets.
- GAAP net income was \$76.4 million and GAAP earnings per share were \$1.68 per diluted share for the nine months ended September 30, 2019. Comparatively, GAAP net income was \$77.6 million and GAAP earnings per share were \$1.75 per diluted share for the nine months ended September 30, 2018.
- Non-GAAP (1) net income was \$129.3 million and non-GAAP earnings per share were \$2.84 per diluted share for the nine months ended September 30, 2019, excluding stock-based compensation expense, amortization of acquisition-related intangible assets, net deferred compensation plan income and related tax effects, compared with non-GAAP net income of \$122.3 million and non-GAAP earnings per share of \$2.75 per diluted share for the nine months ended September 30, 2018, excluding stock-based compensation expense, amortization of acquisition-related intangible assets, net deferred compensation plan income and related tax effects.

The following is a summary of revenue by end market for the periods indicated (in thousands):

| End Market | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|-----------------------|----------------------------------|------------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Computing and storage | \$ 52,793 | \$ 47,658 | \$ 133,571 | \$ 115,584 |
| Automotive | 24,432 | 19,785 | 66,174 | 57,857 |
| Industrial | 28,862 | 24,869 | 72,640 | 61,544 |
| Communications | 18,778 | 19,158 | 62,928 | 50,442 |
| Consumer | 43,948 | 48,505 | 125,870 | 143,458 |
| Total | \$ 168,813 | \$ 159,975 | \$ 461,183 | \$ 428,885 |

The following is a summary of revenue by product family for the periods indicated (in thousands):

| Product Family | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|------------------|----------------------------------|------------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| DC to DC | \$ 159,723 | \$ 147,727 | \$ 432,125 | \$ 394,492 |
| Lighting Control | 9,090 | 12,248 | 29,058 | 34,393 |
| Total | \$ 168,813 | \$ 159,975 | \$ 461,183 | \$ 428,885 |

"We will continue to execute and deliver the results that speak for themselves," said Michael Hsing, CEO and founder of MPS.

Business Outlook

The following are MPS' financial targets for the fourth quarter ending December 31, 2019:

- Revenue in the range of \$160 million to \$166 million.
- GAAP gross margin between 54.8% and 55.4%. Non-GAAP (1) gross margin between 55.2% and 55.8%, which excludes an estimated impact of stock-based compensation expenses of 0.4%.
- GAAP research and development ("R&D") and selling, general and administrative ("SG&A") expenses between \$56.2 million and \$60.2 million. Non-GAAP (1) R&D and SG&A expenses between \$38.5 million and \$40.5 million, which excludes an estimate of stock-based compensation expenses in the range of \$17.7 million to \$19.7 million.
- Total stock-based compensation expense of \$18.3 million to \$20.3 million.

- Litigation expenses ranging between \$0.8 million and \$1.2 million.
- Interest income of \$1.4 million to \$1.6 million.
- Fully diluted shares outstanding between 45.8 million and 46.8 million.

(1) Non-GAAP net income, non-GAAP earnings per share, non-GAAP gross margin, non-GAAP R&D and SG&A expenses, non-GAAP operating expenses, non-GAAP interest and other income, net, non-GAAP operating income and non-GAAP income before taxes differ from net income, earnings per share, gross margin, R&D and SG&A expenses, operating expenses, interest and other income, net, operating income and income before taxes determined in accordance with Generally Accepted Accounting Principles in the United States (GAAP). Non-GAAP net income and non-GAAP earnings per share exclude the effect of stock-based compensation expense, amortization of acquisition-related intangible assets, deferred compensation plan income/expense and related tax effects. Non-GAAP gross margin excludes the effect of stock-based compensation expense, amortization of acquisition-related intangible assets and deferred compensation plan income/expense. Non-GAAP operating expenses exclude the effect of stock-based compensation expense and deferred compensation plan income/expense. Non-GAAP interest and other income, net excludes the effect of deferred compensation plan income/expense. Non-GAAP operating income excludes the effect of stock-based compensation expense, amortization of acquisition-related intangible assets and deferred compensation plan income/expense. Non-GAAP income before taxes excludes the effect of stock-based compensation expense, amortization of acquisition-related intangible assets and deferred compensation plan income/expense. Projected non-GAAP gross margin excludes the effect of stock-based compensation expense. Projected non-GAAP R&D and SG&A expenses exclude the effect of stock-based compensation expense. These non-GAAP financial measures are not prepared in accordance with GAAP and should not be considered as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. A schedule reconciling non-GAAP financial measures is included at the end of this press release. MPS utilizes both GAAP and non-GAAP financial measures to assess what it believes to be its core operating performance and to evaluate and manage its internal business and assist in making financial operating decisions. MPS believes that the inclusion of non-GAAP financial measures, together with GAAP measures, provides investors with an alternative presentation useful to investors' understanding of MPS' core operating results and trends. Additionally, MPS believes that the inclusion of non-GAAP measures, together with GAAP measures, provides investors with an additional dimension of comparability to similar companies. However, investors should be aware that non-GAAP financial measures utilized by other companies are not likely to be comparable in most cases to the non-GAAP financial measures used by MPS.

Conference Call

MPS plans to conduct an investor teleconference covering its financial results at 3:00 p.m. PT / 6:00 p.m. ET, October 22, 2019. To access the conference call and the following replay of the conference call, go to <http://ir.monolithicpower.com> and click on the webcast link. From this site, you can listen to the teleconference, assuming that your computer system is configured properly. In addition to the webcast replay, which will be archived for all investors for one year on the MPS website, a phone replay will be available for seven days after the live call at (404) 537-3406, code number 8743388. This press release and any other information related to the call will also be posted on the website.

Safe Harbor Statement

This press release contains, and statements that will be made during the accompanying teleconference will contain, forward-looking statements, as that term is defined in the Private Securities Litigation Reform Act of 1995, including, among other things, (i) projected revenues, GAAP and non-GAAP gross margin, GAAP and non-GAAP R&D and SG&A expenses, stock-based compensation expenses, litigation expenses, interest and other income, and diluted shares outstanding, (ii) our outlook for the long-term prospects of the company, including our performance against our business plan, revenue growth in certain of our market segments, our continued investment into R&D, expected revenue growth, customers' acceptance of our new product offerings, the prospects of our new product development, and our expectations regarding market and industry segment trends and prospects, (iii) our ability to penetrate new markets and expand our market share, (iv) the seasonality of our business, (v) our ability to reduce our expenses, and (vi) statements of the assumptions underlying or relating to any statement described in (i), (ii), (iii), (iv), or (v). These forward-looking statements are not historical facts or guarantees of future performance or events, are based on current expectations, estimates, beliefs, assumptions, goals, and objectives, and involve significant known and unknown risks, uncertainties and other factors that may cause actual results to be materially different from the results expressed by these statements. Readers of this press release and listeners to the accompanying conference call are cautioned not to place undue reliance on any forward-looking statements, which speak only as of the date hereof. Factors that could cause actual results to differ include, but are not limited to, our ability to attract new customers and retain existing customers; acceptance of, or demand for, MPS' products, in particular the new products launched recently, being different than expected; our ability to efficiently and effectively develop new products and receive a return on our R&D expense investment; our ability to increase market share in our targeted markets; competition generally and the increasingly competitive nature of our industry; any market disruptions or interruptions in MPS' schedule of new product development releases; adverse changes in production and testing efficiency of our products; our ability to realize the anticipated benefits of companies and products that we acquire, and our ability to effectively and efficiently integrate these acquired companies and products into our operations; our ability to manage our inventory levels; the effect of export controls, trade and economic sanctions regulations and other regulatory or contractual limitations on our ability to sell or develop our products in certain foreign markets, particularly in China; our ability to obtain governmental licenses and approvals for international trading activities or technology transfers, including export licenses; adverse changes in laws and government regulations such as tariffs on imports of foreign goods, export regulations and export classifications, including in foreign countries where MPS has offices or operations; adverse events arising from orders of governmental entities, including such orders that impact our customers, and adopting of new or amended accounting standards; the effect of catastrophic events; adequate supply of our products from our third-party manufacturing partners; the risks, uncertainties and costs of litigation in which we are involved; the outcome of any upcoming trials, hearings, motions and appeals; the adverse impact on MPS' financial performance if its tax and litigation provisions are inadequate; adverse changes or developments in the semiconductor industry generally, which is cyclical in nature, and our ability to adjust our operations to address such changes or developments; difficulty in predicting or budgeting for future customer demand and channel inventories, expenses and financial contingencies; the ongoing consolidation of companies in the semiconductor industry; and other important risk factors identified in MPS' Securities and Exchange Commission (SEC) filings, including, but not limited to, our annual report on Form 10-K filed with the SEC on March 1, 2019, and our quarterly report on Form 10-Q filed with the SEC on August 2, 2019. The forward-looking statements in this press release and statements made during the accompanying teleconference represent MPS' projections and current expectations, as of the date hereof, not predictions of actual performance. MPS assumes no obligation to update the information in this press release or in the accompanying conference call.

About Monolithic Power Systems

Monolithic Power Systems, Inc. (MPS) provides small, highly energy efficient, easy-to-use power solutions for systems found in industrial applications, telecom infrastructures, cloud computing, automotive, and consumer applications. MPS' mission is to reduce total energy consumption in its customers' systems with green, practical, compact solutions. The company was founded by Michael Hsing in 1997 and is based in the United States. MPS can be contacted through its website at www.monolithicpower.com or its support offices around the world.

Monolithic Power Systems, MPS, and the MPS logo are registered trademarks of Monolithic Power Systems, Inc. in the U.S. and trademarked in certain other countries.

Contact:

Bernie Blegen

Chief Financial Officer

Monolithic Power Systems, Inc.

408-826-0777

investors@monolithicpower.com

Monolithic Power Systems, Inc.
Condensed Consolidated Balance Sheets
(Unaudited, in thousands, except par value)

| | September 30, 2019 | December 31, 2018 |
|--|-----------------------|----------------------|
| ASSETS | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 205,229 | \$ 172,704 |
| Short-term investments | 213,511 | 204,577 |
| Accounts receivable, net | 58,261 | 55,214 |
| Inventories | 135,634 | 136,384 |
| Other current assets | 16,660 | 11,931 |
| Total current assets | 629,295 | 580,810 |
| Property and equipment, net | 217,043 | 150,001 |
| Long-term investments | 3,264 | 3,241 |
| Goodwill | 6,571 | 6,571 |
| Deferred tax assets, net | 16,619 | 16,830 |
| Other long-term assets | 43,343 | 35,979 |
| Total assets | \$ 916,135 | \$ 793,432 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current liabilities: | | |
| Accounts payable | \$ 30,318 | \$ 22,678 |
| Accrued compensation and related benefits | 28,724 | 18,799 |
| Other accrued liabilities | 45,984 | 38,962 |
| Total current liabilities | 105,026 | 80,439 |
| Income tax liabilities | 32,402 | 34,375 |
| Other long-term liabilities | 44,279 | 38,525 |
| Total liabilities | 181,707 | 153,339 |
| Commitments and contingencies | | |
| Stockholders' equity: | | |
| Common stock and additional paid-in capital: \$0.001 par value; shares authorized: 150,000; shares issued and outstanding: 43,435 and 42,505, respectively | 528,775 | 450,908 |
| Retained earnings | 215,692 | 194,728 |
| Accumulated other comprehensive loss | (10,039) | (5,543) |
| Total stockholders' equity | 734,428 | 640,093 |
| Total liabilities and stockholders' equity | \$ 916,135 | \$ 793,432 |

Monolithic Power Systems, Inc.
Condensed Consolidated Statements of Operations
(Unaudited, in thousands, except per share amounts)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|--------------------------------------|---|-------------|--|-------------|
| | 2019 | 2018 | 2019 | 2018 |
| Revenue | \$ 168,813 | \$ 159,975 | \$ 461,183 | \$ 428,885 |
| Cost of revenue | 75,655 | 70,957 | 206,794 | 190,810 |
| Gross profit | 93,158 | 89,018 | 254,389 | 238,075 |
| Operating expenses: | | | | |
| Research and development | 27,742 | 25,630 | 80,746 | 70,720 |
| Selling, general and administrative | 34,692 | 29,552 | 100,302 | 85,431 |
| Litigation expense | 692 | 343 | 1,473 | 1,513 |
| Total operating expenses | 63,126 | 55,525 | 182,521 | 157,664 |
| Income from operations | 30,032 | 33,493 | 71,868 | 80,411 |
| Interest and other income, net | 2,257 | 2,714 | 7,827 | 5,387 |
| Income before income taxes | 32,289 | 36,207 | 79,695 | 85,798 |
| Income tax expense | 2,761 | 4,639 | 3,293 | 8,168 |
| Net income | \$ 29,528 | \$ 31,568 | \$ 76,402 | \$ 77,630 |
| Net income per share: | | | | |
| Basic | \$ 0.68 | \$ 0.75 | \$ 1.77 | \$ 1.84 |
| Diluted | \$ 0.64 | \$ 0.71 | \$ 1.68 | \$ 1.75 |
| Weighted-average shares outstanding: | | | | |
| Basic | 43,308 | 42,362 | 43,055 | 42,173 |
| Diluted | 45,833 | 44,669 | 45,516 | 44,450 |

SUPPLEMENTAL FINANCIAL INFORMATION**STOCK-BASED COMPENSATION EXPENSE**

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|--|---|------------------|--|------------------|
| | 2019 | 2018 | 2019 | 2018 |
| Cost of revenue | \$ 641 | \$ 471 | \$ 1,834 | \$ 1,384 |
| Research and development | 4,960 | 3,979 | 14,801 | 12,168 |
| Selling, general and administrative | 15,699 | 10,393 | 43,384 | 32,213 |
| Total stock-based compensation expense | <u>\$ 21,300</u> | <u>\$ 14,843</u> | <u>\$ 60,019</u> | <u>\$ 45,765</u> |

RECONCILIATION OF NET INCOME TO NON-GAAP NET INCOME

(Unaudited, in thousands, except per share amounts)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|--|---|-------------|--|-------------|
| | 2019 | 2018 | 2019 | 2018 |
| Net income | \$ 29,528 | \$ 31,568 | \$ 76,402 | \$ 77,630 |
| Net income as a percentage of revenue | 17.5% | 19.7% | 16.6% | 18.1% |
| Adjustments to reconcile net income to non-GAAP net income: | | | | |
| Stock-based compensation expense | 21,300 | 14,843 | 60,019 | 45,765 |
| Amortization of acquisition-related intangible assets | 8 | 197 | 110 | 644 |
| Deferred compensation plan income | (61) | (66) | (46) | (26) |
| Tax effect | (1,254) | 800 | (7,190) | (1,746) |
| Non-GAAP net income | \$ 49,521 | \$ 47,342 | \$ 129,295 | \$ 122,267 |
| Non-GAAP net income as a percentage of revenue | 29.3% | 29.6% | 28.0% | 28.5% |
| Non-GAAP net income per share: | | | | |
| Basic | \$ 1.14 | \$ 1.12 | \$ 3.00 | \$ 2.90 |
| Diluted | \$ 1.08 | \$ 1.06 | \$ 2.84 | \$ 2.75 |
| Shares used in the calculation of non-GAAP net income per share: | | | | |
| Basic | 43,308 | 42,362 | 43,055 | 42,173 |
| Diluted | 45,833 | 44,669 | 45,516 | 44,450 |

RECONCILIATION OF GROSS MARGIN TO NON-GAAP GROSS MARGIN

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|-----------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Gross profit | \$ 93,158 | \$ 89,018 | \$ 254,389 | \$ 238,075 |
| Gross margin | 55.2% | 55.6% | 55.2% | 55.5% |
| Adjustments to reconcile gross profit to non-GAAP gross profit: | | | | |
| Stock-based compensation expense | 641 | 471 | 1,834 | 1,384 |
| Deferred compensation plan expense | 25 | - | 25 | - |
| Amortization of acquisition-related intangible assets | 8 | 197 | 110 | 644 |
| Non-GAAP gross profit | \$ 93,832 | \$ 89,686 | \$ 256,358 | \$ 240,103 |
| Non-GAAP gross margin | 55.6% | 56.1% | 55.6% | 56.0% |

RECONCILIATION OF OPERATING EXPENSES TO NON-GAAP OPERATING EXPENSES

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|-----------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Total operating expenses | \$ 63,126 | \$ 55,525 | \$ 182,521 | \$ 157,664 |
| Adjustments to reconcile total operating expenses to non-GAAP total operating expenses: | | | | |
| Stock-based compensation expense | (20,659) | (14,372) | (58,185) | (44,381) |
| Deferred compensation plan (expense) income | 13 | (650) | (2,558) | (923) |
| Non-GAAP operating expenses | \$ 42,480 | \$ 40,503 | \$ 121,778 | \$ 112,360 |

RECONCILIATION OF OPERATING INCOME TO NON-GAAP OPERATING INCOME

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|-----------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Total operating income | \$ 30,032 | \$ 33,493 | \$ 71,868 | \$ 80,411 |
| Adjustments to reconcile total operating income to non-GAAP total operating income: | | | | |
| Stock-based compensation expense | 21,300 | 14,843 | 60,019 | 45,765 |
| Amortization of acquisition-related intangible assets | 8 | 197 | 110 | 644 |
| Deferred compensation plan expense | 12 | 650 | 2,584 | 923 |
| Non-GAAP operating income | \$ 51,352 | \$ 49,183 | \$ 134,581 | \$ 127,743 |

RECONCILIATION OF INTEREST AND OTHER INCOME, NET, TO NON-GAAP INTEREST AND OTHER INCOME, NET

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|----------|---------------------------------|----------|
| | 2019 | 2018 | 2019 | 2018 |
| Total interest and other income, net | \$ 2,257 | \$ 2,714 | \$ 7,827 | \$ 5,387 |
| Adjustments to reconcile interest and other income to non-GAAP interest and other income: | | | | |
| Deferred compensation plan income | (74) | (716) | (2,630) | (949) |
| Non-GAAP interest and other income, net | \$ 2,183 | \$ 1,998 | \$ 5,197 | \$ 4,438 |

RECONCILIATION OF INCOME BEFORE INCOME TAXES TO NON-GAAP INCOME BEFORE INCOME TAXES

(Unaudited, in thousands)

| | Three Months Ended September 30, | | Nine Months Ended September 30, | |
|---|----------------------------------|-----------|---------------------------------|------------|
| | 2019 | 2018 | 2019 | 2018 |
| Total income before income taxes | \$ 32,289 | \$ 36,207 | \$ 79,695 | \$ 85,798 |
| Adjustments to reconcile income before income taxes to non-GAAP income before income taxes: | | | | |
| Stock-based compensation expense | 21,300 | 14,843 | 60,019 | 45,765 |
| Amortization of acquisition-related intangible assets | 8 | 197 | 110 | 644 |
| Deferred compensation plan income | (61) | (66) | (46) | (26) |
| Non-GAAP income before income taxes | \$ 53,536 | \$ 51,181 | \$ 139,778 | \$ 132,181 |

2019 FOURTH QUARTER OUTLOOK

RECONCILIATION OF GROSS MARGIN TO NON-GAAP GROSS MARGIN

(Unaudited)

| | Three Months Ending December 31, 2019 | |
|---|--|--------------|
| | Low | High |
| Gross margin | 54.8% | 55.4% |
| Adjustments to reconcile gross margin to non-GAAP gross margin: | | |
| Stock-based compensation expense | 0.4% | 0.4% |
| Non-GAAP gross margin | <u>55.2%</u> | <u>55.8%</u> |

RECONCILIATION OF R&D AND SG&A EXPENSES TO NON-GAAP R&D AND SG&A EXPENSES

(Unaudited, in thousands)

| | Three Months Ending December 31, 2019 | |
|---|--|------------------|
| | Low | High |
| R&D and SG&A expense | \$ 56,200 | \$ 60,200 |
| Adjustments to reconcile R&D and SG&A expense to non-GAAP R&D and SG&A expense: | | |
| Stock-based compensation expense | (17,700) | (19,700) |
| Non-GAAP R&D and SG&A expense | <u>\$ 38,500</u> | <u>\$ 40,500</u> |