

BROADCOM TO ACQUIRE SYMANTEC ENTERPRISE SECURITY BUSINESS FOR \$10.7 BILLION IN CASH

Building one of the world's leading infrastructure technology companies



SYMANTEC ENTERPRISE SECURITY EXPANDS BROADCOM'S INFRASTRUCTURE SOFTWARE FOOTPRINT WITH MISSION CRITICAL SOLUTIONS AND LEADING FRANCHISES

- » Endpoint
- » Web Proxy / Bluecoat
- » Data Loss Prevention



DRIVE INCREASED CUSTOMER ADOPTION OF PRODUCTS

- » Opportunity to leverage existing Global 2000 customer relationships through Broadcom's portfolio licensing agreement (PLA)
- » PLA reduces complexity and provides customers with maximum choice, flexibility and value



CONSISTENT WITH TRACK RECORD OF DRIVING SHAREHOLDER VALUE

- » **\$1+ Bn** expected run-rate cost synergies within 12 months following close
- » Opportunity to achieve **double-digit** cash-on-cash returns
- » Fully intends to maintain investment grade rating
- » Dividend policy unchanged

Post-Symantec Enterprise Security Acquisition

Pro Forma

Revenue: **\$24.6 Bn**⁽¹⁾

Adjusted EBITDA Margin: **56%**⁽¹⁾



71% Semiconductor Solutions

29% Software Solutions

SYMANTEC ENTERPRISE SECURITY BUSINESS MEETS OUR ACQUISITION CRITERIA



Established & Growing Market

\$161 Bn Enterprise TAM
(9% CAGR)⁽²⁾



Leadership Position

#1 Market Share Across
6 Enterprise Security Products⁽³⁾



Mission Critical

99% of Top 500 Customers
have 3+ Years Tenure⁽⁴⁾



Large Enterprise Customer Base

86% of the Fortune 500⁽³⁾



Long Operating History & Strong IP Portfolio

-1,700 Patents⁽⁵⁾



Financially Compelling Opportunity

\$2+Bn Sustainable Revenue with
~\$1.3 Bn of Pro Forma EBITDA⁽⁶⁾

"M&A has played a central role in Broadcom's growth strategy and this transaction represents the next logical step in our strategy following our acquisitions of Brocade and CA Technologies. Symantec's enterprise security business is recognized as an established leader in the growing enterprise security space and has developed some of the world's most powerful defense solutions that protect against today's evolving threat landscape and secure data from endpoint to cloud. We look forward to expanding our footprint of mission critical infrastructure software within our core Global 2000 customer base."

HOCK TAN

President and Chief Executive Officer of Broadcom

PATH TO CLOSE

- » Subject to regulatory approvals in the U.S., EU and Japan and other customary closing conditions
- » Expected to close in Broadcom's Q1 FY20⁽⁷⁾

R&D INVESTMENT

- » Following close, Broadcom intends to preserve and enhance the R&D capabilities of Symantec's core enterprise security business

ABOUT BROADCOM



U.S. CORPORATION
HEADQUARTERED IN
SAN JOSE, CA



-75% OF ALL EMPLOYEES
ARE WORLD-CLASS
ENGINEERS



\$4.6B INVESTMENT IN
R&D SPEND⁽⁸⁾

1. Pro forma consists of Company estimates of FY19 for Broadcom and projected end-state Symantec Enterprise Security data

2. Expected TAM in 2023; Projected to grow from TAM of \$106Bn in 2018; Gartner: Forecast: Information Security and Risk Management Worldwide 2Q19 Update

3. Symantec Supplemental Proxy Materials 2018

4. Symantec data as of March 31, 2019

5. Broadcom will acquire -1,700 patents and Symantec will keep -700 patents as part of the transaction. There will be a cross license agreement established between the two parties for use of all -2,400 patents by both sides

6. Expected run-rate after revenue optimization strategy, and includes \$1+ billion of expected run-rate cost synergies

7. Broadcom's 2020 first fiscal quarter begins November 4, 2019

8. Annualized estimate, based on Q2 FY19 data

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Cautionary Statement Regarding Forward-Looking Statements

This announcement contains forward-looking statements (including within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended, and Section 27A of the United States Securities Act of 1933, as amended) relating to Broadcom. These statements include, but are not limited to, statements regarding the expected completion and timing of the proposed transaction, expected benefits and costs of the proposed transaction, and management plans relating to the proposed transaction, and statements that address Broadcom's expected future business and financial performance and other statements identified by words such as "will", "expect", "believe", "anticipate", "estimate", "should", "intend", "plan", "potential", "predict", "project", "aim", and similar words, phrases or expressions. These forward-looking statements are based on current expectations and beliefs of Broadcom's management, as well as assumptions made by, and information currently available to, Broadcom's management, current market trends and market conditions and involve risks and uncertainties, many of which are outside of Broadcom's and Broadcom's management's control, and which may cause actual results to differ materially from those contained in forward-looking statements. Accordingly, you should not place undue reliance on such statements.

Those risks, uncertainties and assumptions include: the risk that the proposed transaction may not be completed in a timely manner or at all, which may adversely affect Broadcom's business and the price of the common stock of Broadcom; the failure to satisfy any of the conditions to the consummation of the proposed transaction, including the receipt of certain regulatory approvals; the occurrence of any event, change or other circumstance that could give rise to the termination of the asset purchase agreement; the effect of the announcement or pendency of the proposed transaction on Broadcom's business relationships, operating results and business generally; risks that the proposed transaction disrupts current plans and operations and the potential difficulties in employee retention as a result of the proposed transaction; risks related to diverting management's attention from ongoing business operations; the outcome of any legal proceedings that may be instituted related to the asset purchase agreement or the proposed transaction; unexpected costs, charges or expenses resulting from the proposed transaction; the ability of Broadcom to achieve its plans, forecasts and other expectations (including regarding expected revenues, returns and synergies) with respect to the acquired business after completion of the proposed transaction; and other risks described in Broadcom's and its predecessors' filings with the United States Securities and Exchange Commission, such as Quarterly Reports on Form 10-Q and Annual Reports on Form 10-K.

Other particular uncertainties that could materially affect future results include risks associated with: any loss of Broadcom's significant customers and fluctuations in the timing and volume of significant customer demand; Broadcom's dependence on contract manufacturing and outsourced supply chain; any other acquisitions Broadcom may make, such as delays, challenges and expenses associated with receiving governmental and regulatory approvals and satisfying other closing conditions, and with integrating acquired companies with Broadcom's existing businesses and Broadcom's ability to achieve the benefits, growth prospects and synergies expected by such acquisitions; global economic conditions and concerns; government regulations and trade restrictions; Broadcom's ability to accurately estimate customers' demand and adjust its manufacturing and supply chain accordingly; Broadcom's significant indebtedness, including the additional significant indebtedness that Broadcom expects to incur in connection with the proposed transaction, and the need to generate sufficient cash flows to service and repay such debt, and ability to maintain an investment grade credit rating; dependence on and risks associated with distributors of Broadcom products; dependence on senior management and Broadcom's ability to attract and retain qualified personnel; international political and economic conditions; Broadcom's dependency on a limited number of suppliers; quarterly and annual fluctuations in operating results; the amount and frequency of Broadcom stock repurchases; cyclicalities in the semiconductor or enterprise software industry or in target markets; Broadcom's competitive performance and ability to continue achieving design wins with its customers, as well as the timing of any design wins; prolonged disruptions of Broadcom's or its contract manufacturers' manufacturing facilities or other significant operations; Broadcom's ability to improve its manufacturing efficiency and quality; Broadcom's involvement in legal or administrative proceedings; Broadcom's dependence on outsourced service providers for certain key business services and their ability to execute to Broadcom's requirements; Broadcom's ability to maintain or improve gross margin; Broadcom's ability to protect its intellectual property and the unpredictability of any associated litigation expenses; compatibility of Broadcom's software products with operating environments, platforms or third-party products; Broadcom's ability to enter into satisfactory software license agreements; sales to Broadcom's government clients; availability of third party software used in Broadcom's products; use of open source code sources in Broadcom's products; any expenses or reputational damage associated with resolving customer product warranty and indemnification claims; Broadcom's ability to sell to new types of customers and to keep pace with technological advances; market acceptance of the end products into which Broadcom's products are designed; Broadcom's ability to protect against a breach of security systems; changes in accounting standards; fluctuations in foreign exchange rates; Broadcom's provision for income taxes and overall cash tax costs, legislation that may impact its overall cash tax costs and its ability to maintain tax concessions in certain jurisdictions; and other events and trends on a national, regional and global scale, including those of a political, economic, business, competitive and regulatory nature.

Forward-looking statements speak only as of the date of this communication. Broadcom does not undertake any intent or obligation to publicly update or revise any of the estimates and other forward-looking statements made in this announcement, whether as a result of new information, future events or otherwise, except as required by law.

Non-GAAP Financial Measures

In addition to GAAP reporting, Broadcom provides investors with net income, operating income, gross margin, operating expenses and other data, and has previously provided net revenue data, on a non-GAAP basis. This non-GAAP information includes the effect, where applicable, of purchase accounting on revenue, and excludes amortization of acquisition-related intangible assets, stock-based compensation expense, restructuring, impairment and disposal charges, acquisition-related costs, including integration costs, purchase accounting effect on inventory, litigation settlements, debt-related costs, gain (loss) on extinguishment of debt, gain (loss) on dispositions of acquisition-related assets, income (loss) from discontinued operations and non-GAAP tax reconciling adjustments. Management does not believe that these items are reflective of the Company's underlying performance. The exclusion of these and other similar items from Broadcom's non-GAAP financial results should not be interpreted as implying that these items are non-recurring, infrequent or unusual. Broadcom believes this non-GAAP financial information provides additional insight into the Company's on-going performance and has therefore chosen to provide this information to investors for a more consistent basis of comparison and to help them evaluate the results of the Company's on-going operations and enable more meaningful period to period comparisons. These non-GAAP measures are provided in addition to, and not as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

Broadcom is not readily able to provide a reconciliation of the projected non-GAAP financial information presented herein to the relevant projected GAAP measures without unreasonable effort. A reconciliation of Broadcom's GAAP to non-GAAP historical financial data is available in the Investor Center on its website.