Synopsys Posts Financial Results for Second Quarter of Fiscal 2004

PRNewswire-FirstCall MOUNTAIN VIEW, Calif.

Synopsys, Inc. (NASDAQ: SNPS), the world leader in semiconductor design software, today reported results for its second quarter ended April 30, 2004.

For the second quarter of fiscal 2004, Synopsys reported revenue of \$294.6 million, a 1% increase over revenue of \$292.0 million for the second quarter of fiscal 2003. For the six-month period ended April 30, 2004, revenue was \$579.9 million, an increase of 4% over revenue of \$560.2 million for the same period in 2003.

GAAP Results

On a generally accepted accounting principles (GAAP) basis, for the second quarter of fiscal 2004, net income was \$28.7 million, or \$0.18 per share, compared to net income of \$22.3 million, or \$0.15 per share, for the second quarter of fiscal 2003. GAAP net income for the six-month period ended April 30, 2004 was \$60.9 million, or \$0.37 per share, compared to \$56.7 million, or \$0.37 per share, for the same period in 2003.

Non-GAAP Results

On a non-GAAP basis, net income was \$57.1 million, or \$0.35 per share, for the second quarter of fiscal 2004 compared to non-GAAP net income of \$61.2 million, or \$0.40 per share, for the second quarter of fiscal 2003. Non-GAAP net income for the six-month period ended April 30, 2004 was \$111.4 million, or \$0.68 per share, compared to \$113.7 million, or \$0.74 per share, for the same period in 2003.

Per share data for the periods presented reflects the Company's two-for- one stock split completed on September 23, 2003. GAAP and non-GAAP net income are reconciled under "GAAP Reconciliation" below.

"Recently, the overall spending environment for our solutions has firmed up," said Aart de Geus, Chairman and Chief Executive Officer of Synopsys. "Customers are moving more aggressively to smaller geometries and we are unveiling some remarkable new technology that cements our position as the industry leader. These trends should bode well for us for the remainder of the year."

Financial Outlook

Synopsys also announced its operating model targets for the third quarter of fiscal 2004 and revised targets for the full year. The following targets are forward-looking and based on current expectations. For a discussion of factors that could cause actual results to differ materially from these targets, see "Forward-Looking Statements" below.

Third Quarter of Fiscal 2004 Targets:

- -- Revenue: \$300 million \$320 million
- -- Non-GAAP expenses: \$220 million \$230 million
- -- Non-GAAP other income and expense: (\$2.0) million \$1.0 million
- -- Fully diluted outstanding shares: 158 million 166 million
- -- Tax rate applied in net income calculations: 31%
- -- Non-GAAP earnings: \$0.35 \$0.40 per share
- -- Upfront licenses as a percentage of product bookings: 30%, plus or minus 5%

Fiscal Year 2004 targets:

- -- Orders: \$1.4 billion
- -- Revenue: \$1.20 billion \$1.23 billion
- -- Non-GAAP earnings: \$1.37 \$1.47 per share
- -- Upfront licenses as a percentage of product bookings: 30%, plus or minus 5%

Effectiveness of Guidance

The targets set forth above represent Synopsys' expectations as of the date of this release only. Although this release will remain available on the Synopsys website, its continued availability does not indicate that Synopsys is reaffirming or confirming

its continued validity. Synopsys does not currently intend to report on its progress during the third quarter of fiscal 2004 or comment to analysts or investors on, or otherwise update, such targets until it releases its quarterly results in August 2004.

GAAP Reconciliation

Non-GAAP net income consists of GAAP net income excluding, as applicable, amortization of intangible assets and deferred stock compensation, in-process research and development charges, integration and other acquisition-related expenses (including, in the second quarter of fiscal 2004, the \$10.0 million fee paid to Monolithic System Technology, Inc. (MoSys) in connection with the termination of the acquisition agreement between Synopsys and MoSys in April 2004), facilities realignment charges and continuing amounts relating to Synopsys' workforce realignment announced in the fourth quarter of fiscal 2003. Intangible assets consist primarily of purchased technology, contract rights intangible, customer-installed base/relationships, trademarks and tradenames, covenants not to compete and customer backlog. Non-GAAP net income is reduced by the amount of additional taxes that Synopsys would accrue if it used non-GAAP results instead of GAAP results to calculate Synopsys' tax liability.

Synopsys' management evaluates and makes operating decisions primarily based on the bookings and revenues of its core software and services business operations and the direct, ongoing and recurring costs of those operations such as cost of revenues and research and development, sales and marketing and general and administrative expenses. Management does not believe amortization of intangible assets and deferred stock compensation, in-process research and development charges, integration and other acquisition-related expenses and workforce realignment charges are ordinary, ongoing and recurring operating charges for Synopsys' core software and services business operations. Therefore, management calculates the non-GAAP financial measures used in this earnings release excluding these charges and uses these non-GAAP financial measures to enable it to analyze better and more consistently the period-to- period financial performance of its core business operations. Management believes that, although it is important for investors to understand GAAP measures, providing investors with these non-GAAP measures gives investors additional important information to enable them to assess, in a way management assesses, Synopsys' current and future continuing operations.

Reconciliation of Second Quarter Results

The following tables reconcile the specific items excluded from GAAP in the calculation of non-GAAP results for the periods indicated below:

```
Income Statement Reconciliation Three Months Ended Six Months Ended
(in thousands)
                           April 30,
                                        April 30,
                     2004 2003 2004 2003
GAAP net income
                           $28,739 $22,289 $60,891 $56,674
Amortization of intangible assets
and deferred stock compensation 34,351 33,478 68,835 62,261
Merger termination fee
                           10,000 -- 10,000
                                                  -- 18,250
In process research and development
                                   -- 18,250
Work force realignment charges
at a lower cost than estimated
                               (641)
                                      -- (1,782)
Facilities realignment charges
                                523
                                      -- 2,295
Tax effect
                       (15,886) (12,826) (28,833) (23,527)
Non-GAAP net income
                              $57,086 $61,191 $111,406 $113,658
Income Statement Reconciliation Per
                       Three Months Ended Six Months Ended
(in thousands, except per share data) April 30,
                                                April 30,
                      2004 2003 2004 2003
GAAP earnings per share
                                $0.18 $0.15 $0.37 $0.37
Amortization of intangible assets and
deferred stock compensation
                                 0.21 0.22 0.42
                               0.06
                                     -- 0.06
Merger termination fee
In process research and development
                                          0.12
                                                -- 0.12
Work force realignment charges
at a lower cost than estimated
                                       -- (0.01)
Facilities realignment charges
                                           0.01
                         (0.10) (0.09) (0.17) (0.16)
Tax effect
Non-GAAP earnings per share
                                  $0.35 $0.40 $0.68 $0.74
Shares used in calculation
                              161,840 153,034 163,779 153,102
```

Reconciliation of Target Operating Results

The following tables reconcile the specific items excluded from GAAP in the calculation of non-GAAP target operating results for the periods indicated below:

Information regarding Target Expenses Range for Three Months

(in thousands) Ending July 31, 2004

Low High

Non-GAAP target expenses \$220,000 \$230,000

Impact of amortization of intangible

35,000 assets and deferred stock compensation 34,000

Impact of facility realignment

1.000 charges

GAAP target expenses \$254.000 \$266,000

Information regarding Target Earnings

Range for Three Months Per Share

> Ending July 31, 2004 High

Non-GAAP target earnings per share \$0.35 \$0.40

Impact of amortization of intangible

assets and deferred stock compensation

per share, net of tax effect (0.15)(0.15)

Impact of facility realignment

charges per share, net of tax effect

GAAP target earnings per share \$0.20 \$0.25

Information regarding Target Earnings

Per Share Range for Fiscal Year

Ending October 31, 2004 Low High

Non-GAAP target earnings per share \$1.37 \$1.47

Impact of amortization of intangible assets and deferred stock compensation

per share, net of tax effect (0.59)(0.58)

Impact of facility realignment

charges per share, net of tax effect (0.02)(0.01)GAAP target earnings per share \$0.76 \$0.88

Synopsys will include final financial statements for the second quarter of fiscal 2004 in its Quarterly Report on Form 10-Q to be filed in June 2004.

Additional Financial Information Available on Synopsys Website

In connection with the issuance of this earnings release, Synopsys is making available to investors supplemental financial information, which can be found on Synopsys' website at http://www.synopsys.com/corporate/invest/finsupp/q204.pdf . Synopsys currently intends to provide this information on a quarterly basis.

Earnings Call Open to Investors

Synopsys will hold a conference call for financial analysts and investors today at 2:00 p.m., Pacific Time. A live webcast of the call will be available at Synopsys' corporate website at http://www.synopsys.com/corporate/invest/invest.html . A recording of the call will be available by calling 1-888-276-9995 (612-332-0335 for international callers), access code 730804, beginning at 5:30 p.m. Pacific Time today. A webcast replay will also be available at http://www.synopsys.com/corporate/invest/invest.html from approximately 5:30 p.m. Pacific Time today through the time of the announcement of Synopsys' results for the third quarter of fiscal 2004 in August 2004. Finally, Synopsys will post copies of the prepared remarks of Aart de Geus, Chairman and Chief Executive Officer, and Steve Shevick, Chief Financial Officer, on its website at http://www.synopsys.com/corporate/invest/invest.html following the call.

About Synopsys

Synopsys, Inc. is the world leader in electronic design automation (EDA) software for semiconductor design. The company delivers technology-leading semiconductor design and verification platforms and IC manufacturing software products to the global electronics market, enabling the development and production of complex systems-on-chips (SoCs). Synopsys also provides intellectual property and design services to simplify the design process and accelerate time-to-market for its customers. Synopsys is headquartered in Mountain View, California and has offices in more than 60 locations throughout North America, Europe, Japan and Asia. Visit Synopsys online at http://www.synopsys.com/ .

Forward-Looking Statements

The sections of this earnings release entitled "Financial Outlook" and "GAAP Reconciliation" contain forward-looking

statements within the meaning of the safe harbor provisions of Section 21E of the Securities Exchange Act of 1934. Actual results could differ materially from those described by these statements due to a number of factors, including but not limited to:

- -- weakness or continued budgetary caution in the semiconductor or electronic systems industries;
- lower-than-expected research and development spending by semiconductor and electronic systems companies;
- -- lower-than-anticipated purchases or delays in purchases of software or consulting services by Synopsys' customers;
- -- lower-than-anticipated new IC design starts;
- -- competition in the market for Synopsys' products and services;
- -- failure to continue to improve Synopsys' existing products;
- failure to successfully develop additional intellectual property blocks for its IP business or to develop and integrate its design for manufacturing products;
- -- difficulties in the ongoing integration of the products and operations of acquired companies or assets, including Numerical Technologies, Inc., Accelerant Networks, iRoC Technologies, and Analog Design Automation, into Synopsys' products and operations;
- -- unexpected changes in the mix of time-based licenses and upfront licenses:
- -- adverse variations from currently projected customer payment terms;
- -- downward pressure on maintenance orders, adversely affecting Synopsys' future level of service revenue; and
- -- an adverse outcome in the litigation between Synopsys and MoSys.

In addition, Synopsys' actual expenses and earnings per share on a GAAP basis for the third quarter of fiscal 2004 and actual earnings per share on a GAAP basis for the full-year fiscal 2004 could differ materially from the targets stated under "Financial Outlook" above for a number of reasons, including a determination by Synopsys that any portion of its intangible assets have become impaired, changes in deferred stock compensation expenses caused by employee terminations, and integration and other acquisition-related expenses, amortization of additional intangible assets and deferred stock compensation associated with additional acquisitions, if any.

For further discussion of these and other factors that may cause results to differ from those projected in this release, readers are referred to documents Synopsys has filed with the Securities and Exchange Commission, specifically the section contained in Part I, Item 2 of Synopsys' Quarterly Report on Form 10-Q for the first quarter of fiscal 2004 filed with the SEC on March 15, 2004 entitled "Factors That May Affect Future Results." Synopsys is under no obligation to (and expressly disclaims any such obligation to) update or alter these forward-looking statements whether as a result of new information, future events or otherwise.

NOTE: Synopsys is a registered trademark of Synopsys, Inc. All other trademarks mentioned in this release are the intellectual property of their respective owners.

SYNOPSYS, INC. Unaudited Condensed Consolidated Statements of Income (1) (in thousands, except per share data)

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Three Months Ended April 30, 2004 (2)
                                    Non-GAAP
                     GAAP Basis Adjustments Basis
Revenue:
Upfront license
                           $75,812
                                             $75,812
Time-based license
                              162,946
                                               162,946
                                           55,846
Service
                          55.846
   Total revenue
                           294,604
                                             294,604
Cost of revenue:
 Upfront license
                            6.770
                                             6.770
 Time-based license
                               10,872
                                                10.872
                                            21,652
                          21,541
                                    111
Amortization of intangible assets
  and deferred stock compensation
                                   25,715 (25,715)
                              64,898 (25,604)
                                                  39,294
  Total cost of revenue
Gross margin
                            229,706 25,604
                                                255,310
Operating expenses:
                                  70,136
Research and development
                                             271
                                                     70,407
Sales and marketing
                               74,885
                                         209
                                                 75,094
General and administrative
                                38,474 (10,473)
                                                     28.001
In-process research and development
 Amortization of intangible assets
  and deferred stock compensation
                                    8,636 (8,636)
  Total operating expenses
                               192,131 (18,629)
                                                    173,502
Operating income
                              37,575 44,233
                                                  81,808
```

925 925 Other income, net

Income before provision for

38,500 44,233 82,733 income taxes Provision for income taxes 9,761 15,886 25,647 Net income \$28,739 \$28,347 \$57,086

Basic earnings per share:

Net income per share \$0.19 \$0.37

154,806 Weighted-average common shares 154,806

Diluted earnings per share:

Net income per share \$0.18 \$0.35

Weighted-average common shares

161,840 and equivalents 161,840

Three Months Ended April 30, 2003 (2) Non-GAAP

GAAP Basis Adjustments Basis

Revenue:

Upfront license \$82,000 -- \$82,000 Time-based license 148,061 -- 148,061 61,967 Service 61,967 Total revenue 292.028 292,028

Cost of revenue:

Upfront license 3,845 3,845 Time-based license 13.472 13.472 Service 17,750

Amortization of intangible assets

and deferred stock compensation 24,309 (24,309)Total cost of revenue 59,376 (24,309) 35,067 Gross margin 232,652 24,309 256,961

Operating expenses:

Research and development 68,612 68,612 80,970 -- 80,970 Sales and marketing General and administrative 24,240 24,240 In-process research and development 18,250 (18,250)

Amortization of intangible assets

9,169 and deferred stock compensation (9,169)Total operating expenses 201,241 (27,419) 173,822 Operating income 31,411 51,728 83,139 Other income, net 7,515 7,515

Income before provision for

income taxes 38,926 51.728 90.654 Provision for income taxes 16,637 12,826 29,463 \$38,902 \$61,191 Net income \$22,289

Basic earnings per share:

Net income per share \$0.15 \$0.41

148,702 Weighted-average common shares 148,702

Diluted earnings per share:

Net income per share \$0.15 \$0.40

Weighted-average common shares

and equivalents 153,034 153,034

- (1) The Company's fiscal year and second guarter ends on the Saturday nearest to October 31 and April 30, respectively. For presentation purposes, the unaudited condensed consolidated financial statements refer to a calendar month end.
- (2) All common share and per share data for all periods presented are adjusted to reflect the Company's two-for-one stock split completed on September 23, 2003.

SYNOPSYS, INC.

Unaudited Condensed Consolidated Statements of Income (1) (in thousands, except per share data)

Six Months Ended April 30, 2004 (2) Non-GAAP GAAP Basis Adjustments Basis

Revenue:

\$135,302 Upfront license \$135,302 333.544 Time-based license 333.544 Service 111,022 111,022 Total revenue 579,868 579,868 Cost of revenue:

Upfront license 14,196 197 14,393

Time-based license 15,755 15,755 Service 45,114 111 45,225 Amortization of intangible assets and deferred stock compensation 50,955 (50,955) Total cost of revenue 126,020 (50,647) 75,373 Gross margin 453,848 50,647 504,495 Operating expenses: Research and development 140,473 754 141.227 Sales and marketing 145,631 580 146,211 General and administrative 67,611 (12,155) 55,456 In-process research and development Amortization of intangible assets and deferred stock compensation 17,880 (17,880) Total operating expenses 371,595 (28,701) 342.894 Operating income 82,253 79,348 161,601 Other (expense) income, net (144)(144)Income before provision for income taxes 82,109 79,348 161,457 Provision for income taxes 21,218 28,833 50.051 Net income \$60,891 \$50,515 \$111,406 Basic earnings per share: Net income per share \$0.39 \$0.72 Weighted-average common shares 155,556 155,556 Diluted earnings per share: Net income per share \$0.37 \$0.68 Weighted-average common shares 163,779 and equivalents 163,779 Six Months Ended April 30, 2003 (2)

Non-GAAP

GAAP Basis Adjustments Basis

Revenue:

Upfront license -- \$136,520 \$136,520 Time-based license 289,290 -- 289,290 -- 134.354 Service 134.354 Total revenue 560,164 -- 560,164

Cost of revenue:

Upfront license 7,598 7,598 Time-based license 26,258 -- 26,258 Service 39.770 39,770

Amortization of intangible assets

and deferred stock compensation 45,102 (45,102) Total cost of revenue 118,728 (45,102) 73,626 Gross margin 45,102 486,538 441,436

Operating expenses:

Research and development 135.881 -- 135,881 Sales and marketing 152,208 -- 152,208 -- 46,791 General and administrative 46,791 In-process research and development 18,250 (18,250)

Amortization of intangible assets

and deferred stock compensation 17,159 (17,159) Total operating expenses 370,289 (35,409) 334,880 Operating income 71,147 80,511 151,658 Other (expense) income, net 16.725 -- 16,725

Income before provision for

income taxes 87,872 80,511 168,383 23,527 54,725 Provision for income taxes 31,198 \$56,984 \$113,658 Net income \$56,674

Basic earnings per share:

Net income per share \$0.38 \$0.77

Weighted-average common shares 148,440 148,440

Diluted earnings per share:

Net income per share \$0.37 \$0.74 Weighted-average common shares

and equivalents 153,102 153,102

(1) The Company's fiscal year and second quarter ends on the Saturday nearest to October 31 and April 30, respectively. For presentation purposes, the unaudited condensed consolidated financial statements

refer to a calendar month end.

(2) All common share and per share data for all periods presented are adjusted to reflect the Company's two-for-one stock split completed on September 23, 2003.

SYNOPSYS, INC.

Unaudited Condensed Consolidated Balance Sheets (1) (in thousands)

April 30, 2004 October 31, 2003

ASSETS:

Current assets:

 Cash and cash equivalents
 \$456,123
 \$524,308

 Short-term investments
 156,891
 174,049

Total cash, cash equivalents and

short-term investments 613,014 698,357

Accounts receivable, net of

allowances of \$9,991 and \$8,295,

 respectively
 220,854
 200,998

 Deferred income taxes
 249,766
 248,425

 Income taxes receivable
 49,328
 72,124

Prepaid expenses and other current

assets 33,336 19,302
Total current assets 1,166,298 1,239,206
Property and equipment, net 182,041 184,313
Long-term investments 7,730 8,595
Goodwill 568,535 550,732
Intangible assets net 246,955 285,583

 Goodwill
 568,535
 550,732

 Intangible assets, net
 246,955
 285,583

 Other assets
 66,914
 38,924

 Total assets
 \$2,238,473
 \$2,307,353

LIABILITIES AND STOCKHOLDERS' EQUITY:

Current liabilities:

Accounts payable and accrued

 liabilities
 \$157,733
 \$204,226

 Accrued income taxes
 181,669
 201,855

 Deferred revenue
 430,302
 398,878

 Total current liabilities
 769,704
 804,959

Deferred compensation and other

liabilities 51,302 47,390

Long-term deferred revenue 21,581 21,594

Stockholders' equity (2):

Common stock, \$0.01 par value per share; 400,000 shares authorized; 155,247 and

 155,837 shares outstanding, respectively
 1,552
 1,560

 Additional paid-in capital
 1,236,738
 1,198,421

 Retained earnings
 226,403
 251,979

Treasury stock, at cost; 1,882 and

662 shares, respectively (67,117) (20,733)
Deferred stock compensation (4,738) (7,170)

Accumulated other comprehensive

income 3,048 9,353

Total stockholders' equity 1,395,886 1,433,410

Total liabilities and

stockholders' equity \$2,238,473 \$2,307,353

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- (2) All common share data for all periods presented are adjusted to reflect the Company's two-for-one stock split completed on September 23, 2003.

SYNOPSYS, INC.

Unaudited Condensed Consolidated Statements of Cash Flows (1) (in thousands)

Six Months Ended April 30,

2004 2003

CASH FLOWS FROM OPERATING ACTIVITIES:

Net income \$60.891 \$56.674

Adjustments to reconcile net income to net cash provided by operating

activities:

Amortization and depreciation 96,272 90,875

In-process research and development 18,250 Write-down of long-term investments 1,901 2,065 Tax benefit associated with stock 3,226 options (71) Deferred rent 1,351 Provision for doubtful accounts and sales returns 2,000 2,423 Net change in unrecognized gains and losses on foreign exchange contracts (5,963)13,683 Gain on sale of short- and long-term (12,470)investments (756)Net changes in operating assets and liabilities: (41,565)Accounts receivable (21,731)Income taxes receivable 22,796 2,038 Prepaid expenses and other current (14,034)assets 1.094 Other assets (11,219)3,259 Accounts payable and accrued liabilities (50,294)(65,433)Accrued income taxes (20, 186)5,077 Deferred revenue 62.893 31.269 Deferred compensation 10,842 4,623 Net cash provided by operating activities 101.717 148.063 CASH FLOWS FROM INVESTING ACTIVITIES: Proceeds from sales and maturities of short-term investments 533,313 113,799 Purchases of short-term investments (516,099)(134,246)Proceeds from sale of long-term investments 18,231 Purchases of long-term investments (1,254)(800)Purchases of property and equipment (24, 129)(19,705)Cash paid for acquisitions, net of (38,815)(162,461)cash received Capitalization of software development costs (1,371)(1,308)(186,490)Net cash used in investing activities (48,055)CASH FLOWS FROM FINANCING ACTIVITIES: Proceeds from credit facility 200,000 Payments on credit facility (200,000)Issuances of common stock 117,996 63,419 Purchases of treasury stock (238, 338)(67,795)Net cash used in financing activities (120,342)(4,376)Effect of exchange rate changes on cash (1,505)(955)Net decrease in cash and cash equivalents (68, 185)(43,758)Cash and cash equivalents, beginning of period 524,308 312,580 Cash and cash equivalents, end of \$456,123 \$268,822 period

(1) The Company's fiscal year and second quarter ends on the Saturday nearest to October 31 and April 30, respectively. For presentation purposes, the unaudited condensed consolidated financial statements refer to a calendar month end.

SOURCE: Synopsys, Inc.

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Web site: http://www.synopsys.com/