

**YOUR NETWORK**  
**RUNS ON COMMSCOPE™**

## Third Quarter 2015 Results

November 9, 2015

**Eddie Edwards**

President and  
Chief Executive Officer

**Mark Olson**

Executive Vice President and  
Chief Financial Officer

## Caution Regarding Forward Looking Statements

During this presentation or any other oral or written statements made by us or on our behalf may include forward-looking statements which reflect our current views with respect to future events and financial performance. These forward-looking statements are generally identified by their use of such terms and phrases as "intend," "goal," "estimate," "expect," "project," "projections," "plans," "anticipate," "should," "could," "designed to," "foreseeable future," "believe," "think," "scheduled," "outlook," "guidance" and similar expressions although not all forward-looking statements contain such terms. This list of indicative terms and phrases is not intended to be all-inclusive.

These statements are subject to various risks and uncertainties, many of which are outside our control, including, without limitation, our dependence on customers' capital spending on communication systems; concentration of sales among a limited number of customers or distributors; changes in technology; our ability to fully realize anticipated benefits from prior or future acquisitions or equity investments; industry competition and the ability to retain customers through product innovation, introduction and marketing; risks associated with our sales through channel partners; possible production disruptions due to supplier or contract manufacturer bankruptcy, reorganization or restructuring; the risk our global manufacturing operations suffer production or shipping delays causing difficulty in meeting customer demands; the risk that internal production capacity and that of contract manufacturers may be insufficient to meet customer demand or quality standards for our products; our ability to maintain effective information management systems and to successfully implement major systems initiatives; cyber-security incidents, including data security breaches or computer viruses; product performance issues and associated warranty claims; significant international operations and the impact of variability in foreign exchange rates; our ability to comply with governmental anti-corruption laws and regulations and export and import controls worldwide; our ability to compete in international markets due to export and import controls to which we may be subject; potential difficulties in realigning global manufacturing capacity and capabilities among our global manufacturing facilities, including delays or challenges related to removing, transporting or reinstalling equipment, that may affect our ability to meet customer demands for products; possible future restructuring actions; possible future impairment charges for fixed or intangible assets, including goodwill; increased obligations under employee benefit plans; cost of protecting or defending intellectual property; changes in laws or regulations affecting us or the industries we serve; costs and challenges of compliance with domestic and foreign environmental laws and the effects of climate change; changes in cost and availability of key raw materials, components and commodities and the potential effect on customer pricing; risks associated with our dependence on a limited number of key suppliers; our ability to attract and retain qualified key employees; allegations of health risks from wireless equipment; availability and adequacy of insurance; natural or man-made disasters or other disruptions; income tax rate variability and ability to recover amounts recorded as value-added tax receivables; labor unrest; risks of not realizing benefits from research and development projects; substantial indebtedness and maintaining compliance with debt covenants; our ability to incur additional indebtedness; ability of our lenders to fund borrowings under their credit commitments; changes in capital availability or costs, such as changes in interest rates, security ratings and market perceptions of the businesses in which we operate, or the ability to obtain capital on commercially reasonable terms or at all; our ability to generate cash to service our indebtedness; our ability to integrate the BNS business on a timely and cost effective manner; our reliance on TE Connectivity for transition services for the BNS business; our ability to realize expected growth opportunities and cost savings from the BNS business; and other factors beyond our control. These and other factors are discussed in greater detail in our 2014 Annual Report on Form 10-K. Although the information contained in this presentation represents our best judgment as of the date of this report based on information currently available and reasonable assumptions, we can give no assurance that the expectations will be attained or that any deviation will not be material. Given these uncertainties, we caution you not to place undue reliance on these forward-looking statements, which speak only as of the date made. We are not undertaking any duty or obligation to update this information to reflect developments or information obtained after the date of this report, except as otherwise may be required by law.

## Non-GAAP Financial Measures

CommScope management believes that presenting certain non-GAAP financial measures provides meaningful information to investors in understanding operating results and may enhance investors' ability to analyze financial and business trends. Non-GAAP measures are not a substitute for GAAP measures and should be considered together with the GAAP financial measures. As calculated, our non-GAAP measures may not be comparable to other similarly titled measures of other companies. In addition, CommScope management believes that these non-GAAP financial measures allow investors to compare period to period more easily by excluding items that could have a disproportionately negative or positive impact on results in any particular period. GAAP to non-GAAP reconciliations are included in this presentation.

## Agenda

COMMSCOPE®

- Third quarter 2015 results
- Segment review
- Cash flow and liquidity
- Fourth quarter and calendar year 2015 outlook
- BNS integration progress

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# Q3 2015 Results<sup>(1)</sup>

## Sales & Orders:

- Sales of \$973m (includes \$141m of BNS sales)
  - Excluding BNS, down 17% YOY
  - Enterprise growth offset by lower Wireless and Broadband sales
  - Foreign exchange rates negatively impacted sales by 3%
- Orders of \$910m
  - Book-to-bill ratio of 0.94

## Operating Results:

- GAAP Operating Loss of \$43m, reflects impairment charges and costs associated with the BNS acquisition
- Adjusted Operating Income<sup>(2)</sup> decreased 8% YOY to \$201m, or 21% of sales
  - BNS AOI of \$26m, or 18% of BNS sales

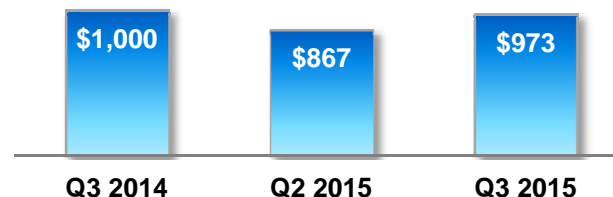
## Net Income & EPS:

- GAAP Net Loss of \$81m, or \$(0.42) per share
- Adjusted Net Income<sup>(2)</sup> of \$103m, or \$0.53 per diluted share

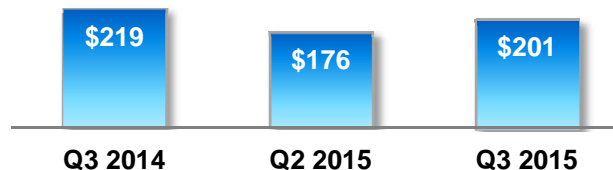
(1) The results of the BNS business are included in CommScope's results from August 28, 2015 through September 25, 2015, their fiscal period end.  
(2) See appendix for reconciliation



### Consolidated Sales (in millions)



### Consolidated Adjusted Operating Income<sup>(2)</sup> (in millions)



### Adjusted Diluted Earnings per Share<sup>(2)</sup>



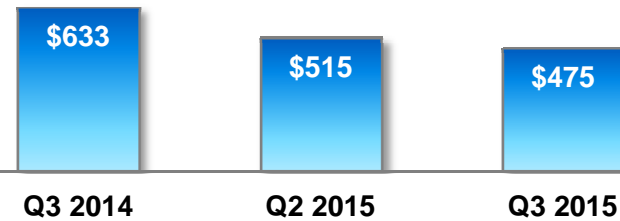
# Wireless Segment



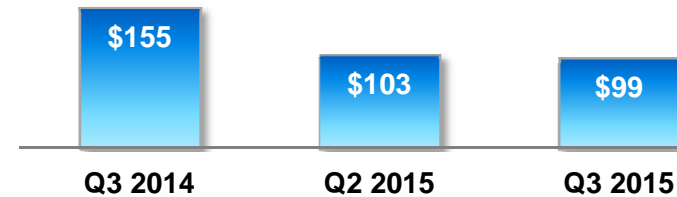
COMMSCOPE®

## Global Leader in Wireless RF Infrastructure Solutions

### Wireless Sales<sup>1</sup> (in millions)



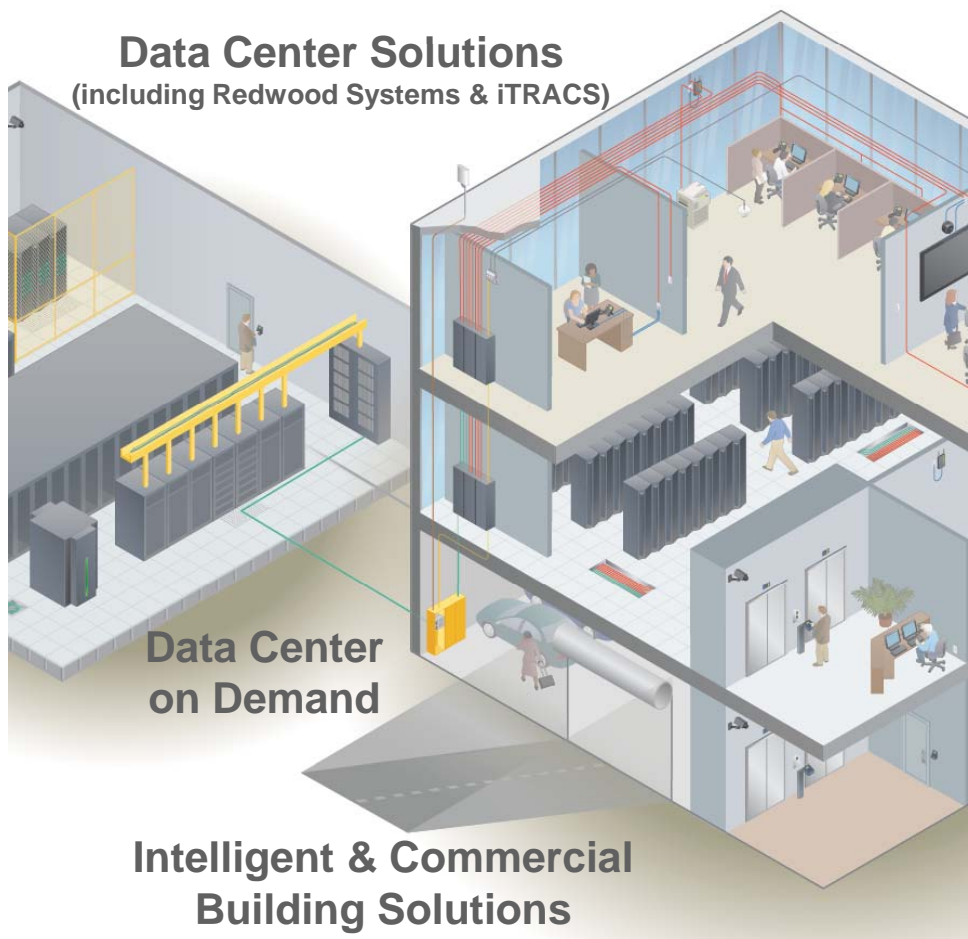
### Adjusted Operating Income<sup>2</sup> (in millions)



1. Sales exclude inter-segment eliminations

2. See appendix for reconciliation of Adjusted Operating Income

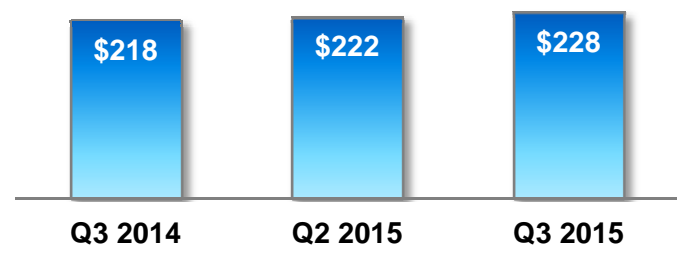
# Enterprise Segment



## Structured Cabling Connectivity Solutions

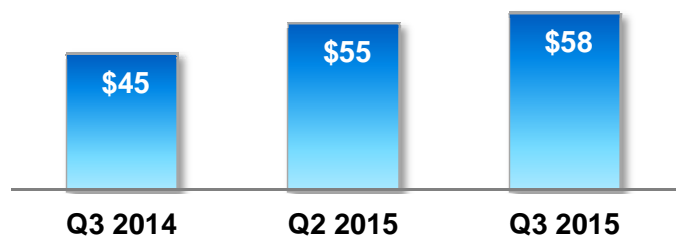
### Enterprise Sales<sup>1</sup>

(in millions)



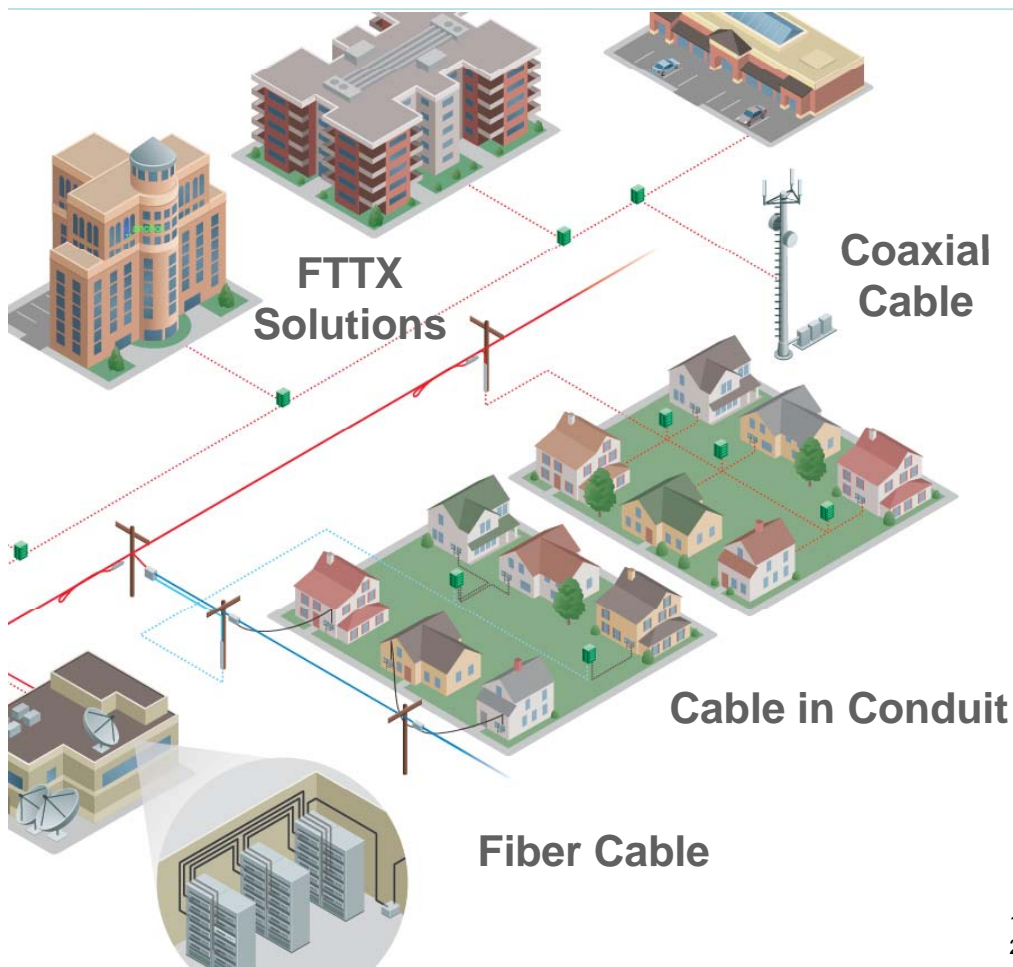
### Adjusted Operating Income<sup>2</sup>

(in millions)



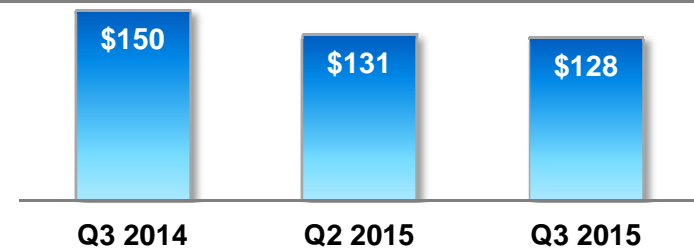
1. Sales exclude inter-segment eliminations  
2. See appendix for reconciliation of Adjusted Operating Income

# Broadband Segment

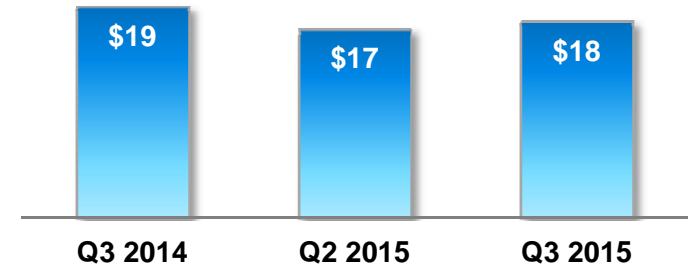


## Coaxial and Fiber Optic Solutions for Cable Television Operators

**Broadband Sales<sup>1</sup>**  
(in millions)



**Adjusted Operating Income<sup>2</sup>**  
(in millions)

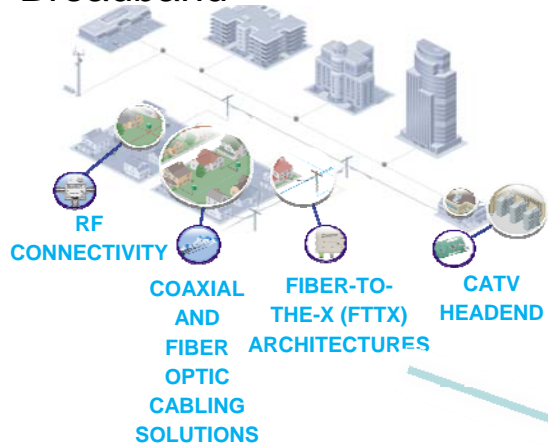


1. Sales exclude inter-segment eliminations  
2. See appendix for reconciliation of Adjusted Operating Income

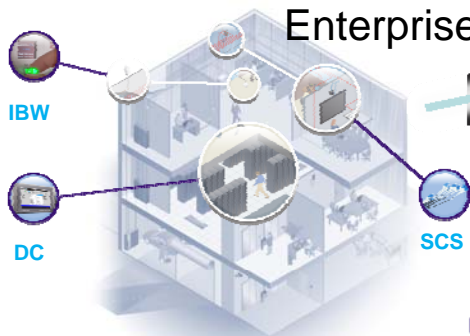
# BNS Segment

(Acquisition closed August 28, 2015)

## Broadband



## Enterprise



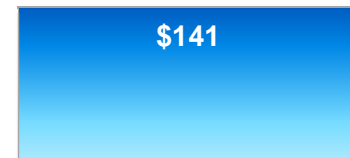
## Wireless



## Leader in Fiber Optic Connectivity in Wireline and Wireless Networks

### BNS Sales<sup>1</sup>

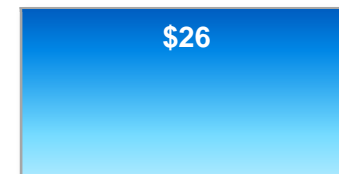
(in millions)



Q3 2015

### Adjusted Operating Income<sup>2</sup>

(in millions)



Q3 2015

1. Sales exclude inter-segment eliminations

2. See appendix for reconciliation of Adjusted Operating Income



# Cash Flow and Liquidity



## Cash Flow Highlights

(in millions)	Q3 2014	Q3 2015	LTM Q3 2014	LTM Q3 2015
Cash flow from operations	\$ 211	\$ 112	\$ 248	\$ 314
Capital expenditures, net of capital expenditures related to BNS integration	(9)	(12)	(34)	(40)
Cash paid for transaction & integration costs	*	53	*	72
Debt redemption premium	--	--	127	--
Fee paid to terminate management agreement	--	--	20	--
Adjusted free cash flow	\$ 202	\$ 154	\$ 361	\$ 345
Cash taxes paid	\$ 22	\$ 35	\$ 89	\$ 121
Cash interest paid	\$ 7	\$ 15	\$ 166	\$ 145

\* Not significant

Liquidity of \$942 million at September 30, 2015

Cash and Cash Equivalents: \$618m

Availability Under Revolver :\$324m

Components may not sum to total due to rounding

### Q4 2015 Guidance

- Sales of \$1.125 billion - \$1.2 billion
- Adjusted operating income of \$175 million - \$205 million
- Adjusted earnings per diluted share of \$0.39 - \$0.44, assuming stable business conditions

### Full Year 2015 Outlook

- Sales of \$3.79 billion - \$3.865 billion
- Adjusted operating income of \$708 million - \$738 million
- Adjusted earnings per diluted share of \$1.83 - \$1.88, assuming stable business conditions

(1) Excludes impact of amortization of purchased intangibles, restructuring costs, transaction and integration costs, purchase accounting and other special items.

## BNS Integration Progress

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- Organizational Structure
  - Synergy Activity
  - Segment Reporting
- 



# Appendix

## Non-GAAP Financial Measures

CommScope management believes that presenting certain non-GAAP financial measures provides meaningful information to investors in understanding operating results and may enhance investors' ability to analyze financial and business trends. Non-GAAP measures are not a substitute for GAAP measures and should be considered together with the GAAP financial measures. As calculated, our non-GAAP measures may not be comparable to other similarly titled measures of other companies. In addition, CommScope management believes that these non-GAAP financial measures allow investors to compare period to period more easily by excluding items that could have a disproportionately negative or positive impact on results in any particular period.

# Income Statements



(Unaudited -- In thousands)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
Net sales	\$ 972,597	\$ 1,000,427	\$ 2,665,287	\$ 3,001,719
Operating costs and expenses:				
Cost of sales	633,706	637,940	1,718,497	1,889,870
Selling, general and administrative	203,820	121,417	460,288	355,515
Research and development	31,100	30,806	86,818	95,758
Amortization of purchased intangible assets	54,287	44,835	143,697	133,439
Restructuring costs, net	6,868	7,388	10,633	11,677
Asset impairments	85,334	7,000	85,334	14,229
Total operating costs and expenses	<u>1,015,115</u>	<u>849,386</u>	<u>2,505,267</u>	<u>2,500,488</u>
Operating income (loss)	(42,518)	151,041	160,020	501,231
Other income (expense), net	(8,269)	1,393	(5,556)	(90,593)
Interest expense	(73,387)	(36,504)	(158,752)	(142,409)
Interest income	1,276	1,394	3,336	3,609
Income (loss) before income taxes	(122,898)	117,324	(952)	271,838
Income tax (expense) benefit	42,102	(20,893)	5,224	(82,877)
Net income (loss)	<u>\$ (80,796)</u>	<u>\$ 96,431</u>	<u>\$ 4,272</u>	<u>\$ 188,961</u>
Earnings (loss) per share:				
Basic	\$ (0.42)	\$ 0.51	\$ 0.02	\$ 1.01
Diluted (a)	\$ (0.42)	\$ 0.50	\$ 0.02	\$ 0.99
Weighted average shares outstanding:				
Basic	190,269	187,407	189,483	186,624
Diluted (a)	190,269	191,627	193,930	191,126
(a) Calculation of diluted earnings per share:				
Net income (loss) (basic)	\$ (80,796)	\$ 96,431	\$ 4,272	\$ 188,961
Weighted average shares (basic)	190,269	187,407	189,483	186,624
Dilutive effect of stock options	-	4,220	4,447	4,502
Denominator (diluted)	<u>190,269</u>	<u>191,627</u>	<u>193,930</u>	<u>191,126</u>

See notes to unaudited condensed consolidated financial statements included in our Form 10-Q.

# Balance Sheets



(Unaudited -- In thousands)

Assets	September 30, 2015	December 31, 2014
Cash and cash equivalents	\$ 617,962	\$ 729,321
Accounts receivable, less allowance for doubtful accounts of \$12,782 and \$8,797, respectively	958,214	612,007
Inventories, net	554,835	367,185
Prepaid expenses and other current assets	146,743	67,875
Deferred income taxes	72,726	51,230
Total current assets	<u>2,350,480</u>	<u>1,827,618</u>
Property, plant and equipment, net of accumulated depreciation of \$233,332 and \$207,342, respectively	530,070	289,371
Goodwill	2,616,400	1,451,887
Other intangible assets, net	2,266,192	1,260,927
Other noncurrent assets	98,064	87,255
Total assets	<u>\$ 7,861,206</u>	<u>\$ 4,917,058</u>
<b>Liabilities and Stockholders' Equity</b>		
Accounts payable	\$ 336,796	\$ 177,806
Other accrued liabilities	414,552	289,006
Current portion of long-term debt	12,592	9,001
Total current liabilities	<u>763,940</u>	<u>475,813</u>
Long-term debt	5,342,910	2,659,897
Deferred income taxes	263,374	339,945
Pension and postretirement benefit liabilities	51,958	29,478
Other noncurrent liabilities	120,549	104,306
Total liabilities	<u>6,542,731</u>	<u>3,609,439</u>
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$0.01 par value: Authorized shares: 200,000,000; Issued and outstanding shares: None at September 30, 2015 or December 31, 2014	—	—
Common stock, \$0.01 par value: Authorized shares: 1,300,000,000; Issued and outstanding shares: 190,590,496 and 187,831,389 at September 30, 2015 and December 31, 2014, respectively	1,916	1,888
Additional paid-in capital	2,199,286	2,141,433
Retained earnings (accumulated deficit)	(737,247)	(741,519)
Accumulated other comprehensive loss	(134,845)	(83,548)
Treasury stock, at cost: 961,566 shares at September 30, 2015 and December 31, 2014	(10,635)	(10,635)
Total stockholders' equity	<u>1,318,475</u>	<u>1,307,619</u>
Total liabilities and stockholders' equity	<u>\$ 7,861,206</u>	<u>\$ 4,917,058</u>

See notes to unaudited condensed consolidated financial statements included in our Form 10-Q.

# Statements of Cash Flows



(Unaudited -- In thousands)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
<b>Operating Activities:</b>				
Net income (loss)	\$ (80,796)	\$ 96,431	\$ 4,272	\$ 188,961
Adjustments to reconcile net income (loss) to net cash generated by operating activities:				
Depreciation and amortization	73,762	60,385	199,485	198,866
Equity-based compensation	5,677	5,560	21,055	15,731
Deferred income taxes	(58,409)	(20,036)	(92,538)	(31,531)
Asset impairments	85,334	7,000	85,334	14,229
Excess tax benefits from equity-based compensation	(5,030)	(3,596)	(19,194)	(10,583)
Changes in assets and liabilities:				
Accounts receivable	2,126	69,172	(116,131)	(99,645)
Inventories	58,480	26,785	67,518	(49,671)
Prepaid expenses and other assets	(49,163)	22,330	(43,286)	2,904
Accounts payable and other liabilities	76,793	(52,913)	74,524	(58,095)
Other	3,696	(609)	4,697	(9,534)
Net cash generated by operating activities	112,470	210,509	185,736	161,632
<b>Investing Activities:</b>				
Additions to property, plant and equipment	(15,341)	(8,693)	(39,422)	(24,884)
Proceeds from sale of property, plant and equipment	46	166	219	1,612
Cash paid for acquisitions, net of cash acquired	(2,957,476)	(44,919)	(2,957,476)	(40,174)
Acquisition funds held in escrow	2,746,875	—	—	—
Other	171	(13,250)	3,268	(5,951)
Net cash used in investing activities	(225,725)	(66,696)	(2,993,411)	(69,397)
<b>Financing Activities:</b>				
Long-term debt repaid	(49)	(2,408)	(502,566)	(1,122,197)
Long-term debt proceeds	—	—	3,246,875	1,315,000
Long-term debt financing costs	(64,865)	(519)	(73,890)	(23,257)
Proceeds from the issuance of common shares under equity-based compensation plans	4,322	2,805	21,273	10,747
Excess tax benefits from equity-based compensation	5,030	3,596	19,194	10,583
Net cash generated by (used in) financing activities	(55,562)	3,474	2,710,886	190,876
Effect of exchange rate changes on cash and cash equivalents	(6,180)	(11,902)	(14,570)	(12,997)
Change in cash and cash equivalents	(174,997)	135,385	(111,359)	270,114
Cash and cash equivalents, beginning of period	792,959	481,049	729,321	346,320
Cash and cash equivalents, end of period	\$ 617,962	\$ 616,434	\$ 617,962	\$ 616,434

See notes to unaudited condensed consolidated financial statements included in our Form 10-Q.

# Segment Information



(Unaudited -- In millions)

## Sales by Segment

	Q3 2015	Q2 2015	Q3 2014	% Change	
				Sequential	YOY
Wireless	\$ 475.3	\$ 515.2	\$ 633.0	(7.7) %	(24.9) %
Enterprise	227.8	221.9	218.0	2.7 %	4.5 %
Broadband	128.5	130.6	149.5	(1.6) %	(14.0) %
BNS	141.1	-	-	NM	NM
Inter-segment eliminations	(0.1)	(0.4)	(0.1)	NM	NM
<b>Total Net Sales</b>	<b>\$ 972.6</b>	<b>\$ 867.3</b>	<b>\$ 1,000.4</b>	<b>12.1 %</b>	<b>(2.8) %</b>

## Non-GAAP Adjusted Operating Income by Segment

	Q3 2015	Q2 2015	Q3 2014	% Change	
				Sequential	YOY
Wireless	\$ 99.3	\$ 103.5	\$ 155.2	(4.1) %	(36.0) %
Enterprise	58.2	55.3	44.5	5.2 %	30.8 %
Broadband	17.7	17.2	18.8	2.9 %	(5.9) %
BNS	25.8	-	-	NM	NM
<b>Total Non-GAAP Adjusted Operating Income</b>	<b>\$ 201.0</b>	<b>\$ 175.9</b>	<b>\$ 218.5</b>	<b>14.3 %</b>	<b>(8.0) %</b>

NM – Not meaningful

Components may not sum to total due to rounding

See Description of Non-GAAP Financial Measures



# Adjusted Net Income Reconciliation



(Unaudited -- In thousands)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2015	2014	2015	2014
<b>Operating income (loss), as reported</b>	<b>\$ (42.5)</b>	<b>\$ 151.0</b>	<b>\$ 160.0</b>	<b>\$ 501.2</b>
Adjustments:				
Amortization of purchased intangible assets	54.3	44.8	143.7	133.4
Restructuring costs, net	6.9	7.4	10.6	11.7
Equity-based compensation	5.7	5.6	21.1	15.7
Asset impairments	85.3	7.0	85.3	14.2
Transaction and integration costs	60.8	2.7	82.1	4.6
Purchase accounting adjustments <sup>(1)</sup>	30.5	-	30.6	(11.9)
Total adjustments to operating income	243.5	67.5	373.4	167.7
<b>Non-GAAP adjusted operating income</b>	<b>\$ 201.0</b>	<b>\$ 218.5</b>	<b>\$ 533.4</b>	<b>\$ 669.0</b>
Income (loss) before income taxes, as reported	\$ (122.9)	\$ 117.3	\$ (1.0)	\$ 271.8
Income tax (expense) benefit, as reported	42.1	(20.9)	5.2	(82.9)
<b>Net income (loss), as reported</b>	<b>\$ (80.8)</b>	<b>\$ 96.4</b>	<b>\$ 4.3</b>	<b>\$ 189.0</b>
Adjustments:				
Total pretax adjustments to operating income	243.5	67.5	373.4	167.7
Pretax amortization of deferred financing costs & OID <sup>(2)</sup>	3.9	3.1	17.1	29.2
Pretax acquisition related interest <sup>(2)</sup>	23.9	-	29.2	-
Pretax loss on debt transactions <sup>(3)</sup>	-	-	-	93.9
Pretax gain on sale of equity investment <sup>(3)</sup>	-	(2.1)	(2.7)	(8.8)
Tax effects of adjustments and other tax items <sup>(4)</sup>	(87.9)	(45.6)	(142.4)	(117.1)
<b>Non-GAAP adjusted net income</b>	<b>\$ 102.6</b>	<b>\$ 119.5</b>	<b>\$ 278.9</b>	<b>\$ 354.0</b>
<b>Diluted EPS, as reported</b>	<b>\$ (0.42)</b>	<b>\$ 0.50</b>	<b>\$ 0.02</b>	<b>\$ 0.99</b>
<b>Non-GAAP adjusted diluted EPS</b>	<b>\$ 0.53</b>	<b>\$ 0.62</b>	<b>\$ 1.44</b>	<b>\$ 1.85</b>

(1) For the nine months ended September 30, 2014, includes the reduction in the estimated fair value of contingent consideration payable related to the Redwood acquisition.

(2) Included in interest expense.

(3) Included in other income (expense), net.

(4) The tax rates applied to adjustments reflect the tax expense or benefit based on the tax jurisdiction of the entity generating the adjustment. There are certain items for which we expect little or no tax effect.

Note: Components may not sum to total due to rounding.

See Description of Non-GAAP Financial Measures

## Adjusted Operating Income Reconciliation by Quarter



(Unaudited -- In millions)

	<u>Q3 2015</u>	<u>Q2 2015</u>	<u>Q1 2015</u>	<u>Q4 2014</u>	<u>Q3 2014</u>
Operating income (loss), as reported	\$ (42.5)	\$ 109.4	\$ 93.1	\$ 76.2	\$ 151.0
Amortization of purchased intangible assets	54.3	44.6	44.8	44.8	44.8
Restructuring costs, net	6.9	1.9	1.9	7.6	7.4
Equity-based compensation	5.7	10.1	5.3	5.4	5.6
Asset impairments	85.3	-	-	(2.1)	7.0
Transaction and integration costs	60.8	9.9	11.4	7.5	2.7
Purchase accounting adjustments	30.5	-	-	-	-
<b>Non-GAAP adjusted operating income</b>	<b>\$ 201.0</b>	<b>\$ 175.9</b>	<b>\$ 156.5</b>	<b>\$ 139.4</b>	<b>\$ 218.5</b>
<b>Non-GAAP adjusted operating margin %</b>	<b>20.7%</b>	<b>20.3%</b>	<b>19.0%</b>	<b>16.8%</b>	<b>21.8%</b>
Depreciation	15.6	11.5	11.6	12.7	12.4
<b>Non-GAAP adjusted EBITDA</b>	<b>\$ 216.6</b>	<b>\$ 187.4</b>	<b>\$ 168.1</b>	<b>\$ 152.0</b>	<b>\$ 230.9</b>

Components may not sum to total due to rounding

See Description of Non-GAAP Financial Measures

# Quarterly Adjusted Operating Income Reconciliation by Segment



(Unaudited -- In millions)

## Third Quarter 2015 Non-GAAP Adjusted Operating Income Reconciliation by Segment

	Wireless	Enterprise	Broadband	BNS	Total
Operating income (loss), as reported	\$ (2.2)	\$ 39.3	\$ 2.0	\$ (81.6)	\$ (42.5)
Amortization of purchased intangible assets	23.1	17.4	3.8	10.0	54.3
Restructuring costs, net	1.3	-	0.2	5.3	6.9
Equity-based compensation	2.1	1.3	0.5	1.8	5.7
Asset impairments	74.4	-	10.9	-	85.3
Transaction and integration costs	0.6	0.3	0.2	59.8	60.8
Purchase accounting adjustments	-	-	-	30.5	30.5
<b>Non-GAAP adjusted operating income</b>	<b>\$ 99.3</b>	<b>\$ 58.2</b>	<b>\$ 17.7</b>	<b>\$ 25.8</b>	<b>\$ 201.0</b>
<b>Non-GAAP adjusted operating margin %</b>	<b>20.9%</b>	<b>25.6%</b>	<b>13.8%</b>	<b>18.3%</b>	<b>20.7%</b>

## Second Quarter 2015 Non-GAAP Adjusted Operating Income Reconciliation by Segment

	Wireless	Enterprise	Broadband	BNS	Total
Operating income, as reported	\$ 70.2	\$ 31.8	\$ 7.4	\$ -	\$ 109.4
Amortization of purchased intangible assets	23.1	17.3	4.2	-	44.6
Restructuring costs, net	0.9	(0.1)	1.0	-	1.9
Equity-based compensation	5.5	3.4	1.3	-	10.1
Transaction and integration costs	3.8	2.8	3.3	-	9.9
<b>Non-GAAP adjusted operating income</b>	<b>\$ 103.5</b>	<b>\$ 55.3</b>	<b>\$ 17.2</b>	<b>\$ -</b>	<b>\$ 175.9</b>
<b>Non-GAAP adjusted operating margin %</b>	<b>20.1%</b>	<b>25.0%</b>	<b>13.1%</b>	<b>-</b>	<b>20.3%</b>

## Third Quarter 2014 Non-GAAP Adjusted Operating Income Reconciliation by Segment

	Wireless	Enterprise	Broadband	BNS	Total
Operating income, as reported	\$ 113.8	\$ 25.3	\$ 11.9	\$ -	\$ 151.0
Amortization of purchased intangible assets	23.2	17.3	4.3	-	44.8
Restructuring costs, net	5.9	-	1.6	-	7.4
Equity-based compensation	3.1	1.8	0.7	-	5.6
Asset impairments	7.0	-	-	-	7.0
Transaction costs	1.7	0.7	0.3	-	2.7
Purchase accounting adjustments	0.6	(0.6)	-	-	-
<b>Non-GAAP adjusted operating income</b>	<b>\$ 155.2</b>	<b>\$ 44.5</b>	<b>\$ 18.8</b>	<b>\$ -</b>	<b>\$ 218.5</b>
<b>Non-GAAP adjusted operating margin %</b>	<b>24.5%</b>	<b>20.4%</b>	<b>12.6%</b>	<b>-</b>	<b>21.8%</b>

Components may not sum to total due to rounding

See Description of Non-GAAP Financial Measures

# Adjusted Cash Flow



(Unaudited -- In millions)

	<u>Q3 2015</u>	<u>LTM</u> <u>Q3 2015</u>
Cash flow from operations	\$ 112.5	\$ 313.5
Transaction and integration costs	52.7	71.6
Capital expenditures	(15.3)	(51.5)
Capital spending for BNS acquisition integration	3.8	11.1
<b>Adjusted Free Cash Flow</b>	<b><u>\$ 153.7</u></b>	<b><u>\$ 344.8</u></b>