

CONTENTS

- I. Financial Targets
- II. Long-term Financial Objectives
- III. Revenue by Product Group
- IV. Revenue by Geographic Region
- V. Selected Financial and Operating Metrics
- VI. Reconciliations and Adjustments
- VII. Notice to Investors

USEFUL LINKS

- [Press Release](#)
- [Webcast](#)
- [Form 10-K FY2021](#)
- [Q1 2022 10-Q](#)

CONTACT

Synopsys, Inc.
Investor Relations
Phone: (650) 584-4257
Email: invest-info@synopsys.com

I. FISCAL YEAR 2022 SELECTED FINANCIAL TARGETS ^{(1) (2)}

	Q3 FY2022	FY2022
Revenue (million)	\$1,210 - \$1,240	\$5,000 - \$5,050
GAAP Expenses (million)	\$981 - \$1,001	\$3,928 - \$3,975
Non-GAAP Expenses (million)	\$830 - \$840	\$3,350 - \$3,380
Other Income and Expense Net (million)	(\$2) - \$0	\$0 - \$4
Non-GAAP Tax Rate	18%	18%
Fully Diluted Outstanding Shares (million)	156 - 159	156 - 159
GAAP Operating Margin		Midpoint: ~21.4%
Non-GAAP Operating Margin		Midpoint: ~33.0%
GAAP Earnings Per Share	\$1.32 - \$1.44	\$6.22 - \$6.40
Non-GAAP Earnings Per Share	\$2.01 - \$2.06	\$8.63 - \$8.70
Cash Flow from Operations (million)		\$1,550 - \$1,600
Capital Expenditures (million)		~\$145

II. LONG-TERM FINANCIAL OBJECTIVES ⁽¹⁾

While the results in any given period will vary due to timing of product deliverables, acquisitions or other near-term priorities, our long-term, multi-year objectives are:

Revenue
Annual double-digit revenue growth

- EDA: double-digits
- IP: mid-teens
- SIG: 15-20%

Margin
Annual non-GAAP operating margin expansion of more than 100 bps

Earnings
Annual non-GAAP EPS growth in the mid-teens range

Utilize our strong cash flow for organic investments, M&A and share buybacks.

(1) These targets and multi-year objectives are provided as of May 18, 2022.

(2) These targets and multi-year objectives assume there are no further changes to the current U.S. government "Entity List" restrictions.

The information provided herein should be reviewed in conjunction with Synopsys, Inc.'s earnings results as disclosed in its Current Report on Form 8-K filed with the Securities and Exchange Commission on May 18, 2022.

III. REVENUE BY PRODUCT GROUP (Unaudited)

(\$ millions)	FY20	Q121	Q221	Q321	Q421	FY21	Q122	Q222
EDA	2,116.3	536.2	587.6	590.3	617.2	2,331.3	632.3	641.8
% of Revenue	57%	55%	57%	56%	54%	56%	50%	50%
IP & System Integration	1,202.6	339.6	339.3	363.8	420.6	1,463.3	527.5	520.6
% of Revenue	33%	35%	33%	34%	36%	35%	42%	41%
Software Integrity	358.1	92.0	93.9	98.0	110.0	393.8	107.6	112.9
% of Revenue	10%	9%	9%	9%	10%	9%	8%	9%
Other	8.3	2.6	3.5	5.0	4.7	15.8	2.9	4.0
% of Revenue	0%	0%	0%	0%	0%	0%	0%	0%
Total	3,685.3	970.3	1,024.3	1,057.1	1,152.4	4,204.2	1,270.3	1,279.2

Revenue from our products and services is categorized into four groups:

- EDA, which includes digital and custom integrated circuit (IC) design software, verification products, manufacturing-related products, and field-programmable gate array (FPGA) design software;
- IP & System Integration, which includes our DesignWare® IP portfolio, system design products, prototyping products, and general professional services;
- Software Integrity, which includes solutions that test software code for security vulnerabilities and quality defects, as well as professional and managed services; and
- Other, which includes university programs and the impact of gains and losses from foreign currency hedges.

Note: Amounts included in the table above may not foot due to rounding. Product revenue data for multi-product transactions reflect internal allocations based upon certain assumptions and management's methodology. In addition, we allocate maintenance revenue to the products to which those maintenance services relate.

IV. REVENUE BY GEOGRAPHIC REGION (Unaudited)

(\$ millions)	FY20	Q121	Q221	Q321	Q421	FY21	Q122	Q222
North America	1,801.9	474.2	479.2	487.0	545.3	1,985.7	618.0	586.2
% of Revenue	49%	49%	47%	46%	47%	47%	49%	46%
Europe	385.3	105.2	106.2	112.9	116.3	440.5	132.7	116.2
% of Revenue	10%	11%	10%	11%	10%	10%	10%	9%
Korea	389.0	98.3	105.4	110.5	113.7	427.8	114.4	119.2
% of Revenue	11%	10%	10%	10%	10%	10%	9%	9%
China	420.8	115.8	125.5	164.2	157.3	562.7	212.8	215.6
% of Revenue	11%	12%	12%	16%	14%	13%	17%	17%
Other	688.3	176.9	208.1	182.6	220.0	787.5	192.3	242.1
% of Revenue	19%	18%	20%	17%	19%	19%	15%	19%
Total	3,685.3	970.3	1,024.3	1,057.1	1,152.4	4,204.2	1,270.3	1,279.2

Note: Amounts included in the table above may not foot due to rounding. Geographic revenue data for multi-regional, multi-product transactions reflect internal allocations and are based upon certain assumptions and management's methodology.

V. SELECTED FINANCIAL AND OPERATING METRICS

	FY20	Q121	Q221	Q321	Q421	FY21	Q122	Q222
Revenue License Type (millions) ⁽¹⁾								
- Time-based Products	\$2,365.2	\$631.3	\$648.8	\$665.6	\$688.1	\$2,633.8	\$707.5	\$723.8
- Upfront Products	\$735.6	\$174.4	\$209.1	\$203.3	\$274.3	\$861.1	\$368.3	\$336.6
- Maintenance and Service ⁽²⁾	\$584.5	\$164.7	\$166.4	\$188.3	\$190.0	\$709.4	\$194.5	\$218.8
Recurring Revenue (% of Total Revenue) ⁽³⁾	86%	87%	86%	86%	81%	85%	80%	81%
Non-GAAP Operating Margin ⁽⁴⁾	28.0%	29.6%	31.0%	31.9%	29.5%	30.5%	36.2%	36.8%
Cash, Cash Equivalents & Short-term Investments (millions)		\$1,023	\$1,458	\$1,530	\$1,581		\$1,272	\$1,721
- % held in U.S.		40%	54%	56%	49%		38%	56%
Outstanding Debt		\$123	\$116	\$107	\$100		\$24	\$24
Operating Cash Flow ^{(1),(5)}	\$991	\$174	\$526	\$422	\$371	\$1,493	\$156	\$750
Capital Expenditures ⁽¹⁾	\$155	\$28	\$16	\$23	\$27	\$94	\$42	\$26
Share Repurchases (millions) ⁽¹⁾								
- Number of Shares	1.6	0.8	0.8	0.5	0.7	2.8	0.7	1.0
- Gross Share Repurchases	(\$242)	(\$253)	(\$145)	(\$175)	(\$215)	(\$788)	(\$250)	(\$250)
- Remaining Repurchase Authorization	\$458	\$205	\$60	\$325	\$110	\$110	\$750	\$500
DSO		74	54	50	45		75	51
Employee Headcount		~15,355	~15,555	~15,870	~16,360		~16,640	~16,965
Revenue by Segment (millions) ⁽⁶⁾⁽⁷⁾								
- Semiconductor & System Design	\$3,327.2	\$878.3	\$930.4	\$959.1	\$1,042.4	\$3,810.4	\$1,162.7	\$1,166.4
% of Total	90%	91%	91%	91%	90%	91%	92%	91%
- Software Integrity	\$358.1	\$92.0	\$93.9	\$98.0	\$110.0	\$393.8	\$107.6	\$112.9
% of Total	10%	9%	9%	9%	10%	9%	8%	9%
Adjusted Op Income by Segment (millions) ⁽⁶⁾⁽⁷⁾								
- Semiconductor & System Design	\$990.8	\$278.9	\$308.8	\$328.7	\$326.6	\$1,243.1	\$447.4	\$457.2
- Software Integrity	\$40.8	\$7.9	\$8.4	\$8.7	\$13.3	\$38.3	\$12.0	\$13.0
Adjusted Operating Margin by Segment ⁽⁶⁾⁽⁷⁾								
- Semiconductor & System Design	29.8%	31.8%	33.2%	34.3%	31.3%	32.6%	38.5%	39.2%
- Software Integrity	11.4%	8.6%	9.0%	8.8%	12.1%	9.7%	11.2%	11.5%

- (1) Amounts may not foot due to rounding.
- (2) Includes maintenance on term and perpetual licenses.
- (3) We define recurring revenue as revenue generated from time-based products, multi-period IP contracts, and maintenance and services, for which revenue is recognized over time.
- (4) Should be read in conjunction with our Form 8-K filed with the Securities and Exchange Commission (SEC) on May 18, 2022 and the reconciliations of the non-GAAP financial measures to their comparable GAAP measures found in this financial supplement to our Q2 fiscal 2022 report (Supplement).
- (5) Typically tracks earnings before interest, taxes, depreciation and amortization (EBITDA) over time (less cash taxes). It is important to look at multi-year averages, as operating cash flow is inherently lumpy.
- (6) We manage the business on a long-term, annual basis, and consider quarterly fluctuations of revenue and profitability as a normal element of our business.
- (7) These segment results are consistent with the information required by Accounting Standards Codification (ASC) 280. They are presented to reflect the information that is considered by Synopsys' chief operating decision makers (CODMs) to evaluate the operating performance of its segments. The CODMs were Synopsys' two Co-Chief Executive Officers. One of Synopsys' Co-Chief Executive Officers is transitioning out of this role effective May 1, 2022. Starting with the third quarter of fiscal 2022, Synopsys' CODM will be our Chief Executive Officer. The CODMs do not allocate certain operating expenses managed at a consolidated level to our reportable segments, and as a result, the reported operating income and operating margin do not include these unallocated expenses. Such unallocated expenses consist of stock-based compensation expense, amortization of intangible assets, restructuring, litigation and acquisition-related costs. Management excludes these same expenses to arrive at non-GAAP measures used to evaluate and make decisions about Synopsys as a whole.

VI. RECONCILIATIONS AND ADJUSTMENTS

SUPPLEMENTAL GAAP TO NON-GAAP INFORMATION ⁽¹⁾

(Unaudited and in thousands, except per share amounts)

	Three Months Ended April 30, 2022		
	GAAP	Adjustments ⁽²⁾	Non-GAAP
Cost of revenue:			
Products	\$ 150,690	\$ (11,393)	\$ 139,297
Maintenance and service	87,666	(5,627)	82,039
Amortization of intangible assets	14,455	(14,455)	-
Operating expenses:			
Research and development	\$ 389,964	\$ (39,574)	\$ 350,390
Sales and marketing	191,573	(14,920)	176,653
General and administrative	73,957	(13,260)	60,697
Amortization of intangible assets	6,912	(6,912)	-
Restructuring charges	311	(311)	-
Operating income	\$ 363,701	\$ 106,452	\$ 470,153
Other income (expense), net	\$ (23,913)	\$ 29,310	\$ 5,397
Provision for income taxes	\$ 45,896	\$ 39,703	\$ 85,599
Net income (loss) attributed to non-controlling interest and redeemable non-controlling interest	\$ (889)	\$ -	\$ (889)
Net income attributed to Synopsys	\$ 294,781	\$ 96,059	\$ 390,840
Net income per diluted share	\$ 1.89	\$ 0.61	\$ 2.50

Shares used in computing per share amounts:

Diluted	156,167	156,167
---------	---------	---------

(1) Synopsys' second quarter of fiscal year 2022 ended on April 30, 2022.

(2) The adjustments to the various line items resulted from excluding the following from non-GAAP measures: stock compensation of \$110.1 million, amortization of intangible assets of \$21.4 million, restructuring charges of \$0.3 million, acquisition-related costs of \$4.0 million, changes in the fair value of the non-qualified deferred compensation plan of (\$29.3) million, and tax effect of non-GAAP adjustments of (\$39.7) million.

GAAP TO NON-GAAP OPERATING MARGIN RECONCILIATION ⁽¹⁾

(Unaudited)

	Three Months Ended April 30, 2022
GAAP operating margin	28.4%
Amortization of intangible assets	1.7%
Stock compensation	8.6%
Acquisition-related costs	0.3%
Restructuring charges	0.0%
Non-qualified deferred compensation plan	(2.2%)
Non-GAAP operating margin	36.8%

(1) Synopsys' second quarter of fiscal year 2022 ended on April 30, 2022.

TOTAL ADJUSTED SEGMENT OPERATING INCOME RECONCILIATION ⁽¹⁾ ⁽²⁾ ⁽³⁾

(in millions)

	Three Months Ended April 30, 2022	
GAAP total operating income – as reported	\$	363.7
Other expenses managed at consolidated level		
-Amortization of intangible assets		21.4
-Stock compensation		110.1
-Non-qualified deferred compensation plan		(29.3)
-Acquisition-related costs		4.0
-Restructuring charges		0.3
Total adjusted segment operating income	\$	<u>470.2</u>

(1) Synopsys manages the business on a long-term, annual basis, and considers quarterly fluctuations of revenue and profitability as normal elements of our business. Amounts may not foot due to rounding.

(2) These segment results are consistent with the information required by ASC 280, *Segment Reporting*. They are presented to reflect the information that is considered by Synopsys' chief operating decision makers (CODMs) to evaluate the operating performance of its segments. The CODMs are Synopsys' two Co-Chief Executive Officers. One of Synopsys' Co-Chief Executive Officers is transitioning out of this role effective May 1, 2022. Starting with the third quarter of fiscal 2022, Synopsys' CODM will be our Chief Executive Officer. The CODMs do not allocate certain operating expenses managed at a consolidated level to our reportable segments, and as a result, the reported operating income and operating

(3) Synopsys' second quarter of fiscal year 2022 on April 30, 2022. For presentation purposes, we refer to the closest calendar month end.

GAAP TO NON-GAAP RECONCILIATION OF THIRD QUARTER FISCAL YEAR 2022 TARGETS ⁽¹⁾

(in thousands, except per share amounts)

	Range for Three Months	
	July 31, 2022	
	Low	High
Target GAAP expenses	\$ 981,000	\$ 1,001,000
Adjustments:		
Amortization of intangible assets	(24,000)	(27,000)
Stock compensation	(127,000)	(134,000)
Target non-GAAP expenses	\$ 830,000	\$ 840,000

	Range for Three Months	
	July 31, 2022	
	Low	High
Target GAAP earnings per diluted share	\$ 1.32	\$ 1.44
Adjustments:		
Amortization of intangible assets	0.17	0.15
Stock compensation	0.85	0.81
Tax adjustments	(0.33)	(0.34)
Target non-GAAP earnings per diluted share	\$ 2.01	\$ 2.06
Shares used in non-GAAP calculation (midpoint of target range)	157,500	157,500

GAAP TO NON-GAAP RECONCILIATION OF FULL FISCAL YEAR 2022 TARGETS ⁽¹⁾

(in thousands, except per share amounts)

	Range for Fiscal Year	
	October 31, 2022	
	Low	High
Target GAAP expenses	\$ 3,928,157	\$ 3,975,157
Adjustments:		
Amortization of intangible assets	(90,000)	(95,000)
Stock compensation	(470,000)	(482,000)
Acquisition-related costs	(6,100)	(6,100)
Restructuring charges	(12,057)	(12,057)
Target non-GAAP expenses	\$ 3,350,000	\$ 3,380,000

	Range for Fiscal Year	
	October 31, 2022	
	Low	High
Target GAAP earnings per diluted share	\$ 6.22	\$ 6.40
Adjustments:		
Amortization of intangible assets	0.60	0.57
Stock compensation	3.06	2.98
Acquisition-related costs	0.04	0.04
Restructuring charges	0.08	0.08
Tax adjustments	(1.37)	(1.37)
Target non-GAAP earnings per diluted share	\$ 8.63	\$ 8.70
Shares used in non-GAAP calculation (midpoint of target range)	157,500	157,500

(1) Synopsys' third quarter of fiscal year 2022 and fiscal year 2022 will end on July 30, 2022 and October 29, 2022, respectively. For presentation purposes, we refer to the closest calendar month end.

The information provided herein should be reviewed in conjunction with Synopsys, Inc.'s earnings results as disclosed in its Current Report on Form 8-K filed with the Securities and Exchange Commission on May 18, 2022.



GAAP TO NON-GAAP RECONCILIATION OF OPERATING MARGIN AT MIDPOINT OF FULL FISCAL YEAR 2022 TARGETS ⁽¹⁾⁽²⁾

	Twelve Months Ended October 31, 2022
At midpoint of revenue and expense guidance ranges	
GAAP operating margin	21.4%
Amortization of intangible assets	1.8%
Stock compensation	9.5%
Acquisition-related costs	0.1%
Restructuring charges	0.2%
Target non-GAAP operating margin	<u>33.0%</u>

(1) Synopsys' fiscal year 2022 will end on October 29, 2022. For presentation purposes, we refer to the closest calendar month end.

(2) These numbers represent the midpoint of targets in the prepared remarks provided on May 18, 2022, and do not represent official guidance for fiscal year 2022.



VII. NOTICE TO INVESTORS

GAAP TO NON-GAAP RECONCILIATIONS

Please see our Current Report on Form 8-K filed with the SEC on May 18, 2022 available at <http://www.sec.gov> for the reasons why Synopsys believes that the presentation of non-GAAP financial measures provides useful information to our stockholders regarding our financial condition and results of operations and the purposes for which management uses such non-GAAP financial measures. Certain non-GAAP data used by management, as well as the reconciliation of such data to its most directly comparable GAAP measures, is contained in the second quarter of fiscal year 2022 earnings release available on Synopsys' website at <https://www.synopsys.com/company/investor-relations/financial-news.html> and our Current Report on Form 8-K filed with the SEC on May 18, 2022. In addition to the adjustments described in the Current Report on Form 8-K, the non-GAAP financial measures provided in this Supplement also exclude changes in the fair value of our non-qualified deferred compensation plans since such changes typically do not require current cash settlement and because they are not used by us in assessing the profitability of our business operations.

FORWARD-LOOKING STATEMENTS

This Supplement contains forward-looking statements, including, but not limited to, statements regarding Synopsys' short-term and long-term financial targets, expectations and objectives; strategies related to our products and technology; business and market outlook, opportunities and strategies; customer demand and market expansion; our planned product releases and capabilities; industry growth rates; software trends; planned acquisitions and stock repurchases; our expected tax rate; the expected impact of U.S. and foreign government actions and regulatory changes on our financial results; and the continued impact of the COVID-19 pandemic. These statements involve risks, uncertainties and other factors that could cause our actual results, time frames or achievements to differ materially from those expressed or implied in our forward-looking statements. Such risks, uncertainties and factors include, but are not limited to: risks from the continued impact of the COVID-19 pandemic on the global economy and on our business, operations and financial condition; macroeconomic conditions and uncertainty in the global economy; uncertainty in the growth of the semiconductor and electronics industries; the highly competitive industry we operate in; consolidation among our customers and our dependence on a relatively small number of large customers; risks and compliance obligations relating to the global nature of our operations as well as actions by the U.S. or foreign governments, such as the imposition of additional tariffs or export restrictions; and more. Additional information on potential risks, uncertainties and other factors that could affect Synopsys' results is included in filings we make with the SEC from time to time, including in the sections entitled "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended October 31, 2021 and in our latest Quarterly Report on Form 10-Q.

EFFECTIVENESS OF INFORMATION

The information provided herein is as of May 18, 2022. Although this Supplement will remain available on Synopsys' website through the date of the third quarter of fiscal year 2022 earnings call in August 2022, its continued availability through such date does not mean that Synopsys is reaffirming or confirming its continued validity. Synopsys undertakes no duty, and does not currently intend, to update any forward-looking statement, report on its progress during the third quarter of fiscal year 2022 or comment to analysts or investors on, or otherwise update, the information contained in this Supplement unless required by law.