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This presentation contains forward-looking statements that involve risks and uncertainties, including, but not limited to, statements regarding our product and technology portfolio; market positioning; business strategies and growth opportunities; our expected future financial performance; cost and expense reduction plans; and market, hard drive industry and flash industry trends. Forward-looking statements should not be read as a guarantee of future performance or results, and will not necessarily be accurate indications of the times at, or by, which such performance or results will be achieved, if at all. Forward-looking statements are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements.

Key risks and uncertainties include volatility in global economic conditions; business conditions and growth in the storage ecosystem; impact of restructuring activities and cost saving initiatives; impact of competitive products and pricing; market acceptance and cost of commodity materials and specialized product components; actions by competitors; unexpected advances in competing technologies; our development and introduction of products based on new technologies and expansion into new data storage markets; risks associated with acquisitions, mergers and joint ventures; difficulties or delays in manufacturing; the outcome of legal proceedings; and other risks and uncertainties listed in the company's filings with the Securities and Exchange Commission (the "SEC") and available on the SEC's website at www.sec.gov, including our most recently filed periodic report, to which your attention is directed. We do not undertake any obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future developments or otherwise, except as required by law.

This presentation includes references to non-GAAP financial measures. Reconciliations of the differences between the non-GAAP measures provided in this presentation to the comparable GAAP financial measures are included in the appendix and in the Investor Relations section of our website. We have not fully reconciled our non-GAAP financial measure guidance to the most directly comparable GAAP measures because material items that impact these measures are not in our control and/or cannot be reasonably predicted. Accordingly, a full reconciliation of the non-GAAP financial measure guidance to the corresponding GAAP measures is not available without unreasonable effort.

Executive Summary



FISCAL YEAR 2020 IS OFF TO A GOOD START

- Upside in results driven primarily by the success of our capacity enterprise drives
- Gaining momentum in NVMe-based enterprise SSDs
- Improving trends in flash product portfolio as we move past cyclical trough
- Overall demand environment across data center, mobile, PC and retail end markets is solid



INDUSTRY LEADING PORTFOLIO



FLASH



HDD

- Ramp of NVMe-based enterprise SSDs to major hyperscale and OEM customers
- BiCS4 (96-layer) bit production surpassed BiCS3 (64-layer)
- Anticipate calendar year 2020 industry bit supply growth in the low-30% range

- Strong shipments of 14-terabyte capacity enterprise drives
- Sampling 16- and 18-terabyte CMR and 20-terabyte SMR energy-assisted drives in the December quarter
- Began shipping new generation of 10-terabyte drive



IMPROVING OPERATIONAL EFFICIENCY

- Completed \$800 million reduction in annualized non-GAAP cost of revenue and expense program
- Storage Systems business exit to provide additional savings in March 2020 quarter

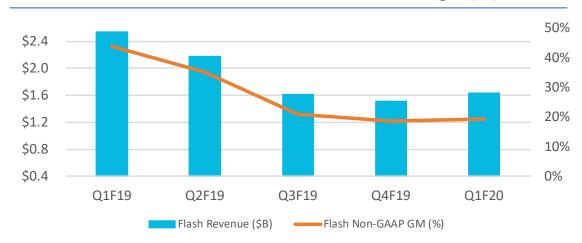


THE FUTURE OF DATA

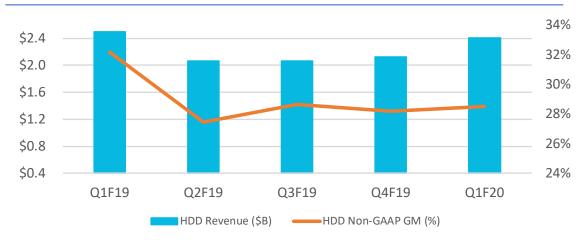
· Uniquely positioned with both flash and hard drive solutions to benefit from increase in the growth and value of data

Hard Drive and Flash Metrics

Flash Revenue and Non-GAAP Gross Margin (%)







Flash

Q1F20 Results

Bit shipments: up 9% QoQ

ASP/Gigabyte: flat QoQ

Average retail unit capacity: up 29% YoY

Average cSSD unit capacity: up 80% YoY

Market Outlook

Flash industry supply bit growth estimates:

Calendar 2019: mid-20% range YoY

Calendar 2020: low-30% range YoY

HDD

Q1F20 Results

- Total exabytes: up 23% QoQ
- Average ASP per drive: up 7% QoQ
- Capacity enterprise exabyte shipments: up over 60%
 YoY

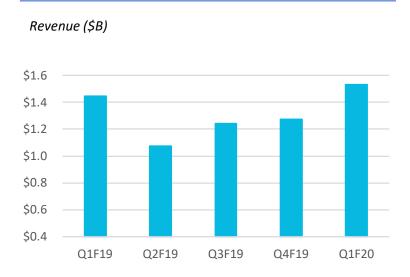
Market Outlook

- Capacity enterprise market exabyte growth estimates:
 - Calendar 2019: approaching 30% YoY
 - Calendar 2020: mid-30% range YoY

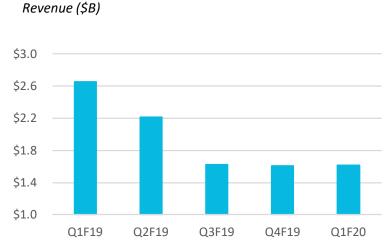
For reconciliations of GAAP to Non-GAAP financial measures, see the Appendix

End Market Trends

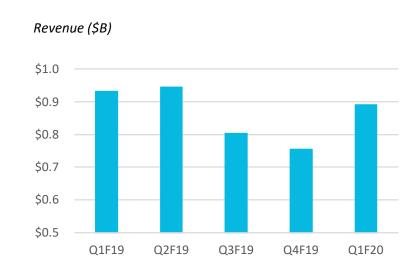
Data Center Devices & Solutions



Client Devices



Client Solutions



- Significant shipments of 14-terabyte capacity enterprise drives
- Initial revenue ramp of NVMe enterprise SSDs at hyperscale and OEM customers
- Beginning exit of Storage Systems business in the second quarter of fiscal 2020

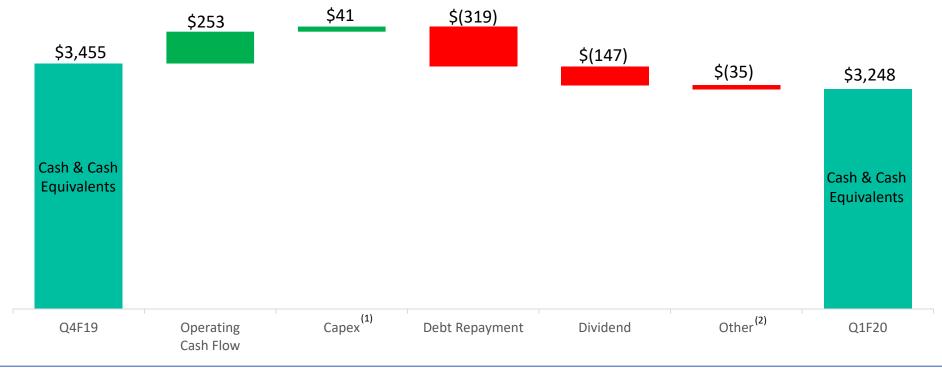
- Gaining market share in client SSDs for PCs and notebooks
- Strong growth in exabyte shipment for client NVMe SSDs
- Maintaining premium brand position
- Strong growth in external SSDs
- Continued growth in average unit capacities for flash

Non-GAAP Financial Results

\$ Millions, except EPS	Q1F20	Q4F19	Q1F19	QoQ	YoY
Revenue	\$4,040	\$3,634	\$5,028	11%	(20%)
Gross Margin %	24.8%	24.2%	38.0%	~60 BPS	~(1300) BPS
Operating Expenses	\$767	\$722	\$820	6%	(6%)
Operating Income	\$235	\$158	\$1,091	\$77	\$(856)
Interest and Other Expense, net	\$99	\$87	\$99	\$12	\$ -
EPS	\$0.34	\$0.17	\$3.04	\$0.17	\$(2.70)
Operating Cash Flow	\$253	\$169	\$705	\$84	\$(452)
Free Cash Flow	\$294	\$(179)	\$457	\$473	\$(163)

Cash Flow Walk

In millions



- Long-term capital expenditure target: 6% to 8% of total revenue
- Strong liquidity position: \$5.5 billion, including \$2.25 billion undrawn revolver

⁽¹⁾ Capex includes purchases of property, plant and equipment, net, and the activity related to Flash Ventures, net

⁽²⁾ Other primarily consists of the acquisition of Kazan and employee stock plans, net

Quarterly Fact Sheet

In millions, except Average Selling Price (ASP), percentages, and working capital-related metrics

	Q1F19	Q2F19	Q3F19	Q4F19	Q1F20
REVENUE	4 -1-2-	X =1 = 2	A. S.	4 =-	1 -1-1
Client Devices ¹	\$ 2,650	\$ 2,214	\$ 1,625	\$ 1,606	\$ 1,616
Client Solutions ¹	932	945	804	755	892
Data Center Devices & Solutions ¹	<u>1,446</u>	1,074	<u>1,245</u>	1,273	1,532
Total Revenue	\$ 5,028	\$ 4,233	\$ 3,674	\$ 3,634	\$ 4,040
EXABYTE METRICS					
Q/Q Change in HDD Exabytes Sold ²	(6%)	(17%)	13%	14%	23%
Q/Q Change in Flash Exabytes Sold ²	28%	5%	(5%)	(1%)	9%
Q/Q Change in Total Exabytes Sold ²	(3%)	(15%)	11%	12%	22%
TECHNOLOGY					
HDD Revenue	\$ 2,494	\$ 2,060	\$ 2,064	\$ 2,128	\$ 2,408
Flash Revenue	\$ 2,534	\$ 2,173	\$ 1,610	\$ 1,506	\$ 1,632
HDD Non-GAAP Gross Margin ³	32.1%	27.4%	28.6%	28.1%	28.5%
Flash Non-GAAP Gross Margin ³	43.8%	35.1%	20.9%	18.7%	19.3%
Total Non-GAAP Gross Margin ³	38.0%	31.3%	25.3%	24.2%	24.8%
CASH					
Cash and Cash Equivalents	\$ 4,646	\$ 4,013	\$ 3,682	\$ 3,455	\$ 3,248
Available-for-Sale (AFS) Securities	<u>116</u>	117	119		
Total Cash, Cash Equivalents, and AFS Securities	\$ 4,762	\$ 4,130	\$ 3,801	\$ 3,455	\$ 3,248
CASH FLOWS					
Cash Flows provided by Operating Activities	\$ 705	\$ 469	\$ 204	\$ 169	\$ 253
Purchases of Property, Plant and Equipment, net	(277)	(220)	(222)	(38)	(145)
Activity Related to Flash Ventures, net		(225)	<u>(92)</u>	(310)	<u> 186</u>
Free Cash Flow ⁴	\$ 457	\$ 24	\$ (110)	\$ (179)	\$ 294
WORKING CAPITAL RELATED					
Days Sales Outstanding	40	37	30	30	35
Days Inventory Outstanding	84	98	101	94	98
Days Payables Outstanding	(64)	(64)	<u>(55)</u>	<u>(54)</u>	<u>(67)</u>
Cash Conversion Cycle	60	71	76	70	66
FLASH METRICS					
Q/Q Change in ASP/Gigabytes ²	(16%)	(18%)	(23%)	(6%)	0%
HDD METRICS					
Client Compute Units ⁵	16.3	14.0	12.9	12.3	12.9
Non-Compute Units ⁶	11.2	11.1	9.3	9.2	8.9
Data Center Units ⁷	<u>6.6</u>	5.1	5.6	<u>6.2</u>	<u>7.5</u>
Total HDD Units ⁸	34.1	30.2	27.8	27.7	29.3
HDD ASP ⁹	\$ 72	\$ 67	\$ 73	\$ 75	\$ 81

Quarterly Fact Sheet Footnotes

FORMULAS

Days Sales Outstanding (DSO) = Accounts Receivable / (Revenue / # of days in quarter)

Days Inventory Outstanding (DIO) = Inventories / (Cost of Revenue / # of days in quarter)

Days Payables Outstanding (DPO) = Accounts Payable (including Accounts Payable to Related Parties) / (Cost of Revenue / # of days in quarter)

Cash Conversion Cycle = DSO + DIO - DPO

FOOTNOTES

- Client Devices is comprised of notebook and desktop HDD, consumer electronics HDD, client SSD, embedded, wafer sales and licensing and royalties. Client Solutions is comprised of branded HDD, branded flash, removables and licensing and royalties. Data Center Devices and Solutions is comprised of enterprise HDD, enterprise SSD, data center software, data center solutions and licensing and royalties.
- 2 Excludes licensing, royalties, and non-memory products.
- **3** Refer to the GAAP to non-GAAP reconciliation slides within the Appendix for further details.
- Free cash flow is a non-GAAP financial measure defined as cash flows provided by operating activities less purchases of property, plant and equipment, net of proceeds from sales of property, plant and equipment, and the activity related to Flash Ventures, net. We consider free cash flow to be useful as an indicator of our overall liquidity, as the amount of free cash flow generated in any period is representative of cash that is available for strategic opportunities or other business purposes including, among others, investing in the company's business, making strategic acquisitions, strengthening the balance sheet, repaying debt, paying dividends and repurchasing stock. Free cash flow is not an alternative for measures prepared in accordance with GAAP and may be different from non-GAAP free cash flow measures used by other companies.
- **5** Client compute products consist primarily of desktop and notebook HDDs, excluding those sold through retail channels.
- **6** Non-compute products consist of retail channel and consumer electronics HDDs.
- Data center products consist of enterprise HDDs (high-capacity and performance) and enterprise systems.
- 8 HDD Unit volume excludes data storage systems and media.
- 9 HDD ASP is calculated by dividing HDD revenue by HDD units. Data storage systems are excluded from this calculation, as data storage systems ASP is measured on a per system basis rather than a per drive basis.

Debt Tranches and Interest Rates

Debt	Base Rate	Maturity	Principal Balance Outstanding as of 6/28/2019 (in millions)	Applicable Rates ^A
Convertible Debt Due 2020 ^B	0.500%	October 15, 2020	\$ 35	0.500%
Revolver drawn ^{C, D}	L+150	February 27, 2023	0	3.497%
Term Loan A-1 ^D	L+150	February 27, 2023	4,771	3.585% ^E
Term Loan B-4 ^D	L+175	April 29, 2023	2,168	3.747%
Convertible Debt Due 2024 ^F	1.500%	February 1, 2024	1,100	1.500%
Sr. Unsecured Notes Due 2026 ^G	4.750%	February 15, 2026	2,300	4.750%
TOTAL			\$ 10,374	3.646% ^H

- A. All-in applicable rates as of October 4, 2019. Applicable spread for Term Loan A-1 and Revolver over LIBOR based on credit ratings as of October 4, 2019.
- B. Debt assumed in connection with the acquisition of SanDisk Corporation in May 2016.
- C. Revolver capacity: \$2.25 billion, none of which was drawn as of October 4, 2019.
- D. Term Loan A-1, Term Loan B-4, and Revolver have a LIBOR floor of Obps.
- E. Reflects impact of the interest rate swaps that effectively fix LIBOR on \$2 billion of floating-rate debt at 2.21% through May 2020 and 2.60% through February 2023.
- F. Initial conversion price of \$121.91 per share. Notes are callable beginning February 5, 2021.
- G. Notes are callable beginning November 15, 2025.
- H. Weighted average interest rate, including impact of interest rate swaps, based on principal balances outstanding as of October 4, 2019.

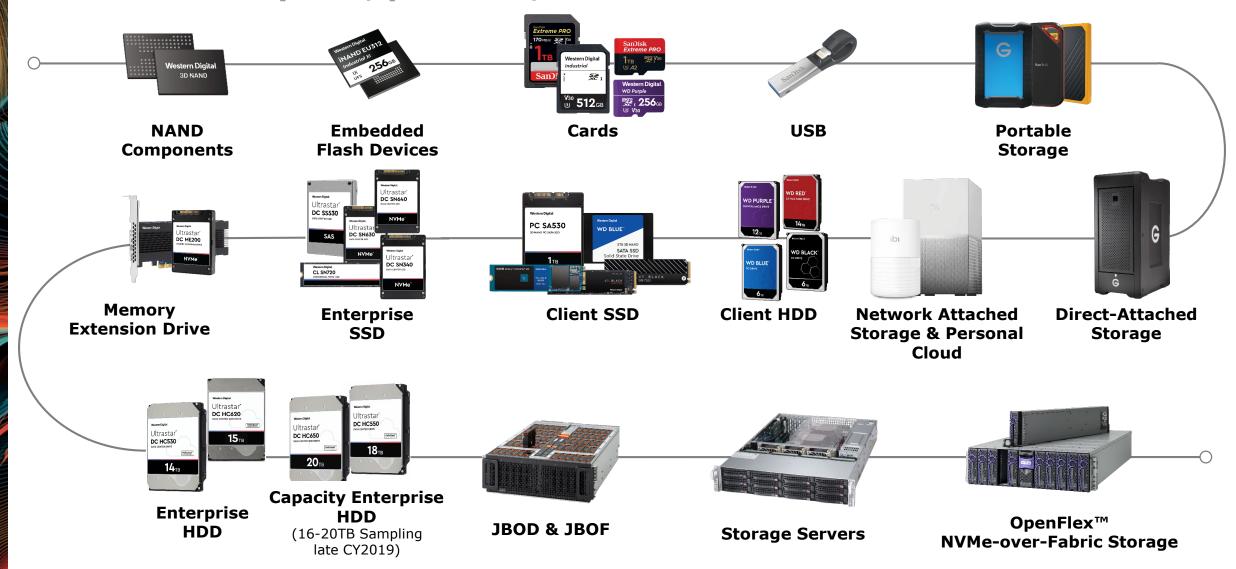
Investment Thesis

- Exposure to powerful secular trends of the growth and value of data
- Utilize core HDD and flash IP and technologies to address growing opportunities in storage industry
- Full portfolio of storage solutions for OEM, Hyperscale, Commercial Channel, and Retail customers
- Efficient flash R&D and manufacturing partnerships
- Focus on financial discipline
- Key corporate values include transparent engagement with stakeholders

Global Data Infrastructure Leader with Diversification, Scale, and Growth Potential

Leading Portfolio Breadth and Depth

Solutions to capture, preserve, access and transform data





GAAP to Non-GAAP ReconciliationIn millions; unaudited

	Q1F19	Q4F19	Q1F20
GAAP COST OF REVENUE	\$ 3,364	\$ 3,169	\$ 3,282
Amortization of acquired intangible assets	(235)	(166)	(164)
Stock-based compensation expense	(11)	(11)	(12)
Charges related to cost saving initiatives	(1)	(4)	· ,
Manufacturing underutilization charges	· -	(67)	-
Power outage charges		(145)	(68)
Other	-	(22)	· <u>-</u>
NON-GAAP COST OF REVENUE	\$ 3,117	\$ 2,754	\$ 3,038
GAAP GROSS PROFIT	\$ 1,664	\$ 465	\$ 758
Amortization of acquired intangible assets	235	166	164
Stock-based compensation expense	11	11	12
Charges related to cost saving initiatives	1	4	-
Manufacturing underutilization charges	-	67	-
Power outage charges	-	145	68
Other		22	_
NON-GAAP GROSS PROFIT	\$ 1,911	\$ 880	\$ 1,002
GAAP OPERATING EXPENSES	\$ 978	\$ 846	\$ 887
Amortization of acquired intangible assets	(41)	(41)	(41)
Stock-based compensation expense	(68)	(53)	(65)
Employee termination, asset impairment and other charges	(46)	(24)	(8)
Charges related to acquisitions and dispositions	-	-	(5)
Charges related to cost saving initiatives	(3)	(3)	(1)
Other	-	(3)	_
NON-GAAP OPERATING EXPENSES	\$ 820	\$ 722	\$ 767
GAAP OPERATING INCOME (LOSS)	\$ 686	\$ (381)	\$ (129)
Cost of revenue adjustments	247	415	244
Operating expense adjustments	<u> 158</u>	<u> 124</u>	120
NON-GAAP OPERATING INCOME	\$ 1,091	\$ 158	\$ 235
GAAP INTEREST AND OTHER EXPENSE, NET	\$ (103)	\$ (93)	\$ (108)
Convertible debt activity	7	7	7
Other	(3)	(1)	2
NON-GAAP INTEREST AND OTHER EXPENSE, NET	\$ (99)	\$ (87)	\$ (99)
GAAP INCOME TAX EXPENSE (BENEFIT)	\$ 72	\$ (277)	\$ 39
Income tax adjustments	14	298	(4)
NON-GAAP INCOME TAX EXPENSE	\$ 86	\$ 21	\$ 35

GAAP to Non-GAAP ReconciliationIn millions, except EPS and percentages; unaudited

	Q1F19	Q4F19	Q1F20
GAAP NET INCOME (LOSS)	\$ 511	\$ (197)	\$ (276)
Amortization of acquired intangible assets	276	207	205
Stock-based compensation expense	79	64	77
Employee termination, asset impairment and other charges	46	24	8
Charges related to acquisitions and dispositions	-	-	5
Charges related to cost saving initiatives	4	7	1
Manufacturing underutilization charges	-	67	68
Power outage charges	-	145	-
Convertible debt activity	7	7	7
Other	(3)	24	2
Income tax adjustments	(14)	(298)	4
NON-GAAP NET INCOME	\$ 906	\$ 50	\$ 101
DILUTED INCOME (LOSS) PER COMMON SHARE			
GAAP	\$ 1.71	\$ (0.67)	\$ (0.93)
Non-GAAP	\$ 3.04	\$ 0.17	\$ 0.34
DILUTED WEIGHTED AVERAGE SHARES OUTSTANDING			
GAAP	298	294	296
Non-GAAP	298	295	300

GAAP to Non-GAAP Reconciliation In millions, except percentages; unaudited

	Q1F19	Q2F19	Q3F19	Q4F19	Q1F20
GROSS PROFIT	\$ 1,664	\$ 1,044	\$ 579	\$ 465	\$ 758
Amortization of acquired intangible assets	235	215	188	166	164
Stock-based compensation expense	11	13	13	11	12
Charges related to cost saving initiatives	1	6	-	4	-
Manufacturing underutilization charges	-	49	148	67	-
Power outage charges	-	-	-	145	68
Other		_		22	-
NON-GAAP GROSS PROFIT	\$ 1,911	\$ 1,327	\$ 928	\$ 880	\$ 1,002
BREAKDOWN OF NON-GAAP GROSS PROFIT BY PRODUCT					
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HDD	\$ 801	\$ 565	\$ 591	\$ 599	\$ 687
Flash	1,110	762	337	281	315
TOTAL NON-GAAP GROSS PROFIT	\$ 1,911	\$ 1,327	\$ 928	\$ 880	\$ 1,002
BREAKDOWN OF REVENUE BY PRODUCT					
HDD Revenue	\$ 2,494	\$ 2,060	\$ 2,064	\$ 2,128	\$ 2,408
Flash Revenue	2,534	<u>2,173</u>	<u>1,610</u>	<u>1,506</u>	1,632
TOTAL REVENUE	\$ 5,028	\$ 4,233	\$ 3,674	\$ 3,634	\$ 4,040
Consolidated GAAP gross margin ¹	33.1%	24.7%	15.8%	12.8%	18.8%
Consolidated Non-GAAP gross margin ²	38.0%	31.3%	25.3%	24.2%	24.8%
Non-GAAP HDD gross margin ³	32.1%	27.4%	28.6%	28.1%	28.5%
Non-GAAP Flash gross margin ⁴	43.8%	35.1%	20.9%	18.7%	19.3%

¹Consolidated GAAP gross margin is calculated by dividing gross profit by total revenue.

²Consolidated Non-GAAP gross margin is calculated by dividing total non-GAAP gross profit by total revenue.

³ Non-GAAP HDD gross margin is calculated by dividing the portion of non-GAAP gross profit relating to the Company's HDD products by HDD revenue.

⁴ Non-GAAP Flash gross margin is calculated by dividing the portion of non-GAAP gross profit relating to the Company's Flash products by Flash revenue.

Footnotes for GAAP to Non-GAAP Reconciliation

This presentation contains the following financial measures that are not in accordance with U.S. generally accepted accounting principles ("GAAP"): non-GAAP cost of revenue; non-GAAP gross profit; non-GAAP operating expenses; non-GAAP operating income; non-GAAP interest and other expense, net; non-GAAP income tax expense; non-GAAP diluted income per common share; and non-GAAP gross margin ("Non-GAAP measures"). These Non-GAAP measures are not in accordance with, or an alternative for, measures prepared in accordance with GAAP and may be different from Non-GAAP measures used by other companies. The company believes the presentation of these Non-GAAP measures, when shown in conjunction with the corresponding GAAP measures, provides useful information to investors for measuring the company's earnings performance and comparing it against prior periods. Specifically, the company believes these Non-GAAP measures provide useful information to both management and investors as they exclude certain expenses, gains and losses that the company believes are not indicative of its core operating results or because they are consistent with the financial models and estimates published by many analysts who follow the company and its peers. As discussed further below, these Non-GAAP measures exclude the amortization of acquired intangible assets, stock-based compensation expense, employee termination, asset impairment and other charges, charges related to acquisitions and dispositions, charges related to cost saving initiatives, manufacturing underutilization charges, convertible debt activity, other adjustments, and income tax adjustments, and the company believes these measures along with the related reconciliations to the GAAP measures provide additional detail and comparability for assessing the company's results. These Non-GAAP measures are some of the primary indicators management uses for assessing the company's performance and planning and forecasting future periods. These measures should be considered in addition to resu

Amortization of acquired intangible assets. The company incurs expenses from the amortization of acquired intangible assets over their economic lives. Such charges are significantly impacted by the timing and magnitude of the company's acquisitions and any related impairment charges.

Stock-based compensation expense. Because of the variety of equity awards used by companies, the varying methodologies for determining stock-based compensation expense, the subjective assumptions involved in those determinations, and the volatility in valuations that can be driven by market conditions outside the company's control, the company believes excluding stock-based compensation expense enhances the ability of management and investors to understand and assess the underlying performance of its business over time and compare it against the company's peers, a majority of whom also exclude stock-based compensation from their non-GAAP results.

Employee termination, asset impairment and other charges. From time-to-time, in order to realign the company's operations with anticipated market demand or to achieve cost synergies from the integration of acquisitions, the company may terminate employees and/or restructure its operations. From time-to-time, the company may also incur charges from the impairment of intangible assets and other long-lived assets. These charges (including any reversals of charges recorded in prior periods) are inconsistent in amount and frequency, and the company believes are not indicative of the underlying performance of its business.

Charges related to acquisitions and dispositions. In connection with the company's business combinations or dispositions, the company incurs expenses which it would not have otherwise incurred as part of its business operations. These expenses include third-party professional service and legal fees, third-party integration services, severance costs, non-cash adjustments to the fair value of acquired inventory, contract termination costs, and retention bonuses. The company may also experience other accounting impacts in connection with these transactions. These charges and impacts are related to acquisitions and dispositions, are inconsistent in amount and frequency, and the company believes are not indicative of the underlying performance of its business.

Charges related to cost saving initiatives. In connection with the transformation of the company's business combinations, the company has incurred charges related to cost saving initiatives which do not qualify for special accounting treatment as exit or disposal activities. These charges, which the company believes are not indicative of the underlying performance of its business, primarily relate to costs associated with rationalizing the company's channel partners or vendors, transforming the company's information systems infrastructure, integrating the company's product roadmap, and accelerated depreciation of assets.

Manufacturing underutilization charges. In response to flash business conditions, the company reduced its wafer starts at its flash-based memory manufacturing facilities operated through its strategic partnership with Kioxia Corporation (formerly Toshiba Memory Corporation) (Kioxia). The temporary abnormal reduction in output resulted in flash manufacturing underutilization charges which are expensed as incurred. These charges are inconsistent in amount and frequency, and the company believes these charges are not part of the ongoing operation of its business.

Power outage charges. In June 2019, an unexpected power outage incident occurred at the flash-based memory manufacturing facilities operated through the company's strategic partnership with Kioxia in Yokkaichi, Japan. The power outage incident resulted in the write-off of damaged inventory and unabsorbed manufacturing overhead costs which are expensed as incurred. These charges are inconsistent in amount and frequency, and the company believes these charges are not part of the ongoing production operation of its business.

Convertible debt activity. The company excludes non-cash economic interest expense associated with its convertible notes. These charges do not reflect the company's operating results, and the company believes are not indicative of the underlying performance of its business.

Other adjustments. From time-to-time, the company sells or impairs investments or other assets which are not considered necessary to its business operations, or incurs other charges or gains that the company believes are not a part of the ongoing operation of its business. The resulting expense or benefit is inconsistent in amount and frequency.

Income tax adjustments. Income tax adjustments include the difference between income taxes based on a forecasted annual non-GAAP tax rate and a forecasted annual GAAP tax rate as a result of the timing of certain non-GAAP pretax adjustments. The income tax adjustments include the company's final adjustments for the tax effects of the Tax Cuts and Jobs Act allowed within the one-year measurement period that ended on December 22, 2018, as well as estimates related to the current status of the rules and regulations governing the transition to the Tax Cuts and Jobs Act. These adjustments are excluded because they are infrequent and the company believes that they are not indicative of the underlying performance of its business.