

# **Ribbon Communications Inc. Reports First Quarter 2022 Financial Results**

# North American IP Optical Networks Sales Up 190% YOY Projecting Strong Q2 Sequential Total Company Revenue Growth

#### April 27, 2022

#### Conference Call Details

Conference call to discuss the Company's financial results for the first quarter ended March 31, 2022 on April 27, 2022, via the investor section of its website at

investors.ribboncommunications.com, where a replay will also be available shortly following the conference call.

#### Conference Call Details:

Date: April 27, 2022 Time: 4:30 p.m. (ET) Dial-in number (USA): 877-407-2991 Dial-in number (Intl): 201-389-0925 Instant Telephone Access: <u>Call me™</u>

#### **Replay information:**

A telephone playback of the call will be available following the conference call until May 11, 2022 and can be accessed by calling 877-660-6853 or 201-612-7415 for international callers. The reservation number for the replay is 13727656.

#### Investor Relations

+1 (978) 614-8050 ir@rbbn.com

#### North American Press

Dennis Watson +1 (214) 695-2224 dwatson@rbbn.com

#### APAC, CALA & EMEA Press Catherine Berthier +1 (646) 741-1974 cberthier@rbbn.com

Analyst Relations Michael Cooper +1 (708) 212-6922 mcooper@rbbn.com **Plano, TX** – <u>Ribbon Communications Inc.</u> (Nasdaq: RBBN), a global provider of real time communications technology and IP optical networking solutions to many of the world's largest service providers, enterprises, and critical infrastructure operators to modernize and protect their networks, today announced its financial results for the first quarter of 2022.

Revenue for the first quarter of 2022 was \$173 million, compared to \$193 million for the first quarter of 2021. Product and service bookings-to-revenue was 1.20x in the first quarter of 2022, with IP Optical Networks at 1.27x.

"The Ribbon team delivered financial results directly in-line with our guidance for the quarter despite continued supply chain constraints. Our continued growth in IP Optical sales in North America, strong RFP activity, and new product pipeline provide confidence that our financial performance will continue to improve throughout the year," noted Bruce McClelland, President and Chief Executive Officer of Ribbon Communications.

McClelland continued, "The increased investment we are making in product development is accelerating the pace of new product and service introductions in order to deliver on our strategy to generate both near-term and longer-term revenue growth. Partnerships such as our recent Cloud & Edge announcement with Microsoft to accelerate deployment of Teams further differentiate our solutions and expand our market reach."

#### Financial Highlights<sup>1,2</sup>

	2022		2021
\$	173	\$	193
\$	(70)	\$	(45)
\$	(12)	\$	5
\$	(9)	\$	20
\$ \$	(0.47) (0.08) 149 154	\$ \$	(0.31) 0.03 146 155
	\$ \$ \$	Ma 2022 \$ 173 \$ (70) \$ (12) \$ (9) \$ (0.47) \$ (0.08) 149	$\begin{array}{c ccccccccccccccccccccccccccccccccccc$

<sup>1</sup> The Company's results include the impact of changes in the fair value of the consideration received from the sale of its Kandy Communications business (the "Kandy Sale") to American Virtual Cloud Technologies ("AVCT") and paid-in-kind interest earned on the consideration. These amounts totaled approximately \$27 million and \$22 million for 1Q22 and 1Q21, respectively. Fluctuations in AVCT's stock price will impact the future amounts that are recorded in Other expense, net, and could materially impact the Company's quarterly results.

<sup>2</sup> Please see the reconciliations of non-GAAP financial measures to the most directly comparable GAAP measures and additional information about non-GAAP measures in the section entitled "Discussion of Non-GAAP Financial Measures" in the attached schedules



Cash, cash equivalents and restricted cash totaled \$95 million at March 31, 2022, compared with \$106 million at December 31, 2021 and \$109 million at March 31, 2021. The GAAP net loss of \$70 million in the first quarter of 2022 includes a \$27 million non-cash loss associated with the quarterly mark-to-market of our investment in AVCT from the Kandy Sale.

"In the first quarter of 2022, we had good cash flow from operations enabling an additional term loan payment of \$15 million. We expect sequential improvement in both revenue and margin this quarter and further improvement in the second half of this year," said Mick Lopez, Chief Financial Officer of Ribbon Communications.

### Business Outlook<sup>1</sup>

The Company's outlook is based on current indications for its business, which are subject to change. For the second quarter of 2022, the Company projects revenue of \$200 million to \$215 million, non-GAAP gross margin of 53.5% to 54.5%, non-GAAP diluted earnings per share of \$0.03 to \$0.06, and Adjusted EBITDA of \$17 million to \$23 million. For the full year 2022, the Company's guidance remains unchanged.

<sup>1</sup> Please see the reconciliations of non-GAAP financial measures to the most directly comparable GAAP measures and additional information about the non-GAAP measures in the section entitled "Discussion of Non-GAAP Financial Measures" in the attached schedules.

### Upcoming Investor Conference Schedule

- May 10, 2022 Oppenheimer Emerging Growth Conference (virtual one-on-one institutional investor meetings).
- May 26, 2022 B. Riley Securities Annual Institutional Investor Conference (one-on-one institutional investor meetings).
- June 1-2, 2022 Cowen 50<sup>th</sup> Annual Technology, Media & Telecom Conference (presentation and one-onone institutional investor meetings).

#### About Ribbon

Ribbon Communications (Nasdaq: RBBN) delivers communications software, IP and optical networking solutions to service providers, enterprises and critical infrastructure sectors globally. We engage deeply with our customers, helping them modernize their networks for improved competitive positioning and business outcomes in today's smart, always-on and data-hungry world. Our innovative, end-to-end solutions portfolio delivers unparalleled scale, performance, and agility, including core to edge software-centric solutions, cloud-native offers, leading-edge security and analytics tools, along with IP and optical networking solutions for 5G. We maintain a keen focus on our commitments to Environmental, Social and Governance (ESG) matters, offering an annual Sustainability Report to our stakeholders. To learn more about Ribbon visit <u>rbbn.com</u>.

#### Important Information Regarding Forward-Looking Statements

The information in this release contains "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, which are subject to a number of risks and uncertainties. All statements other than statements of historical facts contained in this release, including without limitation statements regarding the Company's projected financial results for the second quarter 2022 and beyond; customer engagement and momentum; plans and objectives for future operations; and plans for future product development and manufacturing, are forward-looking statements. Without limiting the foregoing, the words "believes", "estimates", "expects", "expectations", "intends", "may", "plans", "projects" and other similar language, are intended to identify forward-looking statements.

Forward-looking statements are based on the Company's current expectations and assumptions regarding its business, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. Actual results may differ materially from those contemplated in these forward-looking statements due to various risks, uncertainties and other important factors, including, among others, risks related to supply chain disruptions resulting from component availability; the effects of geopolitical instabilities and disputes, including between Russia and Ukraine and the impact of sanctions imposed as a result thereof; risks related to the continuing COVID-19 pandemic, including delays in customer deployments as a result of rises in cases; risks that the Company will not realize the anticipated benefits from the acquisition of ECI Telecom Group Ltd.; risks that the Company will not realize the estimated cost savings



and/or anticipated benefits from its strategic restructuring; the impact of restructuring and cost-containment activities; declines in the value of the Company's ongoing investment in AVCT, the purchaser of the Company's Kandy Communications business ; unpredictable fluctuations in quarterly revenue and operating results; risks related to the terms of the Company's credit agreement including compliance with the financial covenants; risks related to cybersecurity and data intrusion; failure to compete successfully against telecommunications equipment and networking companies; failure to grow the Company's customer base or generate recurring business from existing customers; credit risks; the timing of customer purchasing decisions and the Company's recognition of revenues; macroeconomic conditions; litigation; market acceptance of the Company's products and services; rapid technological and market change; the ability to protect Company intellectual property rights and obtain necessary licenses; the ability to maintain partner, reseller, distribution and vendor support and supply relationships; the potential for defects in the Company's products; increases in tariffs, trade restrictions or taxes on the Company's products; and currency fluctuations.

These factors are not intended to be an all-encompassing list of risks and uncertainties that may affect the Company's business and results from operations. Additional information regarding these and other factors can be found in the Company's reports filed with the Securities and Exchange Commission, including, without limitation, its Form 10-K for the year ended December 31, 2021. In providing forward-looking statements, the Company expressly disclaims any obligation to update these statements publicly or otherwise, whether as a result of new information, future events or otherwise, except as required by law.

### **Discussion of Non-GAAP Financial Measures**

The Company's management uses several different financial measures, both GAAP and non-GAAP, in analyzing and assessing the overall performance of its business, making operating decisions, planning and forecasting future periods, and determining payments under compensation programs. The Company considers the use of non-GAAP financial measures helpful in assessing the core performance of its continuing operations and when planning and forecasting future periods. The Company's annual financial plan is prepared on a non-GAAP basis and is approved by its board of directors. In addition, budgeting and forecasting for revenue and expenses are conducted on a non-GAAP basis, and actual results on a non-GAAP basis are assessed against the annual financial plan. The Company defines continuing operations as the ongoing results of its business adjusted for certain expenses and credits, as described below. The Company believes that providing non-GAAP information to investors will allow investors to view the financial results in the way its management views them and helps investors to better understand the Company's core financial and operating performance and evaluate the efficacy of the methodology and information used by its management to evaluate and measure such performance.

While the Company's management uses non-GAAP financial measures as tools to enhance its understanding of certain aspects of the Company's financial performance, its management does not consider these measures to be a substitute for, or superior to, GAAP measures. In addition, the Company's presentations of these measures may not be comparable to similarly titled measures used by other companies. These non-GAAP financial measures should not be considered alternatives for, or in isolation from, the financial information prepared and presented in accordance with GAAP. Investors are cautioned that there are material limitations associated with the use of non-GAAP financial measures. In particular, many of the adjustments to the Company's financial measures reflect the exclusion of items that are recurring and will be reflected in its financial results for the foreseeable future.

#### Stock-Based Compensation

The expense related to stock-based awards is generally not controllable in the short-term and can vary significantly based on the timing, size and nature of awards granted. The Company believes that presenting non-GAAP operating results that exclude stock-based compensation provides investors with visibility and insight into its management's method of analysis and its core operating performance.

#### Amortization of Acquired Technology; Amortization of Acquired Intangible Assets

Amortization amounts are inconsistent in frequency and amount and are significantly impacted by the timing and size of acquisitions. Amortization of acquired technology is reported separately within Cost of revenue and Amortization of acquired intangible assets is reported separately within Operating expenses. These items are reported collectively as Amortization of acquired intangible assets in the accompanying reconciliations of non-GAAP and GAAP financial measures. The Company believes that excluding non-cash amortization of these intangible assets facilitates the



comparison of its financial results to its historical operating results and to other companies in its industry as if the acquired intangible assets had been developed internally rather than acquired.

#### Impairment of Goodwill

The Company performs its annual testing for impairment of goodwill in the fourth quarter each year. For the purpose of testing goodwill for impairment, all goodwill has been assigned to one of the Company's two operating segments. The Company performs a fair value analysis using both an income and market approach, which encompasses a discounted cash flow analysis and a guideline public company analysis using selected multiples. Based on the results of its recently completed impairment test, the Company determined that the carrying value of its IP Optical Networks segment exceeded its fair value, and accordingly, recorded a non-cash impairment charge of \$116 million in the fourth quarter of 2021. There was no impairment of the Company's Cloud and Edge segment. The Company believes that such non-cash costs are not part of its core business or ongoing operations. Accordingly, the Company believes that excluding the goodwill impairment charge facilitates the comparison of the Company's financial results to its historical operating results and to other companies in its industry.

#### Acquisition-, Disposal- and Integration-Related

The Company considers certain acquisition-, disposal- and integration-related costs to be unrelated to the organic continuing operations of its acquired businesses and the Company. Such costs are generally not relevant to assessing or estimating the long-term performance of the acquired assets. The Company excludes such acquisition-, disposal- and integration-related costs to allow more accurate comparisons of its financial results to its historical operations and the financial results of less acquisitive peer companies and allows management and investors to consider the ongoing operations of the business both with and without such expenses.

#### Restructuring and Related

The Company has recorded restructuring and related expense to streamline operations and reduce operating costs by closing and consolidating certain facilities and reducing its worldwide workforce. The Company believes that excluding restructuring and related expense facilitates the comparison of its financial results to its historical operating results and to other companies in its industry, as there are no future revenue streams or other benefits associated with these costs.

#### Interest Income on Debentures

The Company recorded paid-in-kind interest income on the AVCT Series A-1 convertible debentures (the "Debentures") it received as consideration in connection with the Kandy Sale through September 8, 2021, when the Debentures were converted to shares of AVCT common stock (the "Debenture Shares"), which increased their fair value. The Company excludes this interest income because it believes that such a gain is not part of its core business or ongoing operations.

#### Decrease in Fair Value of Investments

The Company calculates the fair values of the Debentures and the warrants to purchase shares of AVCT common stock (the "Warrants") it received as consideration in connection with the Kandy Sale (prior to September 8, 2021) and the Debenture Shares and Warrants (effective September 8, 2021) at each quarter-end and records any adjustments to their fair values in Other expense, net. The Company excludes these and any subsequent gains and losses from the change in fair value of this investment because it believes that such gains or losses are not part of its core business or ongoing operations.

#### Tax Effect of Non-GAAP Adjustments

The Non-GAAP income tax benefit (provision) is presented based on an estimated tax rate applied against forecasted annual non-GAAP income. The Non-GAAP income tax benefit (provision) assumes no available net operating losses or valuation allowances for the U.S. because of reporting significant cumulative non-GAAP income over the past several years. The Company is reporting its non-GAAP quarterly income taxes by computing an annual rate for the Company and applying that single rate (rather than multiple rates by jurisdiction) to its consolidated quarterly results. The Company expects that this methodology will provide a consistent rate throughout the year and allow investors to better understand the impact of income taxes on its results. Due to the methodology applied to its estimated annual tax rate, the Company's estimated tax rate on non-GAAP income will differ from its GAAP tax rate and from its actual tax liabilities.



## Adjusted EBITDA

The Company uses Adjusted EBITDA as a supplemental measure to review and assess its performance. The Company calculates Adjusted EBITDA by excluding from loss from operations: depreciation; amortization of acquired intangible assets; stock-based compensation; impairment of goodwill; acquisition-, disposal- and integration-related expense; and restructuring and related expense. In general, the Company excludes the expenses that considers to be non-cash and/or not part of its ongoing operations. The Company may exclude other items in the future that have those characteristics. Adjusted EBITDA is a non-GAAP financial measure that is used by the investing community for comparative and valuation purposes. The Company discloses this metric to support and facilitate dialogue with research analysts and investors. Other companies may calculate Adjusted EBITDA differently than the Company does, limiting its usefulness as a comparative measure.



## RIBBON COMMUNICATIONS INC.

# Condensed Consolidated Statements of Operations

(in thousands, except percentages and per share amounts)

(unaudited)

	Three months ended							
	Ν	Iarch 31,	Dee	cember 31,	March 31,			
		2022		2021	2021			
Revenue:					-			
Product	\$	81,990	\$	130,298	\$	97,889		
Service		91,208		100,279		94,883		
Total revenue		173,198		230,577		192,772		
Cost of revenue:								
Product		51,209		70,165		44,445		
Service		35,667		36,711		37,780		
Amortization of acquired technology		8,267		8,908		10,061		
Total cost of revenue		95,143		115,784		92,286		
Gross profit		78,055		114,793		100,486		
Gross margin		45.1%		49.8%		52.1%		
Operating expenses:								
Research and development		52,690		51,609		47,410		
Sales and marketing		37,619		42,067		37,218		
General and administrative		12,862		13,226		15,553		
Amortization of acquired intangible assets		7,275		7,493		5,762		
Impairment of goodwill		-		116,000		-		
Acquisition-, disposal- and integration-related		1,849		3,428		1,197		
Restructuring and related		4,814		1,106		5,950		
Total operating expenses		117,109		234,929		113,090		
Loss from operations		(39,054)		(120,136)		(12,604)		
Interest expense, net		(4,001)		(3,995)		(5,819)		
Other expense, net		(28,800)		(8,546)		(25,448)		
Loss before income taxes		(71,855)		(132,677)		(43,871)		
Income tax benefit (provision)		1,880		36,369		(816)		
Net loss	\$	(69,975)	\$	(96,308)	\$	(44,687)		
Loss per share:								
Basic	\$	(0.47)	\$	(0.65)	\$	(0.31)		
Diluted	\$	(0.47)	\$	(0.65)	\$	(0.31)		
Weighted average shares used to compute loss per share:								
Basic		149,167		148,675		145,936		
Diluted		149,167		148,675		145,936		



## RIBBON COMMUNICATIONS INC. Condensed Consolidated Balance Sheets (in thousands) (unaudited)

Assets           Current assets:           Current assets:         \$ 92.838         \$ 103.915           Restricted cash         2.627         2.570           Accounts receivable, net         220.964         222.917           Inventory         61.578         54.043           Other current assets         44.723         37.545           Total current assets         4422.730         480.990           Property and equipment, net         48.043         47.685           Intangible assets, net         335.188         350.730           Goodwill         300.892         300.892           Investments         16.904         43.931           Deferred income taxes         53.843         47.287           Operating lease right-of-use assets         49.549         53.147           Other assets         37.006         23.075           S         1.264.155         \$ 1.347.737           Liabilities and Stockholders' Equity           Current liabilities:         330.353         330.433           Current liabilities         16.622         17.403           Deferred revenue         109.084         100.752           Operating lease liabilities, net of current		March 31, 2022	December 31, 2021
Cash and cash equivalents       \$       92,838       \$       103,915         Restricted cash       2,627       2,570         Accounts receivable, net       220,964       282,917         Inventory       161,578       54,043         Other current assets       44,723       37,545         Total current assets       422,730       480,990         Property and equipment, net       48,043       47,685         Intangible assets, net       335,188       350,730         Goodwill       300,892       300,892         Investments       16,904       43,931         Deferred income taxes       53,843       47,287         Operating lease right-of-use assets       97,006       23,075         \$       1,264,155       \$       1,347,737         Liabilities and Stockholders' Equity         Current liabilities:       37,006       23,075         Current portion of term debt       \$       20,058       \$         Accounts payable       97,837       97,121       Accounts payable       97,837       97,121         Accrued expenses and other       94,584       100,752       Operating lease liabilities       16,622       17,403         Deferred revenue <th></th> <th></th> <th></th>			
Restricted cash         2,627         2,570           Accounts receivable, net         220,964         282,917           Inventory         61,578         54,043           Other current assets         44,723         37,545           Total current assets         422,730         480,990           Property and equipment, net         48,043         47,685           Intangible assets, net         335,188         350,730           Goodwill         300,892         300,892           Investments         16,904         43,931           Deferred income taxes         53,843         47,287           Other assets         37,006         23,075           \$ 1,264,155         \$ 1,347,737           Labilities and Stockholders' Equity         20,058         \$ 20,058           Current portion of term debt         \$ 20,058         \$ 20,058           Accounts payable         97,837         97,121           Accounts payable         94,584         100,752           Operating lease liabilities         16,622         17,403           Deferred revenue         109,084         109,119           Total current liabilities         333,135         350,217           Operating lease liabilities         1			<b>•</b> • • • • • • •
Accounts receivable, net       220,964       282,917         Inventory       61,578       54,043         Other current assets       44,723       37,545         Total current assets       422,730       480,990         Property and equipment, net       48,043       47,685         Intangible assets, net       335,188       350,730         Godwill       300,892       300,892         Investments       16,904       43,931         Deferred income taxes       53,843       47,287         Operating lease right-of-use assets       97,006       23,075         \$ 1,264,155       \$ 1,347,737         Liabilities and Stockholders' Equity         Current liabilities       37,006       23,075         Current portion of term debt       \$ 20,058       \$ 20,058         Accounts payable       97,837       97,121         Accrued expenses and other       94,584       100,752         Operating lease liabilities       16,622       17,403         Deferred revenue       109,084       109,119         Total current inabilities       333,353       350,217         Operating lease liabilities, net of current       51,599       55,196         Deferred revenue, net o	•		
Inventory $61,578$ $54,043$ Other current assets $44,723$ $37,545$ Total current assets $422,730$ $480,990$ Property and equipment, net $48,043$ $47,685$ Intangible assets, net $335,188$ $350,730$ Goodwill $300,892$ $300,892$ Investments $16,904$ $43,931$ Deferred income taxes $53,843$ $47,287$ Operating lease right-of-use assets $49,549$ $53,147$ Other assets $37,006$ $23,075$ <b>Liabilities and Stockholders' Equity</b> $x_{1,264,155}$ \$ 1,347,737 <b>Liabilities and Stockholders' Equity</b> $x_{1,264,155}$ \$ 20,058           Current portion of term debt         \$ 20,058         \$ 20,058           Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,014$ $199,119$ Total current liabilities $330,353$ $350,217$			
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Total current assets $422,730$ $480,990$ Property and equipment, net         48,043         47,685           Intangible assets, net         335,188         350,730           Goodwill         300,892         300,892           Investments         16,904         43,931           Deferred income taxes         53,843         47,287           Operating lease right-of-use assets         49,549         53,147           Other assets         37,006         22,075           \$ 1,264,155         \$ 1,347,737           Liabilities and Stockholders' Equity           Current liabilities: $37,006$ 23,075           Qurrent portion of term debt         \$ 20,058         \$ 20,058           Accounds payable         97,837         97,121           Accrued expenses and other         94,584         100,752           Operating lease liabilities         16,622         17,403           Deferred revenue         109,084         109,119           Total current liabilities, net of current         51,599         55,196           Deferred income taxes         8,104         8,116           Other long-term liabilities         42,190         41,970           Total liabilities <td>-</td> <td></td> <td></td>	-		
Property and equipment, net       48,043       47,685         Intangible assets, net       335,188       350,730         Goodwill       300,892       300,892         Investments       16,904       43,931         Deferred income taxes       53,843       47,287         Operating lease right-of-use assets       49,549       53,147         Other assets $37,006$ 23,075 <b>Liabilities and Stockholders' Equity</b> \$1,264,155       \$1,347,737         Liabilities and Stockholders' Equity         Current liabilities: $37,006$ 23,075         Current portion of term debt       \$20,058       \$20,058         Accounts payable       97,837       97,121         Accrued expenses and other       94,584       100,752         Operating lease liabilities       16,622       17,403         Deferred revenue       109,084       109,119         Total current liabilities       330,353       350,217         Operating lease liabilities, net of current       51,599       55,196         Deferred revenue, net of current       19,312       20,619         Deferred income taxes       8,104       8,116         Other long-term liabilities       789,743			
$\begin{array}{c c c c c c c c c c c c c c c c c c c $	Total current assets	422,730	480,990
Goodwill $300,892$ $300,892$ Investments         16,904 $43,931$ Deferred income taxes $53,843$ $47,287$ Operating lease right-of-use assets $49,549$ $53,147$ Other assets $49,549$ $53,147$ Other assets $37,006$ $23,075$ \$ 1,264,155         \$ 1,347,737           Liabilities and Stockholders' Equity $37,006$ $23,075$ Current liabilities: $37,006$ $23,075$ Current portion of term debt         \$ 20,058         \$ 20,058           Accounds payable $97,837$ $97,121$ Accound expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $91,312$ $20,619$ Deferred revenue, net of current $93,12$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabiliti	Property and equipment, net	48,043	47,685
Investments16,904 $43,931$ Deferred income taxes $53,843$ $47,287$ Operating lease right-of-use assets $49,549$ $53,147$ Other assets $37,006$ $23,075$ $\underline{s}$ $1,264,155$ $\underline{s}$ $1,347,737$ Liabilities and Stockholders' EquityCurrent liabilities:Current portion of term debt $\underline{s}$ $20,058$ $\underline{s}$ $20,058$ Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $333,185$ $344,453$ Long-term debt, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingenciesStockholders' equity:Commitments and contingencies $1,877,677$ Stockholders' equity: $(1,425,636)$ $(1,355,661)$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Intangible assets, net	335,188	350,730
Deferred income taxes $53,843$ $47,287$ Operating lease right-of-use assets $49,549$ $53,147$ Other assets $37,006$ $23,075$ \$ 1,264,155\$ 1,347,737Liabilities and Stockholders' EquityCurrent liabilities:Current portion of term debt\$ 20,058\$ 20,058Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $(1,425,636)$ $(1,355,661)$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated deficit $(2,356)$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Goodwill	300,892	300,892
Operating lease right-of-use assets $49,549$ $53,147$ Other assets $37,006$ $23,075$ \$ 1,264,155\$ 1,347,737Liabilities and Stockholders' EquityCurrent liabilities: $$20,058$ \$ 20,058Current portion of term debt\$ 20,058\$ 20,058Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$		16,904	43,931
Other assets $37,006$ $23,075$ Liabilities and Stockholders' EquityCurrent liabilities:Current portion of term debt\$ 20,058\$ 20,058Accounts payable97,83797,121Accrued expenses and other94,584100,752Operating lease liabilities16,62217,403Deferred revenue109,084109,119Total current liabilities338,185344,453Long-term debt, net of current51,59955,196Deferred revenue, net of current19,31220,619Deferred income taxes8,1048,116Other long-term liabilities789,743820,571Common stock1515Additional paid-in capital1,877,6771,875,234Accumulated other comprehensive income22,3567,578Total stockholders' equity474,412527,166	Deferred income taxes	53,843	47,287
Improve the second state of the secon	Operating lease right-of-use assets	49,549	53,147
Liabilities and Stockholders' EquityCurrent liabilities:\$ 20,058\$ 20,058Current portion of term debt\$ 20,058\$ 20,058Accounts payable97,83797,121Accrued expenses and other94,584100,752Operating lease liabilities16,62217,403Deferred revenue109,084109,119Total current liabilities338,185344,453Long-term debt, net of current330,353350,217Operating lease liabilities, net of current51,59955,196Deferred revenue, net of current19,31220,619Deferred income taxes8,1048,116Other long-term liabilities42,19041,970Total liabilities789,743820,571Commitments and contingencies1515Stockholders' equity:1,877,6771,875,234Accumulated deficit(1,425,636)(1,355,661)Accumulated other comprehensive income22,3567,578Total stockholders' equity474,412527,166	Other assets	37,006	23,075
Current liabilities:\$ 20,058\$ 20,058Current portion of term debt\$ 20,058\$ 20,058Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $(1,425,636)$ $(1,355,661)$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$		\$ 1,264,155	\$ 1,347,737
Accounts payable $97,837$ $97,121$ Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $338,185$ $344,453$ Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $(1,425,636)$ $(1,355,661)$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$			
Accrued expenses and other $94,584$ $100,752$ Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $338,185$ $344,453$ Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Current portion of term debt	\$ 20,058	\$ 20,058
Operating lease liabilities $16,622$ $17,403$ Deferred revenue $109,084$ $109,119$ Total current liabilities $338,185$ $344,453$ Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Accounts payable	97,837	97,121
Deferred revenue $109,084$ $109,119$ Total current liabilities $338,185$ $344,453$ Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Accrued expenses and other	94,584	100,752
Total current liabilities $338,185$ $344,453$ Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$		16,622	17,403
Long-term debt, net of current $330,353$ $350,217$ Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Deferred revenue	109,084	109,119
Operating lease liabilities, net of current $51,599$ $55,196$ Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingenciesStockholders' equity: Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Total current liabilities	338,185	344,453
Deferred revenue, net of current $19,312$ $20,619$ Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $15$ $15$ Stockholders' equity: Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Long-term debt, net of current	330,353	350,217
Deferred income taxes $8,104$ $8,116$ Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $789,743$ $820,571$ Stockholders' equity: Common stock $15$ $15$ Additional paid-in capital $1,877,677$ $1,875,234$ Accumulated deficit $(1,425,636)$ $(1,355,661)$ Accumulated other comprehensive income $22,356$ $7,578$ Total stockholders' equity $474,412$ $527,166$	Operating lease liabilities, net of current	51,599	55,196
Other long-term liabilities $42,190$ $41,970$ Total liabilities $789,743$ $820,571$ Commitments and contingencies $5000000000000000000000000000000000000$	Deferred revenue, net of current	19,312	20,619
Total liabilities789,743820,571Commitments and contingenciesStockholders' equity: Common stock1515Additional paid-in capital1,877,6771,875,234Accumulated deficit(1,425,636)(1,355,661)Accumulated other comprehensive income22,3567,578Total stockholders' equity474,412527,166	Deferred income taxes	8,104	8,116
Commitments and contingenciesStockholders' equity: Common stock15Additional paid-in capital1,877,677Accumulated deficit(1,425,636)Accumulated other comprehensive income22,356Total stockholders' equity474,412527,166	Other long-term liabilities	42,190	41,970
Stockholders' equity:15Common stock15Additional paid-in capital1,877,677Accumulated deficit(1,425,636)Accumulated other comprehensive income22,356Total stockholders' equity474,412527,166	Total liabilities	789,743	820,571
Common stock         15         15           Additional paid-in capital         1,877,677         1,875,234           Accumulated deficit         (1,425,636)         (1,355,661)           Accumulated other comprehensive income         22,356         7,578           Total stockholders' equity         474,412         527,166	Commitments and contingencies		
Additional paid-in capital       1,877,677       1,875,234         Accumulated deficit       (1,425,636)       (1,355,661)         Accumulated other comprehensive income       22,356       7,578         Total stockholders' equity       474,412       527,166	Stockholders' equity:		
Accumulated deficit(1,425,636)(1,355,661)Accumulated other comprehensive income22,3567,578Total stockholders' equity474,412527,166	Common stock	15	15
Accumulated other comprehensive income22,3567,578Total stockholders' equity474,412527,166	Additional paid-in capital	1,877,677	1,875,234
Total stockholders' equity474,412527,166	Accumulated deficit	(1,425,636)	(1,355,661)
Total stockholders' equity474,412527,166	Accumulated other comprehensive income	22,356	7,578
		474,412	527,166
		\$ 1,264,155	



#### RIBBON COMMUNICATIONS INC. Condensed Consolidated Statements of Cash Flows (in thousands) (unaudited)

	Three months ended					
	Ν	March 31, 2022	Ν	larch 31, 2021		
Cash flows from operating activities:						
Net loss	\$	(69,975)	\$	(44,687)		
Adjustments to reconcile net loss to cash flows provided by (used in) operating activities:						
Depreciation and amortization of property and equipment		3,885		4,226		
Amortization of intangible assets		15,542		15,823		
Amortization of debt issuance costs		527		3,141		
Stock-based compensation		4,255		5,060		
Deferred income taxes		(6,773)		293		
Decrease in fair value of investments		27,027		22,441		
Foreign currency exchange losses		1,105		1,716		
Changes in operating assets and liabilities:						
Accounts receivable		60,461		28,083		
Inventory		(11,837)		(330)		
Other operating assets		(423)		979		
Accounts payable		540		(3,800)		
Accrued expenses and other long-term liabilities		(7,962)		(41,480)		
Deferred revenue		(1,342)		2,323		
Net cash provided by (used in) operating activities		15,030		(6,212)		
Cash flows from investing activities:						
Purchases of property and equipment		(3,471)		(5,357)		
Net cash used in investing activities		(3,471)		(5,357)		
Cash flows from financing activities:						
Proceeds from issuance of term debt		-		74,625		
Principal payments of term debt		(20,015)		(77,132)		
Principal payments of finance leases		(198)		(272)		
Payment of debt issuance costs		(370)		(789)		
Proceeds from the exercise of stock options		-		24		
Payment of tax withholding obligations related to net share settlements of restricted stock awards		(1,812)		(11,233)		
Net cash used in by financing activities		(22,395)		(14,777)		
Effect of exchange rate changes on cash, cash equivalents and restricted cash		(184)		(464)		
Net decrease in cash, cash equivalents and restricted cash		(11,020)		(26,810)		
Cash, cash equivalents and restricted cash, beginning of year		106,485		135,697		
Cash, cash equivalents and restricted cash, end of period	\$	95,465	\$	108,887		



## RIBBON COMMUNICATIONS INC. Supplemental Information (in thousands) (unaudited)

The following tables provide the details of stock-based compensation included as components of other line items in the Company's Condensed Consolidated Statements of Operations and the line items in which these amounts are reported.

		Three months ended							
	Ma	March 31, December 31,			March 31,				
	2022			2021	2021				
Stock-based compensation									
Cost of revenue - product	\$	99	\$	97	\$	27			
Cost of revenue - service	_	481		488		235			
Cost of revenue		580		585		262			
Research and development		1,206		1,243		627			
Sales and marketing		1,371		2,011		1,874			
General and administrative		1,098		1,168		2,297			
Operating expense		3,675		4,422		4,798			
Total stock-based compensation	\$	4,255	\$	5,007	\$	5,060			



#### RIBBON COMMUNICATIONS INC. Reconciliation of Non-GAAP and GAAP Financial Measures (in thousands, except per share amounts) (unaudited)

	Three months ended						
		March 31,		cember 31,	М	arch 31,	
		2022		2021		2021	
GAAP Gross margin	45.1%			49.8%		52.1%	
Stock-based compensation		0.3%		0.3%		0.2%	
Amortization of acquired technology		4.8%		3.8%		5.2%	
Non-GAAP Gross margin		50.2%		53.9%		57.5%	
GAAP Net loss	\$	(69,975)	\$	(96,308)	\$	(44,687)	
Stock-based compensation		4,255		5,007		5,060	
Amortization of acquired intangible assets		15,542		16,401		15,823	
Impairment of goodwill		-		116,000		-	
Acquisition-, disposal- and integration-related		1,849		3,428		1,197	
Restructuring and related		4,814		1,106		5,950	
Interest income on debentures		-		-		(1,459)	
Decrease in fair value of investments		27,027		6,508		23,900	
Tax effect of non-GAAP adjustments		4,531		(50,830)		(880)	
Non-GAAP Net (loss) income	\$	(11,957)	\$	1,312	\$	4,904	
GAAP Diluted loss per share	\$	(0.47)	\$	(0.65)	\$	(0.31)	
Stock-based compensation		0.03		0.03		0.03	
Amortization of acquired intangible assets		0.11		0.12		0.11	
Impairment of goodwill		-		0.77		-	
Acquisition-, disposal- and integration-related		0.01		0.02		0.01	
Restructuring and related		0.03		0.01		0.05	
Interest income on debentures		-		-		(0.01)	
Decrease in fair value of investments		0.18		0.04		0.16	
Tax effect of non-GAAP adjustments		0.03		(0.33)		(0.01)	
Non-GAAP Diluted (loss) earnings per share	\$	(0.08)	\$	0.01	\$	0.03	
Weighted average shares used to compute diluted (loss) earnings per share							
Shares used to compute GAAP diluted loss per share		149,167		148,675		145,936	
Shares used to compute Non-GAAP diluted (loss) earnings per share		149,167		153,898		155,032	
GAAP Loss from operations	\$	(39,054)	\$	(120,136)	\$	(12,604)	
Depreciation		3,885		4,278		4,226	
Amortization of acquired intangible assets		15,542		16,401		15,823	
Stock-based compensation		4,255		5,007		5,060	
Impairment of goodwill		-		116,000		-	
Acquisition-, disposal- and integration-related		1,849		3,428		1,197	
Restructuring and related		4,814		1,106		5,950	
Non-GAAP Adjusted EBITDA	\$	(8,709)	\$	26,084	\$	19,652	



#### RIBBON COMMUNICATIONS INC. Reconciliation of Non-GAAP and GAAP Financial Measures - Outlook (unaudited)

						· · · · · · · · · · · · · · · · · · ·				
	Three months ending June 30, 2022			Year ending December 31, 2022 Range						
	Range									
Revenue (\$ millions)	\$	200	\$	215	\$	850	\$	880		
Gross margin:										
GAAP outlook		49.2%		50.5%		51.1%		52.2%		
Stock-based compensation		0.3%		0.3%		0.3%		0.3%		
Amortization of acquired technology		4.0%		3.7%		3.6%		3.5%		
Non-GAAP outlook		53.5%		54.5%		55.0%		56.0%		
Earnings per share:										
GAAP outlook	\$	(0.14)	\$	(0.09)	\$	(0.52)	\$	(0.46)		
Stock-based compensation		0.03		0.03		0.13		0.13		
Amortization of acquired intangible assets		0.10		0.10		0.39		0.39		
Acquisition-, disposal- and integration-related		0.01		0.01		0.02		0.02		
Restructuring and related		0.01		0.01		0.13		0.13		
Decrease in fair value of investments		-		-		0.17		0.17		
Tax effect of non-GAAP adjustments		0.02		-		(0.02)		(0.04)		
Non-GAAP outlook	\$	0.03	\$	0.06	\$	0.30	\$	0.34		
Weighted average shares used to compute GAAP diluted loss per share										
(in thousands)		150,000		150,000		151,000		151,000		
Weighted average shares used to compute Non-GAAP diluted earnings		,		,		,				
per share (in thousands)		156,000		156,000		157,000		157,000		
Adjusted EBITDA (\$ millions):										
GAAP loss from operations	\$	(10.1)	\$	(4.1)	\$	(10.5)	\$	(0.5)		
Depreciation		4.1		4.1		16.5		16.5		
Amortization of acquired intangible assets		15.4		15.4		60.4		60.4		
Stock-based compensation		4.7		4.7		19.8		19.8		
Acquisition-, disposal- and integration-related		1.2		1.2		3.8		3.8		
Restructuring and related		1.7		1.7		20.0		20.0		
Non-GAAP outlook	\$	17.0	\$	23.0	\$	110.0	\$	120.0		