UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 6, 2020

FORMFACTOR, INC.

(Exact Name of Registrant as Specified in Charter)

	Delaware	000-50307	13-3711155
	(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
	7005 Southfront Road		
	Livermore, CA		94551
	(Address of Principal Executive Offices)		(Zip Code)
	Registrant's to	elephone number, including area code:	(925) 290-4000
	(Former Nai	Not Applicable ne or Former Address, if Changed Since	e Last Report)
	ck the appropriate box below if the Form 8-K filing is interal Instruction A.2. below):	rended to simultaneously satisfy the filin	g obligation of the registrant under any of the following provision
	Written communications pursuant to Rule 425 under the	e Securities Act (17 CFR 230.425)	
	Soliciting material pursuant to Rule 14a-12 under the E	xchange Act (17 CFR 240.14a-12)	
	Pre-commencement communications pursuant to Rule 1	14d-2(b) under the Exchange Act (17 CF	FR 240.14d-2(b))
	Pre-commencement communications pursuant to Rule 1	13e-4(c) under the Exchange Act (17 CF	R 240.13e-4(c))
Secu	urities registered pursuant to Section12(b) of the Act:		
	Title of each class	Trading Symbol(s)	Name of each exchange on which registered
	Common stock, \$0.001 par value	FORM	Nasdaq Global Market
	icate by check mark whether the registrant is an emerging the Securities Exchange Act of 1934 (§240.12b-2 of this		5 of the Securities Act of 1933(§230.405 of this chapter) or Rule
	Emerging growth company		
	If an emerging growth company, indicate by check mark inancial accounting standards provided pursuant to Section		Number) (IRS Employer Identification No.) 94551 (Zip Code) area code: (925) 290-4000 e langed Since Last Report) isfy the filing obligation of the registrant under any of the following provision: 0.425) 4a-12) e Act (17 CFR 240.14d-2(b)) e Act (17 CFR 240.13e-4(c)) S) Name of each exchange on which registered Nasdaq Global Market d in Rule 405 of the Securities Act of 1933(§230.405 of this chapter) or Rule

Item 2.02. Results of Operations and Financial Condition.

On May 6, 2020, FormFactor, Inc. ("FormFactor") issued a press release announcing its financial results for the first quarter of fiscal 2020 that ended on March 28, 2020. A copy of the press release is furnished as Exhibit 99.01 to this report and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is filed herewith and this list is intended to constitute the exhibit index.

Exhibit Number	Description
99.01	Press release dated May 6, 2020

The information in this report and the accompanying exhibit shall not be incorporated by reference into any filing of FormFactor with the Securities and Exchange Commission, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing. The information in this report, including the accompanying exhibit, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a) (2) of the Securities Act of 1933, as amended.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FORMFACTOR, INC.

Date: May 6, 2020 By: /s/ SHAI SHAHAR

Name: Shai Shahar

Title: Chief Financial Officer



Investor Contact:

Stan Finkelstein Investor Relations (925) 290-4321 ir@formfactor.com

FORMFACTOR, INC. REPORTS 2020 FIRST QUARTER RESULTS

Company Delivers 22% Year-on-Year Revenue Growth Despite COVID-19 Interruptions

LIVERMORE, Calif. — **May 6, 2020** — FormFactor, Inc. (Nasdaq: FORM) today announced its financial results for the first quarter of fiscal 2020 ended March 28, 2020. Quarterly revenues were \$160.8 million, down 10.0% from \$178.6 million in the fourth quarter of fiscal 2019, and up 21.6% from \$132.2 million in the first quarter of fiscal 2019.

- Strong performance driven by strong Foundry and Logic probe card demand during the first 11 weeks of the quarter
- Second consecutive quarter of results validating target financial model
- Liquidity, balance sheet and cost structure provide resilience to weather an economic downturn

"During these unprecedented times, our priority has been to safeguard the health and safety of our employees while working closely with our customers to ensure their products are prioritized and quickly delivered," said Mike Slessor, CEO of FormFactor, Inc. "Despite significant operational challenges related to COVID-19, our employees' extraordinary efforts, dedication, and perseverance enabled us to deliver these excellent results."

First Quarter Highlights

On a GAAP basis, net income for the first quarter of fiscal 2020 was \$15.9 million, or \$0.20 per fully-diluted share, compared to net income for the fourth quarter of fiscal 2019 of \$18.6 million, or \$0.24 per fully-diluted share, and net income for the first quarter of fiscal 2019 of \$5.5 million, or \$0.07 per fully-diluted share. Gross margin for the first quarter of 2020 was 41.9%, compared with 41.6% in the fourth quarter of 2019, and 39.7% in the first quarter of 2019.

On a non-GAAP basis, net income for the first quarter of fiscal 2020 was \$26.1 million, or \$0.33 per fully-diluted share, compared to net income for the fourth quarter of fiscal 2019 of \$32.0 million, or \$0.41 per fully-diluted share, and net income for the first quarter of fiscal 2019 of \$15.2 million, or \$0.20 per fully-diluted share. On a non-GAAP basis, gross margin for the first quarter of 2020 was 46.1%, compared with 45.7% in the fourth quarter of 2019, and 44.1% in the first quarter of 2019.

A reconciliation of GAAP to non-GAAP measures is provided in the schedules included below.

Free cash flow for the first quarter of fiscal 2020 was \$27.6 million, compared to free cash flow for the fourth quarter of fiscal 2019 of \$31.6 million, and free cash flow for the first quarter of 2019 of \$14.9 million. A reconciliation of net cash provided by operating activities to free cash flow is provided in the schedules included below.

Outlook

Dr. Slessor added, "Given COVID-19 related uncertainties, we are not providing a formal outlook range for revenue, gross margin or EPS for the second quarter. Although our visibility is even more limited than usual, demand for FormFactor's products remains strong. We are, however, output constrained, as our factories are now operating with limited production due to social distancing requirements. We anticipate these manufacturing constraints will keep second quarter factory output approximately ten percent below the level achieved during the first quarter. Absent these constraints, we anticipate we would have generated sequential revenue growth in the second quarter."

We posted our revenue breakdown by geographic region, by market segment and with customers with greater than 10% of total revenue on the Investor Relations section of our website at www.formfactor.com. We will conduct a conference call at 1:30 p.m. PDT, or 4:30 p.m. EDT, today.

The public is invited to listen to a live webcast of FormFactor's conference call on the Investor Relations section of our web site at www.formfactor.com. A telephone replay of the conference call will be available approximately two hours after the conclusion of the call. The telephone replay will be available through May 13, 7:30 p.m. Pacific Time, and can be accessed by dialing (855) 859-2056 (domestic) or (404) 537-3406 (international) and entering confirmation code 5543718. Additionally, the replay will be available on the Investor Relations section of our website, www.formfactor.com.

Use of Non-GAAP Financial Information:

To supplement our condensed consolidated financial results prepared under generally accepted accounting principles, or GAAP, we disclose certain non-GAAP measures of non-GAAP net income, non-GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses and non-GAAP operating income, that are adjusted from the nearest GAAP financial measure to exclude certain costs, expenses, gains and losses. Reconciliations of the adjustments to GAAP results for the three months ended March 28, 2020 and for outlook provided before, as well as for the comparable periods of fiscal 2019, are provided below, and on the Investor Relations section of our website at www.formfactor.com. Information regarding the ways in which management uses non-GAAP financial information to evaluate its business, management's reasons for using this non-GAAP financial information, and limitations associated with the use of non-GAAP financial information, is included under "About our Non-GAAP Financial Measures" following the tables below.

About FormFactor:

FormFactor, Inc. (Nasdaq:FORM), is a leading provider of essential test and measurement technologies along the full IC life cycle - from characterization, modeling, reliability, and design de-bug, to qualification and production test. Semiconductor companies rely upon FormFactor's products and services to accelerate profitability by optimizing device performance and advancing yield knowledge. The Company serves customers through its network of facilities in Asia, Europe, and North America. For more information, visit the Company's website at www.formfactor.com.

Forward-looking Statements:

This press release contains forward-looking statements within the meaning of the "safe harbor" provisions of the federal securities laws, including with respect to the Company's future financial and operating results, the Company's plans, strategies and objectives for future operations. These statements are based on management's current expectations and beliefs as of the date hereof, and are subject to a number of risks and uncertainties, many of which are beyond the Company's control, that could cause actual results to differ materially from those described in the forward-looking statements. These forwardlooking statements include, but are not limited to statements regarding future financial and operating results, customer demand, conditions in the semiconductor industry, and growth opportunities, and other statements regarding the Company's business. Forward-looking statements may contain words such as "may," "might," "will," "expect," "plan," "anticipate," and "continue," the negative or plural of these words and similar expressions, and include the assumptions that underlie such statements. The following factors, among others, could cause actual results to differ materially from those described in the forward-looking statements: changes in demand for the Company's products; customer-specific demand; the speed of customer implementation of new technologies; industry seasonality; risks to the Company's ability to realize operational efficiencies; changes macro-economic environments; events affecting global and regional economic stability such as Brexit, infectious diseases and pandemics (such as the current COVID-19 pandemic), military conflicts, political volatility and similar factors, operating separately or in combination; and other factors, including those set forth in the Company's most current annual report on Form 10-K, quarterly reports on Form 10-Q and other filings by the Company with the U.S. Securities and Exchange Commission. We are operating in an environment with especially substantial uncertainties arising from the COVID-19 pandemic, including with respect to its current and future impact on our operations, workforce, manufacturing capacity, customer demand, supply chain, macroeconomic environment and other important aspects of our business. In addition, there are increasingly restrictive export regulations being adopted in the U.S., including recently published amendments to export regulations that may substantially restrict or condition our sales in China with considerable uncertainty regarding the ultimate interpretation and implementation of these rules. No assurances can be given that any of the events anticipated by the forward-looking statements within this press release will transpire or occur, or if any of them do so, what impact they will have on the results of operations or financial condition of the Company. Unless required by law, the Company is under no obligation (and expressly disclaims any such obligation) to update or revise its forwardlooking statements whether as a result of new information, future events, or otherwise.

FORMFACTOR, INC. CONDENSED CONSOLIDATED STATEMENTS OF INCOME (In thousands, except per share amounts) (Unaudited)

	 Three Months Ended		
	March 28, 2020		March 30, 2019
Revenues	\$ 160,753	\$	132,213
Cost of revenues	93,363		79,692
Gross profit	67,390		52,521
Operating expenses:			
Research and development	21,267		19,723
Selling, general and administrative	27,693		25,184
Total operating expenses	48,960		44,907
Operating income	 18,430		7,614
Interest income	685		580
Interest expense	(318)		(595)
Other income (expense), net	(91)		(84)
Income before income taxes	 18,706		7,515
Provision for income taxes	2,816		2,032
Net income	\$ 15,890	\$	5,483
Net income per share:			
Basic	\$ 0.21	\$	0.07
Diluted	\$ 0.20	\$	0.07
Weighted-average number of shares used in per share calculations:			
Basic	 76,005		74,362
Diluted	78,510		76,009

FORMFACTOR, INC. NON-GAAP FINANCIAL MEASURE RECONCILIATIONS (In thousands, except per share amounts) (Unaudited)

Adjustments: Amortization of intangibles 3.6 % 3.5 % 3.6 % Stock-based compensation 0.6 % 0.6 % 0.7 % Restructuring charges	(Un	audited)		ть	- Mandle Ende		
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Amortization of intangibles 3.6 % 3.5 % 3.6 % Stock-based compensation 0.6 % 0.6 % 0.7 % 0.7 % 0.7 % 0.7 % 0.1 % 0.0 % 0.7 % 0.1 % 0.0 % <td>GAAP Gross Margin</td> <td></td> <td>41.9 %</td> <td></td> <td>41.6 %</td> <td></td> <td>39.7 %</td>	GAAP Gross Margin		41.9 %		41.6 %		39.7 %
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Non-GAAP operating income \$ 31,351 \$ 37,932 \$ 20,208 GAAP net income \$ 15,890 \$ 18,636 \$ 5,483 Adjustments: \$ 20,208 \$ 20,208 Amortization of intangibles 7,263 7,889 7,090 Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20	Restructuring charges		_		24		209
GAAP net income \$ 15,890 \$ 18,636 \$ 5,483 Adjustments: Amortization of intangibles 7,263 7,889 7,090 Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 0.20	Acquisition related expenses		35		213		_
Adjustments: Amortization of intangibles 7,263 7,889 7,090 Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20	Non-GAAP operating income	\$	31,351	\$	37,932	\$	20,208
Adjustments: Amortization of intangibles 7,263 7,889 7,090 Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20	GAAP net income	\$	15.890	\$	18.636	\$	5.483
Amortization of intangibles 7,263 7,889 7,090 Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20			-,		-,		-,
Stock-based compensation 5,623 6,088 5,295 Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: \$ 0.34 \$ 0.42 \$ 0.20	· ·		7,263		7.889		7.090
Restructuring charges — 24 209 Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: \$ 0.34 \$ 0.42 \$ 0.20	-						
Acquisition related expenses 35 213 — Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20			_				
Income tax effect of non-GAAP adjustments (2,759) (893) (2,882) Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: \$ 0.34 \$ 0.42 \$ 0.20			35				_
Non-GAAP net income \$ 26,052 \$ 31,957 \$ 15,195 Non-GAAP net income per share: Basic \$ 0.34 \$ 0.42 \$ 0.20							(2.882)
Basic \$ 0.34 \ \bigs 0.34 \ \bigs 0.42 \ \bigs 0.20	Non-GAAP net income	\$		\$		\$	
Basic \$ 0.34 \ \bigs 0.34 \ \bigs 0.42 \ \bigs 0.20	Non-CAAD and in come and hours	_					
		¢	0.24	ď	0.42	ď	0.20
Diluted \$ 0.33 \$ 0.41 \$ 0.20		=		_		_	
	Diluted	\$	0.33	\$	0.41	\$	0.20

FORMFACTOR, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (In thousands) (Unaudited)

		Three Months Ended		
		March 28, 2020		March 30, 2019
Cash flows from operating activities:				
Net income	\$	15,890	\$	5,483
Selected adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation		4,561		3,947
Amortization		7,263		7,090
Stock-based compensation expense		5,623		5,295
Provision for excess and obsolete inventories		3,287		2,725
Other activity impacting operating cash flows	<u></u>	2,715		(3,902)
Net cash provided by operating activities		39,339	· · ·	20,638
Cash flows from investing activities:				
Acquisition of property, plant and equipment		(12,050)		(6,028)
Proceeds (purchases) of marketable securities, net		6,568		(3,332)
Other activity impacting investing cash flows		40		28
Net cash used in investing activities		(5,442)	· · ·	(9,332)
Cash flows from financing activities:				
Proceeds from issuances of common stock		4,513		3,870
Tax withholdings related to net share settlements of equity awards		(385)		(302)
Principal repayments on term loans		(13,199)		(7,500)
Net cash used in financing activities		(9,071)		(3,932)
Effect of exchange rate changes on cash, cash equivalents and restricted cash		312		(207)
Net increase in cash, cash equivalents and restricted cash		25,138		7,167
Cash, cash equivalents and restricted cash, beginning of period		147,937		100,546
Cash, cash equivalents and restricted cash, end of period	\$	173,075	\$	107,713

FORMFACTOR, INC. RECONCILIATION OF CASH PROVIDED BY OPERATING ACTIVITIES TO FREE CASH FLOW (In thousands) (Unaudited)

		Three Months Ended		
	1	March 28, 2020		March 30, 2019
Net cash provided by operating activities	\$	39,339	\$	20,638
Adjustments:				
Cash paid for interest		291		302
Acquisition related payments in working capital		35		_
Capital expenditures		(12,050)		(6,028)
Free cash flow	\$	27,615	\$	14,912

FORMFACTOR, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands)

(III tilousalius (Unaudited)

ASSETS Current acade equivalents \$ 169,607 \$ 144,545 Cash and cash equivalents \$ 169,007 \$ 76,278 Marketable securities 60,759 76,278 Accounts receivable, net of allowance for doubtful accounts of \$222 and \$222 90,00 9,786 Restriced cash 2,107 1,981 Propaid expenses and other current assets 426,255 419,043 Restricted cash 1,361 1,016 Oberlating lesse, right-of-use-assets 3,242 3,247 Opperty, plant and equipment, net of accumulated depreciation of \$27,017 and \$273,001 63,745 5,974 Officed ax assets 7,072 7,125 Other assets 1,016 1,203 Other assets 1,016 1,203 Other assets 1,016 1,203 Other assets 1,016 1,203 Total assets 4,013 9,018 Accumed liabilities 2,917 3,643 Current portion of term loan, net of unamortized issuance costs 3,133 4,246 Current portion ferm loan, net of unamortized issuance costs		March 28, 2020		December 28, 2019		
Cash and cash equivalents \$ 160,600 \$ 144,54 Markeable securities 60,759 76,237 Accounts rescalable, net of allowance for doubtful accounts of \$222 and \$222 90,100 9,708,00 Restricted cash 7,808 83,288 Restricted cash 15,609 15,009 Toppating lease, right-of-use-assets 36,212 419,043 Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 8,747 Officer access 70,273 71,252 Officer access 9,010 5,010 Officer access 8,013 9,809,00 Officer access 9,010 5,000 Officer access 8,013 9,809,00 Accessed by Security 8,000 9,000 Current labilities 29,175 36,436 Officer access access possibilities	ASSETS					
Marketable securities 60,759 76,227 Accounts receivable, net of allowance for doubtful accounts of \$222 and \$222 90,00 97,868 Inventories, net 80,93 83,258 Restricted cash 1,06 1,081 Prepaid expenses and other current assets 15,699 15,069 Total current assets 1,361 1,411 Operating lease, right-of-use-assets 1,361 1,411 Opportry, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 36,345 58,747 Goodwill 50,139 57,610 Deferred tax assets 90,23 19,196 Ofter assets 1,00 1,00 Total assets 40,03 5,339,80 Current labilities 9,03 5,03 Current portion of term loans, net of unamortized issuance costs \$4,013 \$4,01 Accounts payable \$4,013 \$4,01 Accounts payable \$4,01 \$4,01 Current portion of term loans, net of unamortized issuance costs 11,74 13,65 Total current labilities 6,81 </td <td>Current assets:</td> <td></td> <td></td> <td></td>	Current assets:					
Accounts receivable, net of allowance for doubtful accounts of \$222 and \$222 90,00 97,888 Inventories, net 80,803 83,258 Restricted cash 2,107 1,981 Prepaid expenses and other current assets 15,609 15,004 Total current assets 46,525 419,034 Restricted cash 1,361 1,411 Operating lease, right-of-use-assets 56,212 31,420 Property, plant and equipment, net of accumulated depreciation of \$27,017 and \$273,001 32,035 189,166 Intangibles, net 50,03 57,610 100 Ofter assets 70,273 71,252 100 Ofter assets 70,273 58,282 100	Cash and cash equivalents	\$ 169,607	\$	144,545		
Inventories, net 78,983 88,328 Restricted cash 2,107 1,981 Prepaid expenses and other current assets 15,09 15,004 Total current assets 426,255 419,004 Restricted cash 1,361 1,411 Operating lease, right-of-use-assets 3,621 31,426 Oppertry, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,747 Goodwill 20,303 9,716,10 1,00 1,01 1,01 Deferred tax assets 7,027 7,125 1,00	Marketable securities	69,759		76,327		
Restricted cash 2,107 1,808 Prepail despenses and other current assets 15,09 15,06 Total current assets 426,255 149,043 Restricted cash 1,361 1,41 Operating lease, right-of-use-assets 36,212 31,40 Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 60,321 58,747 Goodwill 200,378 19,106 71,020 Ober assets 1,106 1,203 1,201 Other assets 1,106 1,203 1,201 Other assets 1,106 1,203 1,201 1	Accounts receivable, net of allowance for doubtful accounts of \$222 and \$222	90,100		97,868		
Prepaid expenses and other current assets 15.00 15.00 Total current assets 426,255 419,043 Restricted cash 16,210 1,411 Operating lease, right-of-use-assets 36,212 31,410 Operating lease, right-of-use-assets 36,215 38,747 Operating lease, right-of-use-assets 50,303 15,016 Common and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,747 Common and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,747 Common and com	Inventories, net	78,983		83,258		
Total current asserts 426,255 419,043 Restricted cash 1,361 1,411 Opperating lease, right-foruse-asserts 36,212 31,202 Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,747 Goodwill 200,378 199,106 Intangibles, net 50,139 57,106 Other asserts 1,016 1,023 Total asserts 1,016 1,023 Total asserts 4,013 8,039 Total asserts 4,013 8,039 Total asserts 4,013 8,039 Total asserts 4,013 8,039 Total asserts 4,013 8,040 Total asserts 4,013 8,040 Total asserts 4,013 8,041 Accounts payable \$ 40,131 8,041 Accounts payable \$ 40,131 8,041 Deferred revenue 9,83 9,051 Opperating lease liabilities	Restricted cash	2,107		1,981		
Restricted cash 1,361 1,411 Operating leaser, right-of-use-asserts 36,212 31,420 Froperty, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,474 Goodwill 200,378 1991,968 Intangibles, net 50,133 57,610 Deferred tax asserts 1,016 1,202 Yotler asserts 1,016 1,202 Total asserts 4,013 \$ 849,30 Total asserts 4,013 \$ 40,102 **TABILITIES AND STOCKHOLDERS' EQUITY**** **TABILITIES AND STOCKHOLDERS' EQUITY**** **TABILITIES AND STOCKHOLDERS' EQUITY**** **TABILITIES AND STOCKHOLDERS' EQUITY*** **TABILITIES AND STOCKHOLDERS' EQUITY***<	Prepaid expenses and other current assets	15,699		15,064		
Operating lease, right-of-use-assets 36,212 31,420 Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,745 58,747 Goodwill 200,378 199,106 Intangibles, net 50,139 57,610 Deferred tax assets 70,273 71,252 Other assets 1,016 1,203 Total assets 8 849,379 \$ 839,888 EXAMBILITIES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable \$ 40,139 \$ 40,134 Accounts payable \$ 40,139 \$ 40,914 Accounts payable \$ 9,839 9,810 Accounts payable \$ 9,839 9,810 Accounts payable \$ 40,139 \$ 4,914 Accounts payable \$ 9,839 9,810 Operating lease liabilities \$ 9,839 9,810 Operating lease liabilities \$ 6,815 5,551 Total inabilities \$ 13,642 15,639 Deferred tax	Total current assets	426,255		419,043		
Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001 63,475 58,479 Goodwill 200,378 199,96 Intangibles, net 50,103 71,525 Deferred tax assets 70,273 71,525 Other assets 1,016 1,203 Total assets \$849,379 \$839,802 LARBILITIES AND STOCKHOLDERS' EQUITY Current liabilities \$9,175 36,438 Accrumed liabilities 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,49 136,569 Deferred tax liabilities 13,642 156,39 Long-term operating lease liabilities 30,90 6,905 Long-term operating lease liabilities 11,70 10,612 Total liabilities 11,70 10,612 Total liabilities 7 7 Total liabilities 7	Restricted cash	1,361		1,411		
Godwill 200,378 199,106 Intangibles, net 50,13 57,610 Deferred tax asses 70,273 71,252 Other asses 1,106 2,203 Total asses 8,893,379 8,398,82 LABILITIES AND STOCKHOLDERS' EQUITY Were Itabilities Secure Itabilities Accounts payable \$ 40,139 40,914 Accounts payable \$ 40,139 40,914 Account Itabilities 31,535 42,846 Current portion of term loans, net of unamortized issuance cost 3,830 9,810 Deferred revenue 9,830 9,810 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,502 Deferred tax liabilities 34,028 29,088 Deferred tax liabilities 34,028 29,088 Long-term operating lease liabilities 11,703 10,612 Total liabilities 3,028 29,088 Total liabilities - - -	Operating lease, right-of-use-assets	36,212		31,420		
Intengibles, net 50,139 57,610 Deferred tax assets 70,273 71,252 Other assets 1,016 1,203 Total assets \$ 849,379 \$ 839,802 LABILITIES AND STOCKHOLDERS' EQUITY Current liabilities 40,139 4,019 Accrounts payable \$ 40,139 40,191 Accrounds payable 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 3,835 36,810 Total current liabilities 11,749 136,500 Total current liabilities 6,905 6,905 Deferred tax liabilities 13,624 15,600 Ingerent operating lease liabilities 13,624 15,600 Ong-term operating lease liabilities 13,622 13,682 Oberfered tax liabilities 11,703 10,612 Total liabilities 12,000 13,622 13,682 Oscoballities 12,000	Property, plant and equipment, net of accumulated depreciation of \$277,017 and \$273,001	63,745		58,747		
Deferred tax assets 70,273 71,252 Other assets 1,016 1,203 Total assets 8 49,379 8 38,988 LABILITIES AND STOCKHOLDERS' EQUITY Users Accounts payable \$ 40,139 \$ 40,918 Accruel liabilities 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 16,815 6,551 Total current liabilities 17,494 15,639 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Ong-term operating lease liabilities 11,703 10,612 Total liabilities 11,703 10,612 Total liabilities 12,296 19,885 Total liabilities 2 19 Total liabilities 2 2	Goodwill	200,378		199,196		
Other assets 1,016 1,208 Tabla seets 8 849,379 8 839,882 LARBILITIES AND STOCKHOLDERS' EQUITS Current liabilities \$ 40,139 \$ 40,914 Accounts payable \$ 40,139 \$ 40,914 Accounts payable \$ 29,175 36,439 Current portion feren loans, net of unamortized issuance costs 31,535 42,846 Deferred evenue 9,831 6,815 6,515 Operating lease liabilities 6,815 6,551 Total current piant, net of unamortized issuance costs 117,494 136,562 Deferred tax liabilities 13,642 15,639 Conguenting lease liabilities 34,028 29,088 Conguenting lease liabilities 117,03 10,612 Total current jubilities 118,062 19,885 Conguenting lease liabilities 117,09 19,885 Conguenting lease liabilities 21,002 19,885 Total current jubilities 21,002 <td>Intangibles, net</td> <td>50,139</td> <td></td> <td>57,610</td>	Intangibles, net	50,139		57,610		
Total assets \$ 849,379 \$ 839,882 LABILITIES AND STOCKHOLDERS' EQUITY Current liabilities \$ 40,139 \$ 40,914 Accroud spayable \$ 40,139 \$ 40,914 Accrued liabilities 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 6,815 6,551 Total current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 6,095 6,986 Other liabilities 34,028 29,088 Other liabilities 117,03 10,612 Total liabilities 182,962 198,885 Stockholders' equity: 182,962 198,885 Stockholders' equity 7 7 Preferred stock, \$0,001 par value: 7 7 7 <	Deferred tax assets	70,273		71,252		
LIABILITIES AND STOCKHOLDERS' EQUITY Current liabilities: 40,139 \$ 40,139 \$ 40,914 Accounts payable 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: - - Preferred stock, \$0,001 par value: - - 10,000,000 shares authorized; no shares issued and outstanding 7 7 Common stock, \$0,001 par value: - - 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding	Other assets	1,016		1,203		
Current liabilities: 40,139 \$ 40,139 \$ 40,191 Accounts payable 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: 12,962 198,885 Stockholders' equity: 2 2 Preferred stock, \$0,001 par value: 3 2 2 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 7 7 6 Additional paid-in capital 895,600 885,821 8	Total assets	\$ 849,379	\$	839,882		
Accounts payable \$ 40,139 \$ 40,914 Accrued liabilities 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Total current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 11,703 10,612 Total liabilities 11,703 10,612 Total liabilities - - Stockholders' equity: - - Preferred stock, \$0,001 par value: - - 250,000,000 shares authorized; no shares issued and outstanding 7 76 Additional paid-in capital 895,600 885,821 Accumulated other	LIABILITIES AND STOCKHOLDERS' EQUITY					
Accrued liabilities 29,175 36,439 Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,500 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 11,703 10,612 Total liabilities - - Stockholders' equity: - - Preferred stock, \$0,001 par value: - - 10,000,000 shares authorized; no shares issued and outstanding 7 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997 </td <td>Current liabilities:</td> <td></td> <td></td> <td></td>	Current liabilities:					
Current portion of term loans, net of unamortized issuance costs 31,535 42,846 Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: - - Preferred stock, \$0.001 par value: - - 10,000,000 shares authorized; no shares issued and outstanding - - Common stock, \$0.001 par value: - - 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Accounts payable	\$ 40,139	\$	40,914		
Deferred revenue 9,830 9,810 Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: *** -** Preferred stock, \$0.001 par value: *** -** 10,000,000 shares authorized; no shares issued and outstanding -** -** Common stock, \$0.001 par value: *** -** 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Accrued liabilities	29,175		36,439		
Operating lease liabilities 6,815 6,551 Total current liabilities 117,494 136,560 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: *** *** Preferred stock, \$0.001 par value: *** *** 10,000,000 shares authorized; no shares issued and outstanding *** *** Common stock, \$0.001 par value: *** *** *** 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Current portion of term loans, net of unamortized issuance costs	31,535		42,846		
Total current liabilities 117,494 136,500 Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: - - Preferred stock, \$0.001 par value: - - 10,000,000 shares authorized; no shares issued and outstanding - - Common stock, \$0.001 par value: - - 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 85,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Deferred revenue	9,830		9,810		
Term loan, less current portion, net of unamortized issuance costs 13,642 15,639 Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: Preferred stock, \$0.001 par value: - - 10,000,000 shares authorized; no shares issued and outstanding - - Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Operating lease liabilities	6,815		6,551		
Deferred tax liabilities 6,095 6,986 Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Total current liabilities	117,494		136,560		
Long-term operating lease liabilities 34,028 29,088 Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — Common stock, \$0.001 par value: 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Term loan, less current portion, net of unamortized issuance costs	13,642		15,639		
Other liabilities 11,703 10,612 Total liabilities 182,962 198,885 Stockholders' equity: Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — Common stock, \$0.001 par value: — 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Deferred tax liabilities	6,095		6,986		
Total liabilities 182,962 198,885 Stockholders' equity: Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — — Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Long-term operating lease liabilities	34,028		29,088		
Stockholders' equity: Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — — Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Other liabilities	11,703		10,612		
Preferred stock, \$0.001 par value: 10,000,000 shares authorized; no shares issued and outstanding — — Common stock, \$0.001 par value: — 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Total liabilities	182,962		198,885		
10,000,000 shares authorized; no shares issued and outstanding Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Stockholders' equity:					
Common stock, \$0.001 par value: 250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Preferred stock, \$0.001 par value:					
250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding 77 76 Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	10,000,000 shares authorized; no shares issued and outstanding	_		_		
Additional paid-in capital 895,600 885,821 Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Common stock, \$0.001 par value:					
Accumulated other comprehensive loss (909) (659) Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	250,000,000 shares authorized; 76,158,251 and 75,764,990 shares issued and outstanding	77		76		
Accumulated deficit (228,351) (244,241) Total stockholders' equity 666,417 640,997	Additional paid-in capital	895,600		885,821		
Total stockholders' equity 640,997		(909)		(659)		
Total stockholders' equity 666,417 640,997	•					
	Total stockholders' equity					
	Total liabilities and stockholders' equity	\$ 849,379	\$			

About our Non-GAAP Financial Measures:

We believe that the presentation of non-GAAP net income, non-GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income and free cash flow provides supplemental information that is important to understanding financial and business trends and other factors relating to our financial condition and results of operations. Non-GAAP net income, non-GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses, and non-GAAP operating income are among the primary indicators used by management as a basis for planning and forecasting future periods, and by management and our board of directors to determine whether our operating performance has met certain targets and thresholds. Management uses non-GAAP net income, non-GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses, and non-GAAP operating income when evaluating operating performance because it believes that the exclusion of the items indicated herein, for which the amounts or timing may vary significantly depending upon our activities and other factors, facilitates comparability of our operating performance from period to period. We use free cash flow to conduct and evaluate our business as an additional way of viewing our liquidity that, when viewed with our GAAP results, provides a more complete understanding of factors and trends affecting our cash flows. Many investors also prefer to track free cash flow, as opposed to only GAAP earnings. Free cash flow has limitations due to the fact that it does not represent the residual cash flow available for discretionary expenditures, and therefore it is important to view free cash flow as a complement to our entire consolidated statements of cash flows. We have chosen to provide this non-GAAP information to investors so they can analyze our operating results closer to the way that management does, and use this information in their assessment of our business and the valuation of our company. We compute non-GAAP net income, non-GAAP fully-diluted earnings per share, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income, by adjusting GAAP net income, GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses, and non-GAAP operating income to remove the impact of certain items and the tax effect, if applicable, of those adjustments. These non-GAAP measures are not in accordance with, or an alternative to, GAAP and may be materially different from other non-GAAP measures, including similarly titled non-GAAP measures used by other companies. The presentation of this additional information should not be considered in isolation from, as a substitute for, or superior to, net income, earnings per fully-diluted share, gross margin, operating expenses, or operating income in accordance with GAAP. Non-GAAP financial measures have limitations in that they do not reflect certain items that may have a material impact upon our reported financial results. We may expect to continue to incur expenses of a nature similar to the non-GAAP adjustments described above, and exclusion of these items from our non-GAAP net income, non-GAAP earnings per fully-diluted share, non-GAAP gross margin, non-GAAP operating expenses, and non-GAAP operating income should not be construed as an inference that these costs are unusual, infrequent or non-recurring. For more information on the non-GAAP adjustments, please see the table captioned "Non-GAAP Financial Measure Reconciliations" and "Reconciliation of Cash Provided By Operating Activities to Free Cash Flow" included in this press release.

Source: FormFactor, Inc.

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