Jefferies

June 2, 2014

Semiconductors Moore Stress 2.0 – Follow the Money

Key Takeaway

Over the past 10 yrs, Moore's Law drove profitability to semis from customers and suppliers. Over the next 5 yrs, we believe the stalling transistor cost curve reverses that trend. We expect 1) more vertical integration by customers 2) pricing power by suppliers, and 3) emergence of a low GM business model in semis. We expect a downward bias on growth and margins for semis broadly, but view AMAT, LRCX, INTC, Samsung and AMD as beneficiaries of these trends.

Moore Stress 2.0: In our original Moore Stress note (Sep-'12), we argued that the inflecting transistor cost curve would structurally change the semiconductor industry. In this note we introduce Moore Stress 2.0, and argue that the inflection structurally changes the supply chain as well.

Follow the Money: The rapid pace of technology change in semis described by Moore's Law has caused both consolidation and a concentration of supply chain power within semis. Consequently, over the past 10 years, EBIT margins for semis have increased to 20%-30% (S&P500 top quintile), while those of its customers and suppliers declined. We think that a deceleration in the transistor cost curve will drive a mean reversion process on those 10-yr EBIT trends that manifests on three dimensions:

- 1) Customer Vertical Integration: We think a slower transistor cost curve levels the playing field between semiconductor companies and their customers. The internal design teams, and the companies they outsource design work to, have more time to optimize a design using older transistor technology for maximum economic benefit. Apple and Huawei are just two examples of traditional semiconductor customers that are increasingly designing their own chips - we expect to see more.
- 2) Supplier Pricing Power: We think two things give suppliers pricing power going forward: A) Consolidation: Semi-Cap and EDA companies have consolidated at a faster rate than their customers over the past several years; B) More Value: as it becomes more difficult to climb down the transistor cost curve at historical rates, improvements in supplier products will be considered higher value-add and command higher prices.
- 3) Lower Gross Margin Business Model: A decelerating transistor cost curve means longer time at a given transistor node, and more time for fast (or slow) followers to develop and amortize development for IP blocks. We think AMD's semi-custom business model offers a glimpse of what device makers may be up against: gross margins of 25%-30%, customer funded R&D in the form of NREs (non-recurring engineering), nominal inventory risk, and operating margins in the 15%-to-20% range.

Moore Stress 2.0 Beneficiaries: We think suppliers like AMAT and LRCX are poised to benefit from these trends and initiate coverage with a Buy on those stocks concurrent with this note. We continue to believe scale is critical for IDMs to stay on the historical Moore's Law Transistor cost curve, and view INTC and Samsung as long-term beneficiaries, as their competitors drop off. Finally, we think AMD's new business model and its unique position as a holder of intellectual property around x86, ARM, Graphics and server fabric technology, position it to benefit from these emerging dynamics.

Moore Stress 2.0 Challenged: We view high-margin, leading edge fabless companies as being potentially challenged by these dynamics, and are incrementally cautious on ALTR, XLNX and NVDA.

Links to Related Reports:

Moore Stress = Structural Industry Shift Moore Stress - One Year Anniversary Compendium Moore Stress 2.0: Equipment Supplier Leverage - Initiating Coverage

Mark Lipacis * **Equity Analyst** (415) 229-1438 mlipacis@jefferies.com

Sundeep Bajikar *

Equity Analyst (415) 229-1552 sbajikar@jefferies.com

Lee Simpson § **Equity Analyst** 44 (0) 207 029 8695 lsimpson@jefferies.com

Delos Elder, CFA, CPA *

Equity Associate (415) 229-1511 delder@jefferies.com * lefferies LLC § Jefferies International Limited

Jefferies does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that Jefferies may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as only a single factor in making their investment decision. Please see analyst certifications, important disclosure information, and information regarding the status of non-US analysts on pages 13 to 16 of this report.

Semiconductors

June 2, 2014

Moore Stress 2.0: Follow the Money

Moore Stress is Real and Investable. In our original Moore Stress note (Sep-'12), we argued that the transistor cost curve inflection would structurally change the semiconductor industry. Since that note, MU is up 300%, a memory stock started paying a dividend (SNDK: August, 2013) and Altera shifted its sourcing of leading edge chips to Intel from TSMC. In Moore Stress 2.0, we argue that the inflection structurally changes the supply chain as well.

As Barbie may have said..."Semis are Tough!" Designing chips using the latest, leading edge transistors is not just extremely difficult to do, it is expensive too. IBS estimates that in 2004, it cost about \$20 million to design an integrated circuit (IC) using 90nm transistors — that cost has skyrocketed to \$170m to design an IC on 20nm transistors today. On the manufacturing side, it can cost upwards of \$10 billion and three years to build a new leading edge semiconductor manufacturing facility.

Higher Costs Have Driven Semiconductor Consolidation. Importantly, the semiconductor industry has consolidated at a faster pace than its customers and suppliers, and therefore gained relative power in the supply chain. We think that this increased power shows up in their profitability (EBIT). Over the past 10 years, profitability of semiconductor companies has increased, and profitability of their customers and suppliers has decreased (Charts 3 and 4). Many semiconductor companies have EBIT margins in the 20%-to-30% range, putting them in the top quintile of the S&P500.

Follow the Money. The juicy semiconductor EBIT margins have always been a target for semiconductor customers and suppliers. We think that the inflecting transistor cost curve starts a mean reversion process on those 10-year EBIT trends that manifests on three dimensions:

- **1) Customer Vertical Integration:** We think a slower transistor cost curve levels the playing field between leading edge companies and their customers. If the economic benefit of moving to the next smaller transistor is not as obvious, then why pay semiconductor companies a high margin to do it? The internal design teams at OEMs have more time to optimize an N-1 design for maximum economic benefit. Apple and Huawei are examples of traditional semiconductor customers that are now designing their own chips; we expect to see more (Charts 7 and 8).
- **2) Supplier Pricing Power:** We think two things give suppliers pricing power going forward: A) Consolidation: Semi-Cap and EDA companies have consolidated at a faster rate than their customers over the past several years; B) More Value: as it becomes more difficult to climb down the transistor cost curve at historical rates, improvements in supplier products will be considered higher value-add and command higher prices. The mean reversion process has already started at EDA companies; we think Semiconductor Capital Equipment companies are next.
- **3) Lower Gross Margin Business Model:** A decelerating transistor cost curve means longer time at a given transistor node, and more time for fast (or even slow) followers to develop and amortize IP blocks for different semiconductor manufacturing processes. We think AMD's semi-custom business model offers a glimpse of what device makers may be up against: gross margins of 25%-30%, customer funded R&D in the form of NREs (non-recurring engineering), nominal inventory risk, and operating margins in the 15%-to-20% range.

Moore Stress 2.0 Beneficiaries: We think suppliers like AMAT and LRCX are best poised to benefit from these trends, and in conjunction with this note, we launch coverage with Buy ratings on both. We continue to believe scale is critical for IDMs to

Semiconductors

June 2, 2014

stay on the historical Moore's Law Transistor cost curve, and view INTC and Samsung as long-term beneficiaries, as their competitors drop off. Finally, we think the power of AMD's new business model and its unique position as a holder of intellectual property around x86, ARM, Graphics and server fabric technology, position it to benefit from these emerging dynamics.

Moore Stress 2.0 Challenged: We view high-margin, leading edge fabless companies as being potentially challenged by these dynamics. We expect to see (and may already be seeing) slower growth associated with increased vertical integration by traditional semiconductor customers and increased price pressure as a new lower gross margin business model emerges to take advantage of the slower transistor cost curve. Below the top line, we expect higher R&D intensity as consolidation translates to increased pricing power by suppliers. We are incrementally cautious on ALTR, XLNX and NVDA.

Chart 1: Moore Stress and Moore Stress 2.0 Summary

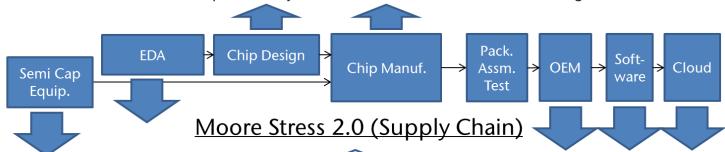
Moore Stress (Impact on Semis)

- Slower transistor cost reductions = structural industry shift within Semis
- Slower memory supply growth means Memory stocks transition to investment vehicles from trading vehicles
- · Slower growth from Leading Edge Fabless and Pure Play Foundry
- Higher growth from Analog Integrators

Power

Pricing I

• Critical mass required to stay on transistor cost curve = Intel and Samsung benefit



Semiconductor Suppliers

- SPE EBIT declined over past 10 years
- Slower industry growth has lead to consolidation in EDA and Semi-Cap Equipment
- Moderating transistor cost curve makes EDA and Semi-Cap Equipment upgrades more valuable
- Expect increased pricing power and increased profitability for EDA and Semi-Cap industries

Foundries and Semi Device Makers

- EBIT increased over past 10 years
- Semis OM in top quintile of S&P 500
- Pricing pressure from suppliers = higher R&D intensity
- Vertical integration from customers = slower growth and GM pressure

Semiconductor Customers

- EBIT declined over past 10 years
- Slower transistor cost reductions levels playing field in circuit design
- Expect more vertical integration
- Higher volume chips designed by OEM's

Source: Jefferies

ntegratio

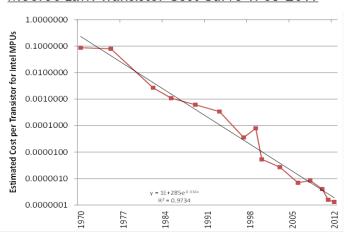
Vertical

Semiconductors

June 2, 2014

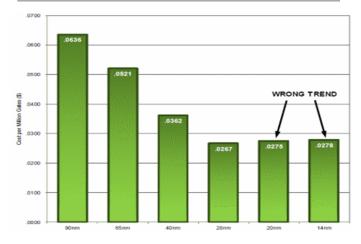
Chart 2: Changing Transistor Cost Curve = Changing Competitive Dynamics in the Supply Chain

Moore's Law: Transistor Cost Curve 1965-2011



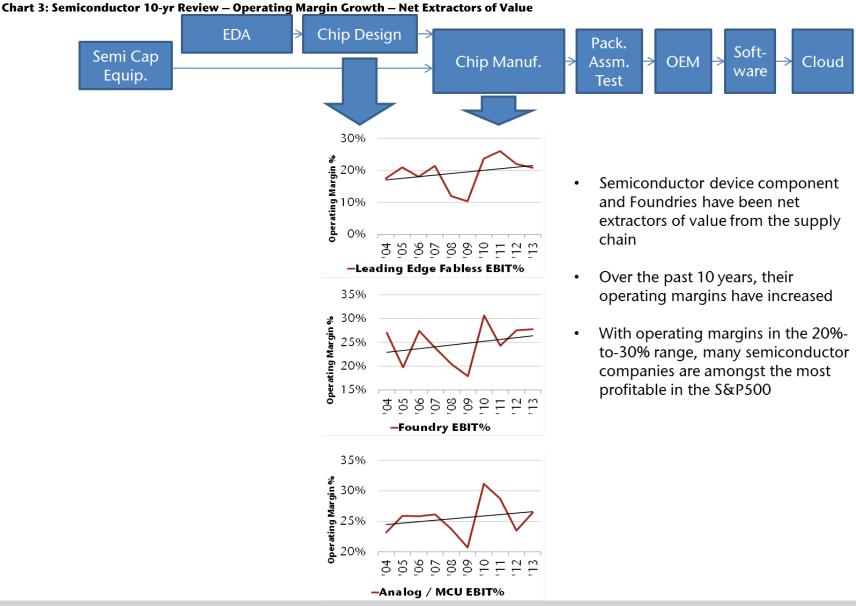
- Over the past 40 years, the number of transistors per chip doubled every 18 months, and the cost / transistor declined at a CAGR of 25-30%
- Leading edge semiconductor companies developed competencies around keeping up with the rapid pace of advancements in transistor technology, and integrating more functionality into chips
- In this environment, semis have extracted value from the supply chain. Semiconductor operating margins have increased over the past 10 years. The margins of many semiconductor device companies are in the 20-30% range, which is in the top quintile of the S&P 500

Moore Stress: Transistor Cost Curve 2012-Future

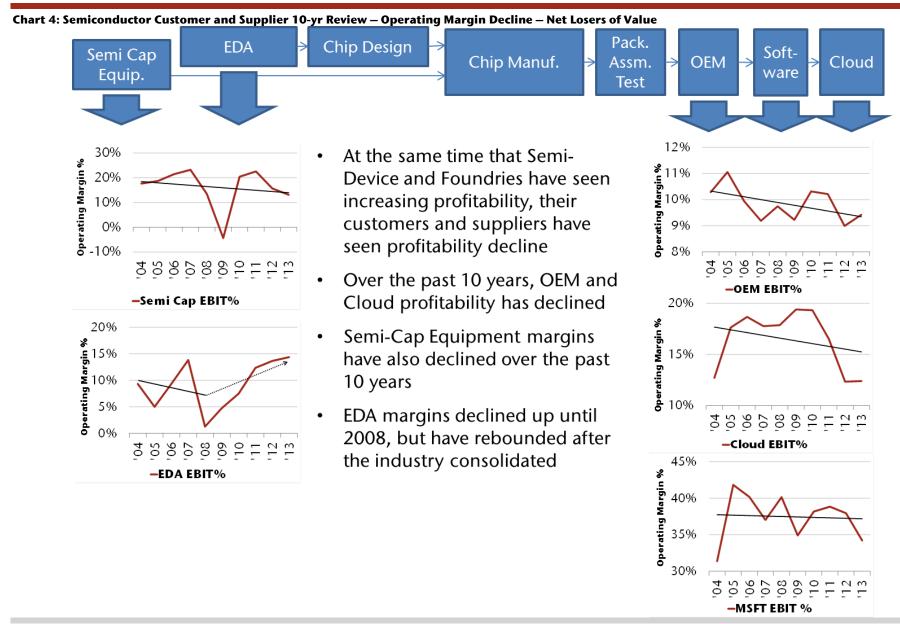


- Going forward, we think the transistor cost curve will not decline at the same historical rate, at least not broadly for all semiconductor device companies
- We think this will have a "leveling-the-playing-field" effect. Already we see evidence of traditional semiconductor customers vertically integrating into the semiconductor design
- At the same time consolidation at semiconductor companies has put downward pressure on margins and growth rates at their suppliers, which in turn has led to consolidation at EDA and cap equipment makers. We think these suppliers will see increased pricing power which will translate to an upward bias on R&D intensity at device makers
- We think this will necessarily put downward pressure on semiconductor growth rates, and profitability

Source: Jefferies, company data, IBS



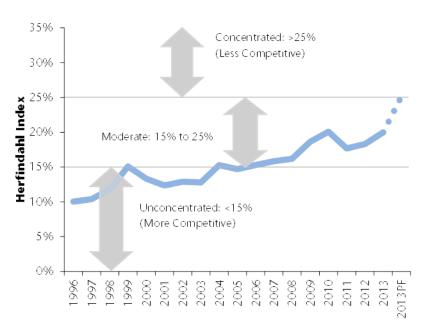
Source: Jefferies, company data, (Leading Edge Fabless = NVDA, ALTR, XLNX), (Foundry = TSMC, SMIC, UMC), (Analog = TXN, MXIM, ADI, MCHP, LLTC)



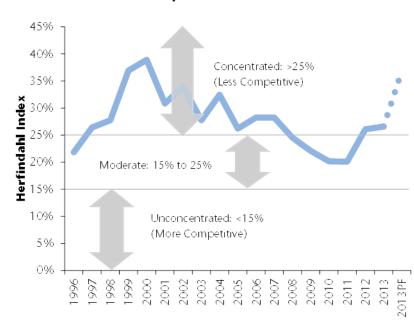
Source: Jefferies, company data, (Semi Cap = ASML, AMAT, LRCX, KLAC, TEL), (EDA = CDNS, SNPS, MENT), (OEM = DELL, HP, CSCO, ALU, ERIC), (Cloud = AMZN, GOOG, FB)

Chart 5: Herfindahl Index for Semi-Cap Equipment Segments





Deposition HHI



Looking forward, we think combination of:

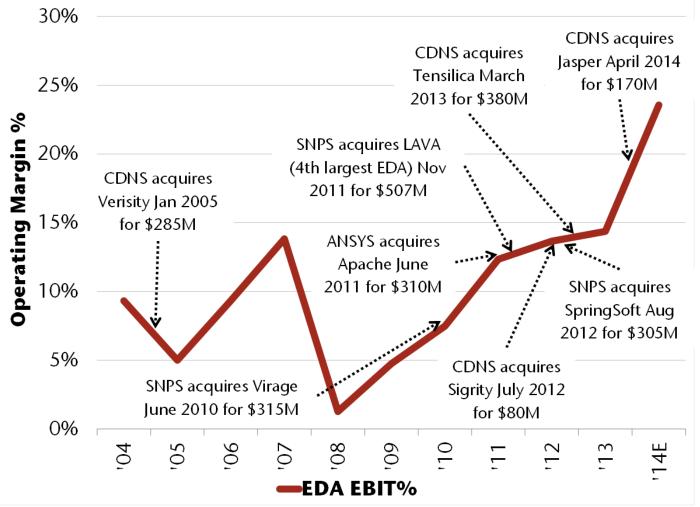
- 1) Consolidation
- 2) Moore Stress
- 3) Increasing Foundry Competition will translate to pricing power for Semi-Cap Equipment players... ...and increasing R&D expenses for semis

Source: Jefferies, company data, Gartner

Jefferies

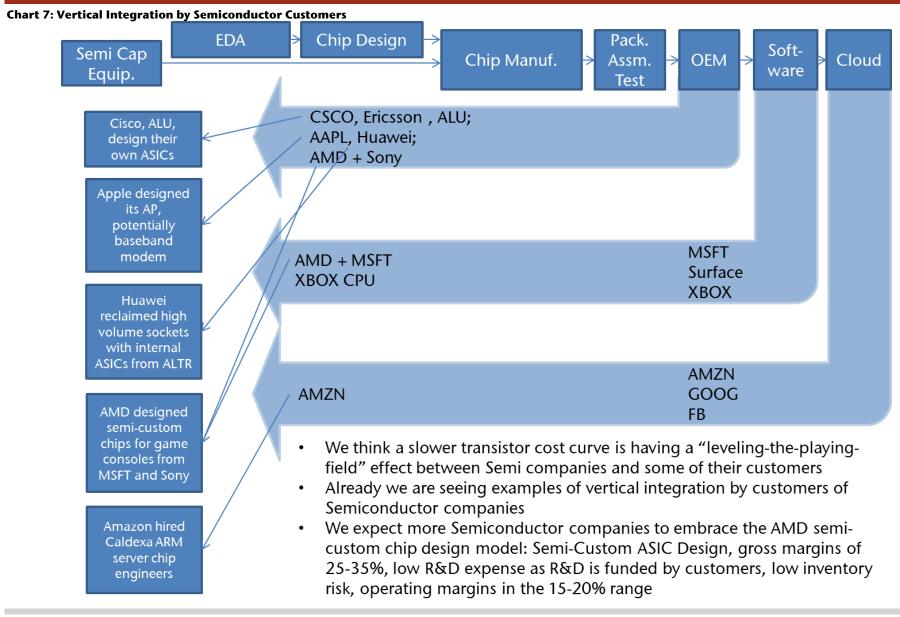
Mark Lipacis, Equity Analyst, (415) 229-1438, mlipacis@jefferies.com





 We think Semi Cap profitability will follow consolidation similar to EDA names

Source: Jefferies, company data, (EDA = CDNS, SNPS, MENT)



Source: Jefferies, company data

Technology
Semiconductors
June 2, 2014

Chart 8: Data	Point	s on OEMs Moving to Chip Design (click underlined text for li	nk to article)
Microsoft & Sony	•	Engaged AMD to design custom chips for Xbox One and PS4	Moor Insights: <u>The Real Reasons Microsoft, Sony Chose AMD For The Xbox One And PS4</u>
Apple	•	Acquired SoC designer PA Semi (April 2008) Acquired core accelerator chip designer Intrinsity (April 2010)	Wired: <u>Four Reasons Apple Bought PA Semi</u> The New York Times: <u>Apple Buys Intrinsity</u> , a <u>Maker of Fast Chips</u>
Amazon	•	Hired former Calxeda engineers Posted job openings for CPU Architects (April 2014)	GigaOm: <u>Amazon joins other web giants trying to design its own</u> <u>chips</u>
Google	•	Acquired Agnilux (April 2010) Designed data center switches	Ars Technica: <u>Google Buys Secret Chip Startup</u> Wired: <u>Mystery Google Device Appears in Small-Town Iowa</u>
Huawei	•	Huawei's internal ASIC design team, HiSilicon, licensed ARM (2011) Captured high-volume design wins from Altera (2H12)	ARM: <u>HiSilicon Licenses ARM Technology for use in Innovative 3G/4G</u> <u>Base Station, Networking Infrastructure and Mobile Computing</u> <u>Applications</u> eetimes: <u>Huawei Using ASICs for First Time</u>
Facebook	•	Collaborates with Intel on server chip designs	Wired: The Facebook Special: How Intel Builds Custom Chips for Giants of the Web
ZTE	•	Licenses CEVA DSP cores in internal ASIC designs	eetimes: Ceva-ZTE Deal Hints Home-Grown ASIC Is Back

Source: Jefferies, company data, media reports

Cisco

Alcatel-

Lucent

Seeking Alpha: Cisco announces new network processor, EZchip

tumbles

Itweb: Alcatel-Lucent Enterprise to address network application

challenge with new access switch, added analytics, SDN capabilities

Large internal team engaged in ASIC design

· Also has an internal ASIC design team

Semiconductors

June 2, 2014

Chart 9: Semi & Semi Cap Coverage Comp Table

Chart 9: Se	mi	& Semi	Cap Cove	erag	ge Com	рι	abie												
				5/	30/14											EV	/FCF	Jeff	1
Ticker		Rating	Price Target	F	Price		Market ap (m)	Cá	sh (m)	De	ebt (m)	N	et Debt (m)	Ne	et Debt /Shr	2014	2015	2014	2
PC:													<u> </u>						
AMD	*	Buy	\$ 6.00	\$	4.00	\$	3,048	\$	902	\$	2,138	\$	1,236	\$	1.62	27x	15x	\$0.48	•
INTC	*	Buy	\$ 35.00	\$	27.32	\$	135,999	\$	19,046	\$	13,208	\$	(5,838)	\$	(1.17)	19x	15x	\$2.08	5
MRVL	*	Hold	\$ 17.00	\$	15.57	\$	7,907	\$	2,146	\$	29	\$	(2,117)	\$	(4.17)	9x	9x	\$1.18	
NVDA	*	Hold	\$ 19.00	\$	19.00	\$	10,601	\$	4,348	\$	1,380	\$	(2,968)	\$	(5.32)	12x	11x	\$0.93	5
PLDs:																			
ALTR	*	Hold	\$ 38.00	\$	33.13	\$	10,378	\$	2,995	\$	1,492	\$	(1,503)	\$	(4.80)	17x	14x	\$1.56	\$
LSCC	**	Buy	\$ 9.50	\$	7.91	\$	931	\$	220	\$	-	\$	(220)	\$	(1.87)	n.a.	n.a.	\$0.32	
XLNX	*	Hold	\$ 53.00	\$	46.96	\$	12,623	\$	2,457	\$	1,559	\$	(898)	\$	(3.34)	14x	13x	\$ 2.32	
Analog:			***************************************		***************************************										***************************************	***************************************	***************************************	•	
ADI	*	Buy	\$ 60.00	\$	52.38	\$	16,455	\$	4,807	\$	873	\$	(3,935)	\$	(12.53)	16x	15x	\$2.53	9
LLTC	*	Buy	\$ 52.00	\$	46.16	\$	10,919	\$	1,763	\$	843	\$	(920)	\$	(3.89)	17x	16x	\$2.05	\$
MCHP	*	Buy	\$ 53.00	\$	47.60	\$	9,479	\$	1,345	\$	1,021	\$	(324)	\$	(1.63)	17x	12x	\$2.68	
MTSI	*	Buy	\$ 23.00	\$	18.29	\$	865	\$	63	\$	250	\$	186	\$	3.94	20x	25x	\$1.31	5
MXIM	*	Buy	\$ 39.00	\$	34.25	\$	9,683	\$	1,231	\$	1,003	\$	(228)	\$	(0.81)	13x	12x	\$1.95	4
NXPI	*	Buy	\$ 72.00	\$	62.10	\$	15,634	\$	720	\$	3,583	\$		\$	11.37	16x	14x	\$4.56	
ONNN	*	Hold	\$ 10.00	\$	8.69	\$	3,832	\$	617	\$	920	\$		\$	0.69	12x	12x	\$0.76	
TXN	*	Buy	\$ 55.00	\$	46.98	\$	50,708	\$	4,032	\$	5,652	\$	1,620	\$	1.50	18x	16x	\$2.33	5
Comms:			***************************************		***************************************										***************************************	***************************************	***************************************	•	
AVGO	*	Hold	\$ 76.00	\$	70.67	\$	17,644	\$	1,126	\$	2	\$	(1,124)	\$	(4.50)	20x	10x	\$4.36	5
BRCM	*	Buy	\$ 37.00	\$	31.87	\$	18,644	\$	2,933	\$	1,395	\$			(2.87)	11x	11x	\$2.46	4
CAVM	**	Buy	\$ 52.00	\$	48.98	\$	2,588	\$	124	\$	45	\$	(79)	\$	(1.49)	48x	33x	\$1.49	5
EZCH	**	Hold	\$ 29.00	\$	24.51	\$	713	\$	210	\$	-	\$	(210)	\$	(7.22)	30x	31x	\$1.44	
IPHI	**	Buy	\$ 17.00	\$	15.06	\$	472	\$	117	\$	-	\$	(117)	\$	(3.74)	n.a.	n.a.	\$0.43	
PMCS	**	Hold	\$ 7.50	\$	7.07	\$	1,378	\$	92	\$	5	\$	(87)	\$	(0.45)	18x	17x	\$0.36	
Memory:			***************************************		***************************************				***************************************		***************************************				***************************************	***************************************	***************************************	•	
CODE	**	Hold	\$ 18.50	\$	19.05	\$	1,150	\$	289	\$	408	\$	119	\$	1.97	20x	11x	\$1.40	9
MU	**	Buy	\$ 32.00	\$	28.59	\$	30,602	\$	4,504	\$	6,638	\$	2,134	\$	1.99	16x	14x	\$4.01	
SNDK	**	Buy	\$ 95.00	\$	96.63	\$	21,859	\$	2,810	\$	2,007	\$	(803)	\$	(3.55)	19x	17x	\$6.26	
005930-KR	**	Buy	₩1,800		1,414	\$	185,204	\$	57,756	\$	11,724	\$	(46,032)	\$	(313)	6x	10x	\$ 208	\$
RMBS	**	Hold	\$ 13.00	\$	12.10	\$	1,376	\$	403	\$	319	\$	(85)	\$	(0.74)	17x	11x	\$0.23	\$
Semi Cap:																			
AMAT	**	Buy	\$ 28.00	\$	20.19	\$	24,579	\$	2,599	\$	1,947	\$	(652)	\$	(0.54)	16x	14x	\$1.14	• :
LRCX	**	Buy	\$ 75.00	\$	62.04	\$	10,059	\$	2,754	\$	1,512	\$	(1,242)	\$	(7.66)	16x	11x	\$4.92	• !
KLAC	**	Hold	\$ 69.00	\$	65.52	\$	10,865	\$	3,027	\$	748	\$	(2,279)	\$	(13 74)	12x	12x	\$4.00	•

								1		1
EV/	FCF	Jeff	EPS	C	onsen	sus	EPS	P	/E	P/TanBk
2014	2015	2014	2015	2	014	2	015	2014	2015	
27	15x	\$0.48	40.65	đ	0.10	đ	0.23	22x	18x	
27x			\$0.65	\$	0.18	\$				n.m.
19x	15x	\$2.08	\$2.47	\$	1.89	\$	2.02	14x	14x	3x
9x	9x	\$1.18	\$1.30	\$	1.15	\$	1.22	13x	13x	3x
12x	11x	\$0.93	\$1.03	\$	0.90	\$	0.98	21x	19x	3x
17	1.4	#1.56	¢1.05	.	1.50		1 70	22	1.0	2
17x	14x	\$1.56	\$1.85	\$	1.52	\$	1.79	22x	18x	3x
n.a.	n.a.	\$0.32	\$0.37	\$	0.37	\$	0.44	22x	18x	3x
14x	13x	\$ 2.32	\$2.44	\$	2.34	\$	2.60	20x	18x	5x
16x	15x	\$2.53	\$2.93	\$	2.46	\$	2.72	21x	19x	4x
17x	16x	\$2.05	\$ 2.52	\$	2.05	\$	2.33	23x	20x	9x
17x	12x	\$2.68	\$2.93	\$	2.69	\$	2.99	18x	16x	7x
20x	25x	\$1.31	\$1.65	\$	1.31	\$	1.53	14x	12x	41x
13x	12x	\$1.95	\$2.18	\$	1.92	\$	2.21	18x	15x	7x
16x	14x	\$4.56	\$5.59	\$	4.44	\$	5.08	14x	12x	n.m.
12x	12x	\$0.76	\$0.86	\$	0.80	\$	0.97	11x	9x	3x
18x	16x	\$2.33	\$2.68	\$	2.31	\$	2.63	20x	18x	13x
20x	10x	\$4.36	\$3.75	\$	4.33	\$	5.43	16x	13x	8x
11x	11x	\$2.46	\$ 2.82	\$	2.50	\$	2.67	13x	12x	5x
48x	33x	\$1.49	\$2.06	\$	1.41	\$	1.80	35x	27x	14x
30x	31x	\$1.44	\$1.79	\$	1.41	\$	1.75	17x	14x	3x
n.a.	n.a.	\$0.43	\$0.71	\$	0.40	\$	0.64	38x	24x	3x
18x	17x	\$0.36	\$0.45	\$	0.37	\$	0.46	19x	15x	8x

20x	11x	\$1.40	\$2.31	\$	1.25	\$	1.94	15x	10x	6x
16x	14x	\$4.01	\$5.18	\$	3.04	\$	3.21	9x	9x	3x
19x	17x	\$6.26	\$6.89	\$	6.10	\$	6.61	16x	15x	3x
6x	10x	\$ 208	\$ 229	\$	193	\$	197	7x	7x	1x
17x	11x	\$0.23	\$0.56	\$	0.25	\$	0.42	48x	29x	11x
16x	14x	\$1.14	\$1.61	\$	1.11	\$	1.33	18x	15x	8x
16x	11x	\$4.92	\$5.72	\$	4.56	\$	5.04	14x	12x	4x
12x	12x	\$4.00	\$4.57	\$	4.01	\$	4.46	16x	15x	3x

Source: Jefferies, company data

^{*}Covered by Mark Lipacis **Covered by Sundeep Bajikar

Technology
Semiconductors
June 2, 2014

Analyst Certification

I, Mark Lipacis, certify that all of the views expressed in this research report accurately reflect my personal views about the subject security(ies) and subject company(ies). I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed in this research report.

I, Sundeep Bajikar, certify that all of the views expressed in this research report accurately reflect my personal views about the subject security(ies) and subject company(ies). I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed in this research report.

I, Lee Simpson, certify that all of the views expressed in this research report accurately reflect my personal views about the subject security(ies) and subject company(ies). I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed in this research report.

I, Delos Elder, CFA, CPA, certify that all of the views expressed in this research report accurately reflect my personal views about the subject security(ies) and subject company(ies). I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed in this research report.

Registration of non-US analysts: Lee Simpson is employed by Jefferies International Limited, a non-US affiliate of Jefferies LLC and is not registered/qualified as a research analyst with FINRA. This analyst(s) may not be an associated person of Jefferies LLC, a FINRA member firm, and therefore may not be subject to the NASD Rule 2711 and Incorporated NYSE Rule 472 restrictions on communications with a subject company, public appearances and trading securities held by a research analyst.

As is the case with all Jefferies employees, the analyst(s) responsible for the coverage of the financial instruments discussed in this report receives compensation based in part on the overall performance of the firm, including investment banking income. We seek to update our research as appropriate, but various regulations may prevent us from doing so. Aside from certain industry reports published on a periodic basis, the large majority of reports are published at irregular intervals as appropriate in the analyst's judgement.

Company Specific Disclosures

For Important Disclosure information on companies recommended in this report, please visit our website at https://javatar.bluematrix.com/sellside/Disclosures.action or call 212.284.2300.

Meanings of Jefferies Ratings

Buy - Describes stocks that we expect to provide a total return (price appreciation plus yield) of 15% or more within a 12-month period.

Hold - Describes stocks that we expect to provide a total return (price appreciation plus yield) of plus 15% or minus 10% within a 12-month period. Underperform - Describes stocks that we expect to provide a total negative return (price appreciation plus yield) of 10% or more within a 12-month period.

The expected total return (price appreciation plus yield) for Buy rated stocks with an average stock price consistently below \$10 is 20% or more within a 12-month period as these companies are typically more volatile than the overall stock market. For Hold rated stocks with an average stock price consistently below \$10, the expected total return (price appreciation plus yield) is plus or minus 20% within a 12-month period. For Underperform rated stocks with an average stock price consistently below \$10, the expected total return (price appreciation plus yield) is minus 20% within a 12-month period.

NR - The investment rating and price target have been temporarily suspended. Such suspensions are in compliance with applicable regulations and/ or Jefferies policies.

CS - Coverage Suspended. Jefferies has suspended coverage of this company.

NC - Not covered. Jefferies does not cover this company.

Restricted - Describes issuers where, in conjunction with Jefferies engagement in certain transactions, company policy or applicable securities regulations prohibit certain types of communications, including investment recommendations.

Monitor - Describes stocks whose company fundamentals and financials are being monitored, and for which no financial projections or opinions on the investment merits of the company are provided.

Valuation Methodology

Jefferies' methodology for assigning ratings may include the following: market capitalization, maturity, growth/value, volatility and expected total return over the next 12 months. The price targets are based on several methodologies, which may include, but are not restricted to, analyses of market risk, growth rate, revenue stream, discounted cash flow (DCF), EBITDA, EPS, cash flow (CF), free cash flow (FCF), EV/EBITDA, P/E, PE/growth, P/CF, P/FCF, premium (discount)/average group EV/EBITDA, premium (discount)/average group P/E, sum of the parts, net asset value, dividend returns, and return on equity (ROE) over the next 12 months.

Jefferies Franchise Picks

Jefferies Franchise Picks include stock selections from among the best stock ideas from our equity analysts over a 12 month period. Stock selection is based on fundamental analysis and may take into account other factors such as analyst conviction, differentiated analysis, a favorable risk/reward ratio and investment themes that Jefferies analysts are recommending. Jefferies Franchise Picks will include only Buy rated stocks and the number can vary depending on analyst recommendations for inclusion. Stocks will be added as new opportunities arise and removed when the reason for inclusion changes, the stock has met its desired return, if it is no longer rated Buy and/or if it underperforms the S&P by 15% or more since inclusion. Franchise Picks are not intended to represent a recommended portfolio of stocks and is not sector based, but we may note where we believe a Pick falls within an investment style such as growth or value.



Risk which may impede the achievement of our Price Target

This report was prepared for general circulation and does not provide investment recommendations specific to individual investors. As such, the financial instruments discussed in this report may not be suitable for all investors and investors must make their own investment decisions based upon their specific investment objectives and financial situation utilizing their own financial advisors as they deem necessary. Past performance of the financial instruments recommended in this report should not be taken as an indication or guarantee of future results. The price, value of, and income from, any of the financial instruments mentioned in this report can rise as well as fall and may be affected by changes in economic, financial and political factors. If a financial instrument is denominated in a currency other than the investor's home currency, a change in exchange rates may adversely affect the price of, value of, or income derived from the financial instrument described in this report. In addition, investors in securities such as ADRs, whose values are affected by the currency of the underlying security, effectively assume currency risk.

Other Companies Mentioned in This Report

- Advanced Micro Devices, Inc. (AMD: \$3.97, BUY)
- Altera Corp (ALTR: \$33.11, HOLD)
- Analog Devices, Inc. (ADI: \$52.37, BUY)
- Applied Materials, Inc. (AMAT: \$20.52, BUY)
- Avago Technologies (AVGO: \$71.64, HOLD)
- Broadcom Corporation (BRCM: \$34.84, BUY)
- Cavium Inc. (CAVM: \$48.41, BUY)
- EZchip Semiconductor Ltd. (EZCH: \$24.57, HOLD)
- Inphi Corporation (IPHI: \$14.93, BUY)
- Intel Corporation (INTC: \$27.26, BUY)
- KLA-Tencor Corporation (KLAC: \$65.58, HOLD)
- LAM Research Corporation (LRCX: \$62.31, BUY)
- Lattice Semiconductor Corporation (LSCC: \$7.77, BUY)
- Linear Technology (LLTC: \$45.99, BUY)
- M/A-COM Technology Solutions Holdings, Inc. (MTSI: \$18.63, BUY)
- Marvell Technology Group Ltd. (MRVL: \$15.92, HOLD)
- Maxim Integrated Products, Inc. (MXIM: \$34.20, BUY)
- Microchip Technology Inc. (MCHP: \$47.25, BUY)
- Micron Technology, Inc. (MU: \$28.66, BUY)
- NVIDIA Corporation (NVDA: \$18.94, HOLD)
- NXP Semiconductors NV (NXPI: \$62.40, BUY)
- ON Semiconductor Corporation (ONNN: \$8.66, HOLD)
- PMC-Sierra, Inc. (PMCS: \$7.01, HOLD)
- Rambus, Inc. (RMBS: \$11.77, HOLD)
- Samsung Electronics Co. Ltd. (005930 KS: KRW1,470,000, BUY)
- SanDisk Corporation (SNDK: \$97.15, BUY)
- Spansion, Inc. (CODE: \$19.80, HOLD)
- Texas Instruments Incorporated (TXN: \$46.99, BUY)
- Xilinx Corp (XLNX: \$46.37, HOLD)

Distribution of Ratings

			IB Serv./Pa	ast 12 Mos.
Rating	Count	Percent	Count	Percent
BUY	900	50.48%	241	26.78%
HOLD	740	41.50%	122	16.49%
UNDERPERFORM	143	8.02%	5	3.50%

Technology
Semiconductors
June 2, 2014

Other Important Disclosures

Jefferies Equity Research refers to research reports produced by analysts employed by one of the following Jefferies Group LLC ("Jefferies") group companies:

United States: Jefferies LLC which is an SEC registered firm and a member of FINRA.

United Kingdom: Jefferies International Limited, which is authorized and regulated by the Financial Conduct Authority; registered in England and Wales No. 1978621; registered office: Vintners Place, 68 Upper Thames Street, London EC4V 3BJ; telephone +44 (0)20 7029 8000; facsimile +44 (0)20 7029 8010.

Hong Kong: Jefferies Hong Kong Limited, which is licensed by the Securities and Futures Commission of Hong Kong with CE number ATS546; located at Suite 2201, 22nd Floor, Cheung Kong Center, 2 Queen's Road Central, Hong Kong.

Singapore: Jefferies Singapore Limited, which is licensed by the Monetary Authority of Singapore; located at 80 Raffles Place #15-20, UOB Plaza 2, Singapore 048624, telephone: +65 6551 3950.

Japan: Jefferies (Japan) Limited, Tokyo Branch, which is a securities company registered by the Financial Services Agency of Japan and is a member of the Japan Securities Dealers Association; located at Hibiya Marine Bldg, 3F, 1-5-1 Yuraku-cho, Chiyoda-ku, Tokyo 100-0006; telephone +813 5251 6100; facsimile +813 5251 6101.

India: Jefferies India Private Limited (CIN - U74140MH2007PTC200509), which is licensed by the Securities and Exchange Board of India as a Merchant Banker (INM000011443) and a Stock Broker with Bombay Stock Exchange Limited (INB011491033) and National Stock Exchange of India Limited (INB231491037) in the Capital Market Segment; located at 42/43, 2 North Avenue, Maker Maxity, Bandra-Kurla Complex, Bandra (East) Mumbai 400 051, India; Tel +91 22 4356 6000.

This material has been prepared by Jefferies employing appropriate expertise, and in the belief that it is fair and not misleading. The information set forth herein was obtained from sources believed to be reliable, but has not been independently verified by Jefferies. Therefore, except for any obligation under applicable rules we do not guarantee its accuracy. Additional and supporting information is available upon request. Unless prohibited by the provisions of Regulation S of the U.S. Securities Act of 1933, this material is distributed in the United States ("US"), by Jefferies LLC, a US-registered broker-dealer, which accepts responsibility for its contents in accordance with the provisions of Rule 15a-6, under the US Securities Exchange Act of 1934. Transactions by or on behalf of any US person may only be effected through lefferies LLC. In the United Kingdom and European Economic Area this report is issued and/or approved for distribution by Jefferies International Limited and is intended for use only by persons who have, or have been assessed as having, suitable professional experience and expertise, or by persons to whom it can be otherwise lawfully distributed. Jefferies International Limited has adopted a conflicts management policy in connection with the preparation and publication of research, the details of which are available upon request in writing to the Compliance Officer. Jefferies International Limited may allow its analysts to undertake private consultancy work. Jefferies International Limited's conflicts management policy sets out the arrangements Jefferies International Limited employs to manage any potential conflicts of interest that may arise as a result of such consultancy work. For Canadian investors, this material is intended for use only by professional or institutional investors. None of the investments or investment services mentioned or described herein is available to other persons or to anyone in Canada who is not a "Designated Institution" as defined by the Securities Act (Ontario). In Singapore, Jefferies Singapore Limited is regulated by the Monetary Authority of Singapore. For investors in the Republic of Singapore, this material is provided by Jefferies Singapore Limited pursuant to Regulation 32C of the Financial Advisers Regulations. The material contained in this document is intended solely for accredited, expert or institutional investors, as defined under the Securities and Futures Act (Cap. 289 of Singapore). If there are any matters arising from, or in connection with this material, please contact Jefferies Singapore Limited, located at 80 Raffles Place #15-20, UOB Plaza 2, Singapore 048624, telephone: +65 6551 3950. In Japan this material is issued and distributed by Jefferies (Japan) Limited to institutional investors only. In Hong Kong, this report is issued and approved by Jefferies Hong Kong Limited and is intended for use only by professional investors as defined in the Hong Kong Securities and Futures Ordinance and its subsidiary legislation. In the Republic of China (Taiwan), this report should not be distributed. The research in relation to this report is conducted outside the PRC. This report does not constitute an offer to sell or the solicitation of an offer to buy any securities in the PRC. PRC investors shall have the relevant qualifications to invest in such securities and shall be responsible for obtaining all relevant approvals, licenses, verifications and/or registrations from the relevant governmental authorities themselves. In India this report is made available by Jefferies India Private Limited. In Australia this information is issued solely by Jefferies International Limited and is directed solely at wholesale clients within the meaning of the Corporations Act 2001 of Australia (the "Act") in connection with their consideration of any investment or investment service that is the subject of this document. Any offer or issue that is the subject of this document does not require, and this document is not, a disclosure document or product disclosure statement within the meaning of the Act. Jefferies International Limited is authorised and regulated by the Financial Conduct Authority under the laws of the United Kingdom, which differ from Australian laws. Jefferies International Limited has obtained relief under Australian Securities and Investments Commission Class Order 03/1099, which conditionally exempts it from holding an Australian financial services licence under the Act in respect of the provision of certain financial services to wholesale clients. Recipients of this document in any other jurisdictions should inform themselves about and observe any applicable legal requirements in relation to the receipt of this document.

This report is not an offer or solicitation of an offer to buy or sell any security or derivative instrument, or to make any investment. Any opinion or estimate constitutes the preparer's best judgment as of the date of preparation, and is subject to change without notice. Jefferies assumes no obligation to maintain or update this report based on subsequent information and events. Jefferies, its associates or affiliates, and its respective officers, directors, and employees may have long or short positions in, or may buy or sell any of the securities, derivative instruments or other investments mentioned or described herein, either as agent or as principal for their own account. Upon request Jefferies may provide specialized research products or services to certain customers focusing on the prospects for individual covered stocks as compared to other covered stocks over varying time horizons or under differing market conditions. While the views expressed in these situations may not always be directionally consistent with the long-term views expressed in the analyst's published research, the analyst has a reasonable basis and any inconsistencies can be reasonably explained. This material does not constitute a personal recommendation or take into account the particular investment objectives, financial situations, or needs of individual clients. Clients should consider whether any advice or recommendation in this report is suitable for their particular circumstances and, if appropriate, seek professional advice, including tax advice. The price and value of the investments referred to herein and the income from them may fluctuate. Past performance is not a guide to future performance, future returns are not guaranteed, and a loss of original capital may occur. Fluctuations in exchange

page 15 of 16 Mark Lipacis, Equity Analyst, (415) 229-1438, mlipacis@jefferies.com

rates could have adverse effects on the value or price of, or income derived from, certain investments. This report has been prepared independently of any issuer of securities mentioned herein and not in connection with any proposed offering of securities or as agent of any issuer of securities. None of Jefferies, any of its affiliates or its research analysts has any authority whatsoever to make any representations or warranty on behalf of the issuer(s). Jefferies policy prohibits research personnel from disclosing a recommendation, investment rating, or investment thesis for review by an issuer prior to the publication of a research report containing such rating, recommendation or investment thesis. Any comments or statements made herein are those of the author(s) and may differ from the views of Jefferies.

This report may contain information obtained from third parties, including ratings from credit ratings agencies such as Standard & Poor's. Reproduction and distribution of third party content in any form is prohibited except with the prior written permission of the related third party. Third party content providers do not guarantee the accuracy, completeness, timeliness or availability of any information, including ratings, and are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, or for the results obtained from the use of such content. Third party content providers give no express or implied warranties, including, but not limited to, any warranties of merchantability or fitness for a particular purpose or use. Third party content providers shall not be liable for any direct, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including lost income or profits and opportunity costs) in connection with any use of their content, including ratings. Credit ratings are statements of opinions and are not statements of fact or recommendations to purchase, hold or sell securities. They do not address the suitability of securities or the suitability of securities for investment purposes, and should not be relied on as investment advice.

Jefferies research reports are disseminated and available primarily electronically, and, in some cases, in printed form. Electronic research is simultaneously available to all clients. This report or any portion hereof may not be reprinted, sold or redistributed without the written consent of Jefferies. Neither Jefferies nor any officer nor employee of Jefferies accepts any liability whatsoever for any direct, indirect or consequential damages or losses arising from any use of this report or its contents.

For Important Disclosure information, please visit our website at https://javatar.bluematrix.com/sellside/Disclosures.action or call 1.888.JEFFERIES

© 2014 Jefferies Group LLC