SILICON LABS

Inspired.

2017 Annual Report

To Our Shareholders

Silicon Labs' revenue growth rate accelerated in 2017, increasing ten percent year-on-year to a record $769 million. We have delivered target operating model performance on product revenue growth, non-GAAP gross margin and non-GAAP operating margin for five of the past six quarters, and on full-year 2017. Continued momentum in our Internet-of-Things (IoT) and Infrastructure products is the key driver of these results. Our portfolio is well-positioned in high-quality markets, including IoT, Internet infrastructure, and green energy where we generate more than 70 percent of our total revenue, offering a long runway for share gains and growth.

Conservative financial management and operational excellence have guided Silicon Labs' success. For the year, we delivered gross margins of 59 percent, the midpoint of our target operating model range. Revenue growth outpaced incremental non-GAAP operating expenses, which increased three percent year-on-year. We posted a notable improvement in profitability, with non-GAAP operating income increasing 17 percent annually to 21 percent operating margin. Non-GAAP diluted earnings per share also grew 17 percent to a record $3.26.

Operating cash flows of $190 million were up 47 percent over 2016. Strong cash generation combined with $400 million raised from our convertible note issuance enabled the company to end the year with $770 million in cash, cash equivalents, and investments. We are well-positioned to execute on our capital deployment strategy focusing on M&A and share repurchases.

We see the IoT as an $8 billion market, growing to about $13 billion over the next five years and to an estimated 70 billion connected devices by 2025, which creates a tremendous, long-term growth opportunity for Silicon Labs. We are seeing significant demand for our IoT products, which have grown to more than half of our total revenue, increasing 26 percent year-on-year. Growth in our wireless connectivity portfolio is outpacing the overall market as we target low-power wireless end nodes and offer a broad range of protocols in optimal combinations for key market segments, including home automation, security, metering, lighting, and other industrial applications.

Silicon Labs' biggest challenge is scaling our IoT business across a broad market, serving tens of thousands of customers and thousands of applications. To address this opportunity, we design our solutions using a platform-based strategy to drive portfolio efficiency and to provide a flexible, cost-effective means to address end market needs. We also create solutions which are easy to use and support to more efficiently scale in the sales channel.

In Infrastructure, timing and isolation products achieved record revenue with seven percent annual growth. Silicon Labs' digital isolators continue to replace traditional optocouplers, offering additional functionality, and enabling superior performance and greater reliability through standard CMOS technology. Additionally, an increasing focus on renewable energy and government initiatives to encourage energy efficiency are global trends driving broad-based adoption of our isolation technology. Our isolation products were among our highest performing product lines in 2017, and over the past five years, we have claimed about half of the growth in the digital isolation market.

Our timing products were negatively impacted by weakness in the long-haul optical networking market, falling short of expectations for the year. Despite this recent softness, we remain optimistic about our outlook for timing bolstered by a strong opportunity pipeline. We launched a multi-year record number of clock and oscillator products in 2017, expanding our portfolio into new markets and driving revenue growth for these high gross margin products.

Broadcast performed meaningfully better than we anticipated heading into the year, declining three percent annually. Our global TV tuner market share increased to approximately two-thirds of the market, with lower ASPs driving a net decline in Broadcast consumer products, offset by growth in Broadcast automotive.

We are on a mission to develop groundbreaking technologies and products which transform industries, grow businesses and improve lives. Our life's work is to create the silicon, software, and solutions to enable the connection of things, information, networks, and people everywhere. The opportunities before us are exciting and enormous, and we are up to the challenge. Becoming a $1 billion company is within our sight.

We appreciate your investment in Silicon Labs.

Tyson Tuttle
President and Chief Executive Officer

Nav Sooch
Founder and Chairman

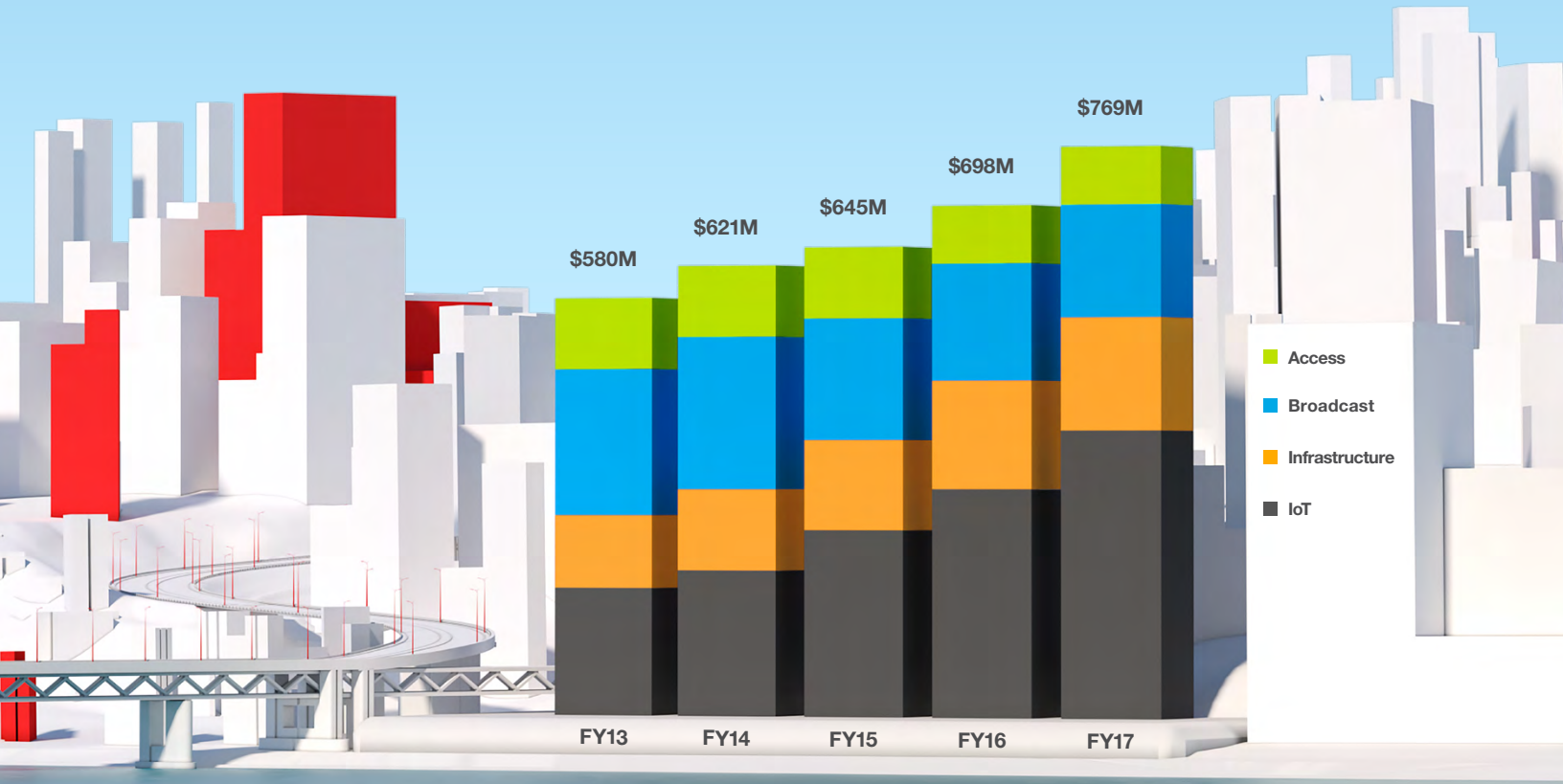
Non-GAAP Financials*

In thousands, except per share data

	Q1 2017	Q2 2017	Q3 2017	Q4 2017	FY2017
Revenue	$179,028	$190,098	$198,723	$201,018	$768,867
% YOY Growth	*10.5%*	*8.7%*	*11.6%*	*10.1%*	*10.2%*
Gross Margin	$105,543	$113,456	$116,855	$119,551	$455,405
% of Revenue	*59.0%*	*59.7%*	*58.8%*	*59.5%*	*59.2%*
R&D	$41,825	$41,881	$41,402	$42,181	$167,289
% of Revenue	*23.4%*	*22.1%*	*20.8%*	*21.0%*	*21.8%*
SG&A	$32,752	$32,546	$32,135	$32,755	$130,188
% of Revenue	*18.3%*	*17.1%*	*16.2%*	*16.3%*	*16.9%*
Operating Expenses	$74,577	$74,427	$73,537	$74,936	$297,477
% of Revenue	*41.7%*	*39.2%*	*37.0%*	*37.3%*	*38.7%*
Operating Income	$30,966	$39,029	$43,318	$44,615	$157,928
% of Revenue	*17.3%*	*20.5%*	*21.8%*	*22.2%*	*20.5%*
Net Income	$27,270	$33,985	$39,177	$40,752	$141,184
% of Revenue	*15.2%*	*17.9%*	*19.7%*	*20.3%*	*18.4%*
Diluted Earnings Per Share	$0.63	$0.79	$0.90	$0.93	$3.26
% YOY Growth	*23.5%*	*5.3%*	*16.9%*	*24.0%*	*17.3%*

*Please see the supplemental tables provided in this report for a reconciliation of GAAP to non-GAAP results in Appendix I. Past performance does not guarantee future results. This Annual Report to Shareholders contains forward-looking statements, and actual results could differ materially. Risk factors that could cause actual results to differ are set forth in the "Risk Factors" section and throughout our 2017 Form 10-K, which is included in this Annual Report.

Revenue



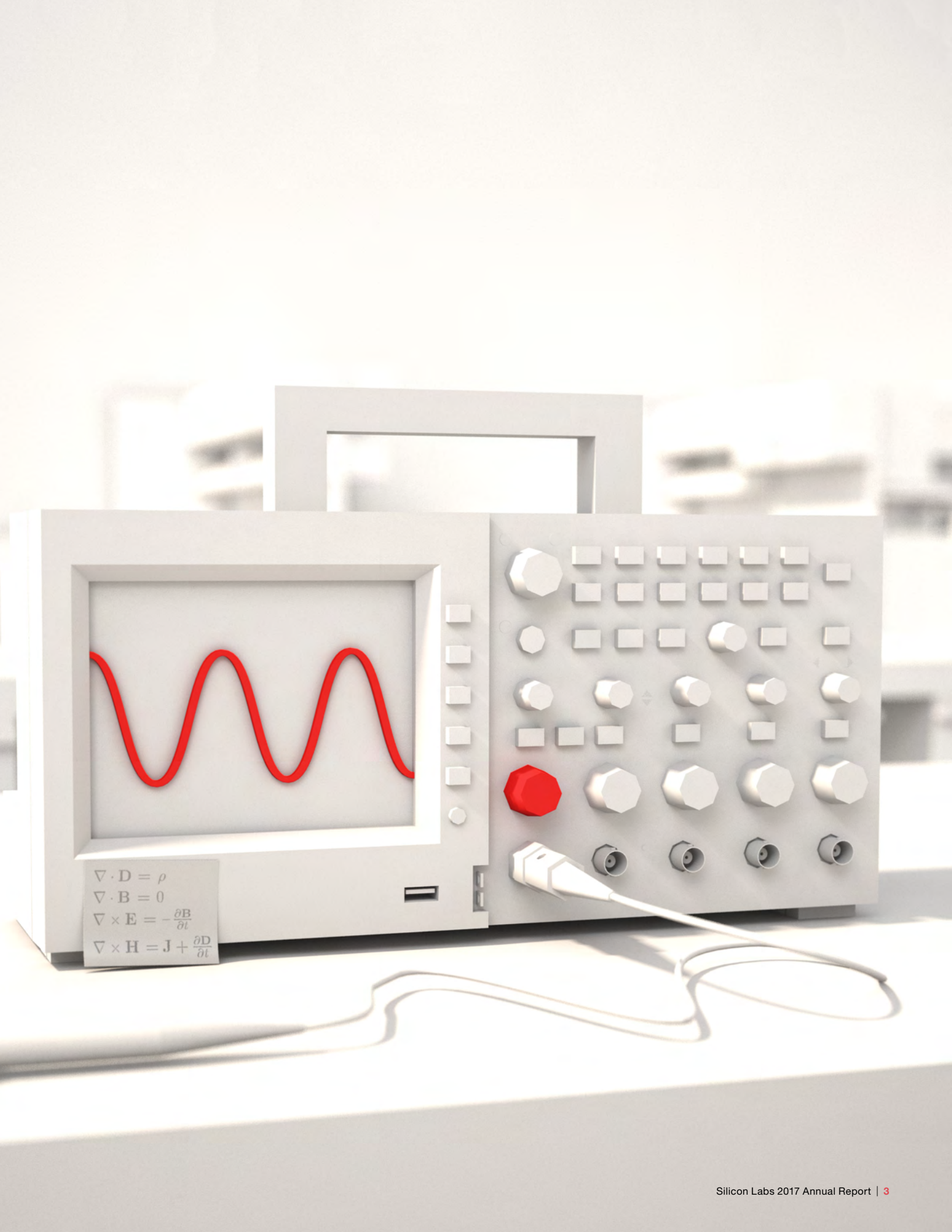
A Heritage of RF Integration

In 1996, a visionary group of design engineers was inspired to think differently. Applying their mixed-signal circuit design expertise to a revolutionary line interface for PC modems and then the first-of-its-kind, single-chip RF Synthesizer solution for mobile phones, they delivered products with breakthrough levels of integration and advanced the state of the art in CMOS design. Silicon Labs was born, and a world of possibilities opened up.

The innovation we pioneered then is now part of our DNA and at the heart of everything we do. The methodical approach and understanding we developed combining RF with digital circuitry using standard CMOS, while delivering the highest levels of performance, is still fundamental to our world-class design culture, and allows us to deliver hardware and software solutions that set the bar for technology. The wireless technology developed for our RF Synthesizer is the foundation for two-thirds of the solutions we sell today, spanning Silicon Labs' IoT, Infrastructure, and Broadcast portfolios.

While RF may be a logical fit for the IoT, it is also key to the performance of our Infrastructure products, made up of isolation and timing, and representing our second largest family of growth products. The isolation technology developed for our first product, a direct access arrangement (DAA) for modems, combined with wireless RF technology, serves as the foundation of Silicon Labs' isolation business today. Similarly, the work we've done to optimize RF performance in CMOS is the backbone of the leading PLL technology in our timing portfolio.

We also applied our transmitter, receiver, and RF Synthesizer wireless technologies to broadcast tuners, first in handsets, then to consumer and automotive applications for audio, and finally, into flat-panel TVs. This technology breakthrough allowed us to eliminate more than 100 discrete components while enabling TV makers to improve picture quality and reception for both analog and digital broadcasts. Today, we have captured more than two-thirds of the worldwide flat-panel TV market. We continue to leverage our strong track record of tackling difficult design challenges with our expertise in wireless RF technology and integration to deliver breakthrough solutions and disrupt markets.


$\nabla \cdot \mathbf{D} = \rho$
$\nabla \cdot \mathbf{B} = 0$
$\nabla \times \mathbf{E} = -\frac{\partial \mathbf{B}}{\partial t}$
$\nabla \times \mathbf{H} = \mathbf{J} + \frac{\partial \mathbf{D}}{\partial t}$

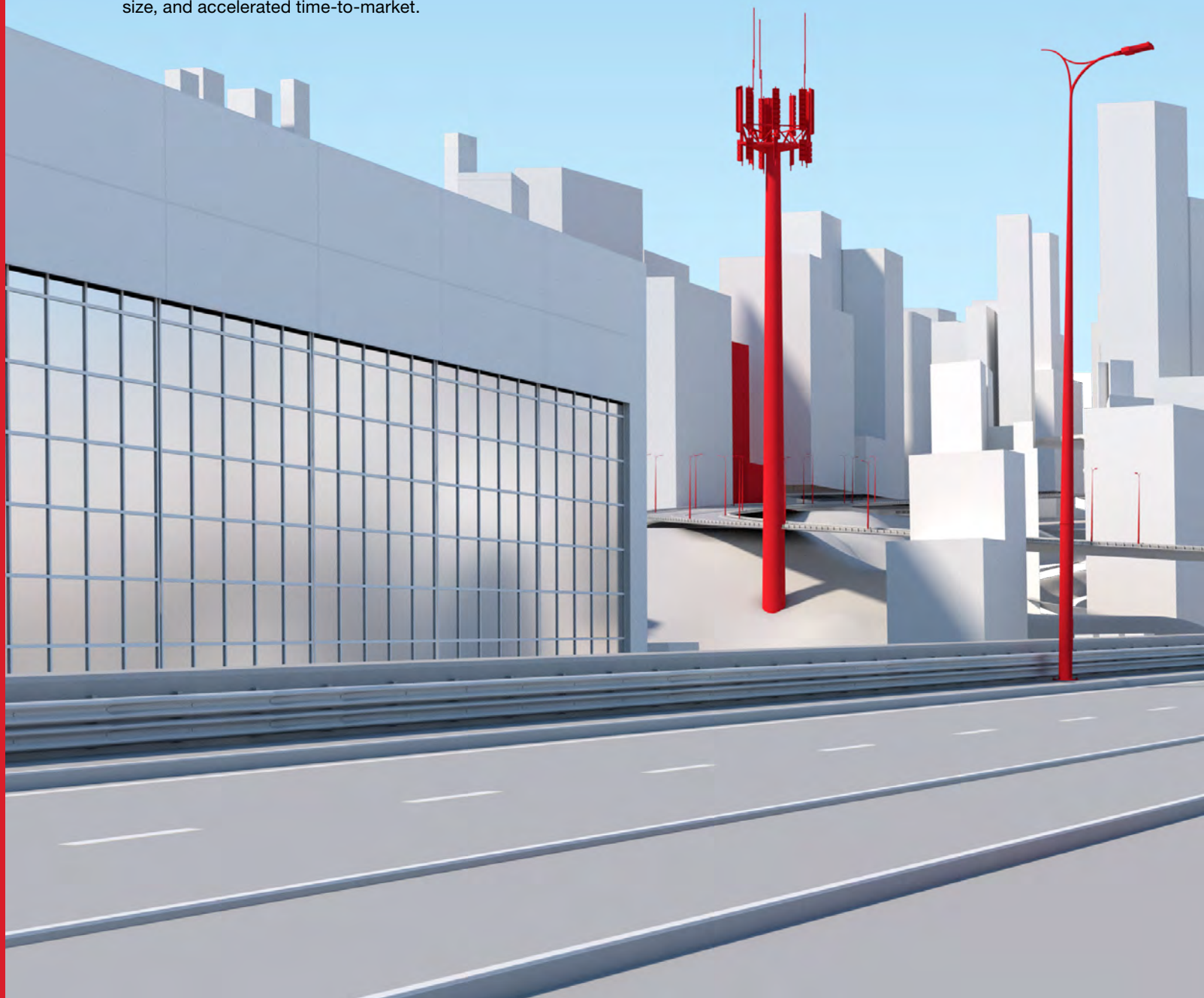
From smart homes, to cities, to industry, we enable big ideas in small packages

The technology breakthroughs we have pioneered have inspired big ideas that transform industries and improve lives. Our integration expertise allows us to deliver cutting edge functionality and performance in smaller and smaller packages, opening new markets and innovative ways of implementing technology to solve some of the planet's most significant challenges.

Our ultra-small Bluetooth® low-energy system-in-package, or "SiP" modules, support the miniaturization of end node applications including asset tracking, health and fitness wearables, personal medical devices, and wireless sensor nodes while offering customers benefits in terms of cost, size, and accelerated time-to-market.

With Silicon Labs' IoT technology, users can open and close doors, adjust thermostats, and customize lighting preferences using their smart phones, sensors, and timers. Grocery stores can automate price updates using electronic shelf tags. Consumers, businesses, and municipalities can better monitor and manage our natural resources.

Our IoT connectivity portfolio is gaining traction as we target low-power wireless end nodes and offer a broad range of protocols in optimal combinations for key market segments including home automation, security, lighting, metering, and other industrial applications. Our products enable companies to bring big ideas to market.



The explosion of data is estimated to drive a tripling of IP traffic and 70 billion connected devices by 2025, propelling growth in our Infrastructure and IoT products

Timing is critical to managing the sheer volume of Internet traffic and communications required to make cities work. Our devices can be found in wireless applications and data centers, where we supply nine out of the top ten communications equipment providers with our timing solutions today.

Smart Home

Offering enormous benefits and convenience for users, the smart home is one of the first and most significant IoT markets to gain traction.

From smart thermostats, to lightbulbs, to security systems, benefits of IoT technology include reduced installation costs, energy savings, lower utility costs, enhanced comfort levels, and greater peace of mind.

Mesh technology is a key networking protocol for smart home applications due to its low power consumption and reliability. Silicon Labs has more than 15 years of experience developing mesh networking applications, shipping more than 150 million mesh networking SoCs and modules to date.

We are seeing growing deployment of our Zigbee®, Bluetooth mesh, and Thread mesh networking technology in Wi-Fi enabled hubs, routers, and gateways. This is a significant step toward providing ubiquitous connectivity for low-power end node devices throughout the home in applications including lighting, thermostats, door-locks, and security systems.

Our close relationships with major ecosystem providers, such as Amazon, Comcast, and Samsung, are further propelling demand for our solutions in smart homes.

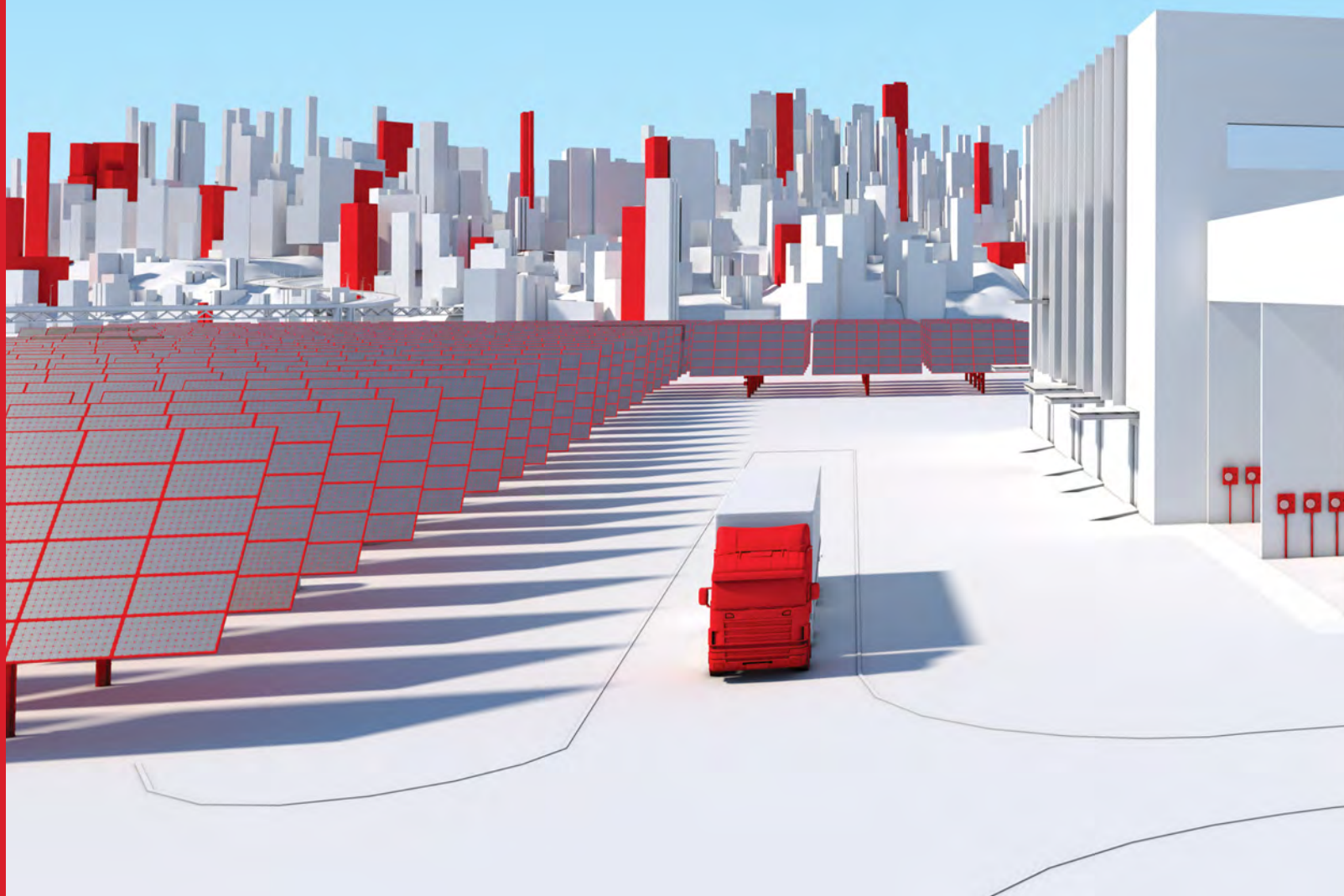
The smart lighting and connected lighting controls markets will more than double from $6 billion in 2015 to greater than $12 billion in 2020

Smart Cities

IoT technology is a key enabler for cities, municipalities, and governments, which are incentivized to improve their infrastructure, optimize the distribution of services, and comply with regulations.

Connecting things to the Internet unlocks value by bringing new and valuable functionality to products, which support new business models. For example, with the increasing global focus on green energy, government agencies mandate utility companies to upgrade to advanced metering infrastructures as part of larger smart grid initiatives. In addition to enabling utility companies to better manage energy consumption, studies have demonstrated that consumers who are shown how much energy they are using actually use less.

The smart metering roll-out in Great Britain is one of the most concentrated opportunities for our Zigbee and sub-GHz solutions, with more than 100 million Zigbee devices expected to be deployed by 2020




4.0 INDUSTRIES

Smart Industry

The adoption of wireless technology in Industry 4.0 offers perhaps the most significant return on investment in the form of improved productivity and dollar savings valued at an estimated $2.7 billion to $6.0 billion per year by 2025.

In the industrial segment, anything measurable or trackable represents a potential opportunity for savings or optimization, whether its uptime of machines, reduced spillage and waste, asset tracking, or improved labor productivity. Our solutions are pervasive in applications including HVAC, lighting, manufacturing lines, power tools, cold chain, and electronic shelf labels.

We make it possible for companies to unleash value using connected devices to sense, capture, process and act on data. Industrial applications require high performance, reliability, and security. We have demonstrated the ability to deliver on these requirements with our software framework and high levels of integration.

Green Energy

Green energy includes a wide range of industrial and automotive applications. Renewable energy and government initiatives to encourage energy efficiency are global trends driving broad-based adoption of our wireless connectivity and isolation solutions.

Systems requiring high-voltage isolation include electric and hybrid-electric vehicles, solar inverters, motor controls, and power supplies. Superior integration, better performance, and robustness combined with a market shift toward digital isolation have allowed our isolation products to displace traditional optocouplers and outgrow the market.

Starting in 2025, bans on gasoline and diesel cars will begin to take effect in a growing list of countries including India, France, the United Kingdom, and Norway

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-K

(Mark One)

☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 30, 2017

or

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from to

Commission file number: 000-29823

SILICON LABORATORIES INC.

(Exact name of registrant as specified in its charter)

Delaware	**74-2793174**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
400 West Cesar Chavez, Austin, Texas	**78701**
(Address of principal executive offices)	(Zip Code)

(512) 416-8500

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Name of exchange on which registered**
Common Stock, $0.0001 par value	The NASDAQ Stock Market LLC

Securities registered pursuant to Section 12(g) of the Act: **None**

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. ☒ Yes ☐ No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. ☐ Yes ☒ No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Sections 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ☒ Yes ☐ No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). ☒ Yes ☐ No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☒

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☐
Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). ☐ Yes ☒ No

The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold as of the last business day of the registrant's most recently completed second fiscal quarter (June 30, 2017) was approximately $2.9 billion (assuming, for this purpose, that only directors and officers are deemed affiliates).

There were 42,708,559 shares of the registrant's common stock issued and outstanding as of January 22, 2018.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Proxy Statement for the registrant's 2017 Annual Meeting of Stockholders are incorporated by reference into Part III of this Form 10-K.

(This page has been left blank intentionally.)

Table of Contents

			Page Number
Part I			
	Item 1.	Business	2
	Item 1A.	Risk Factors	13
	Item 1B.	Unresolved Staff Comments	29
	Item 2.	Properties	29
	Item 3.	Legal Proceedings	30
	Item 4.	Mine Safety Disclosures	30
Part II			
	Item 5.	Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities	31
	Item 6.	Selected Financial Data	33
	Item 7.	Management's Discussion and Analysis of Financial Condition and Results of Operations	34
	Item 7A.	Quantitative and Qualitative Disclosures about Market Risk	48
	Item 8.	Financial Statements and Supplementary Data	48
	Item 9.	Changes in and Disagreements with Accountants on Accounting and Financial Disclosure	49
	Item 9A.	Controls and Procedures	49
	Item 9B.	Other Information	49
Part III			
	Item 10.	Directors, Executive Officers and Corporate Governance	50
	Item 11.	Executive Compensation	50
	Item 12.	Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters	50
	Item 13.	Certain Relationships and Related Transactions, and Director Independence	50
	Item 14.	Principal Accounting Fees and Services	50
Part IV			
	Item 15.	Exhibits and Financial Statement Schedules	51
	Item 16.	Form 10—K Summary	54

Cautionary Statement

Except for the historical financial information contained herein, the matters discussed in this report on Form 10-K (as well as documents incorporated herein by reference) may be considered "forward-looking" statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such forward-looking statements include declarations regarding the intent, belief or current expectations of Silicon Laboratories Inc. and its management and may be signified by the words "believe," "estimate," "expect," "intend," "anticipate," "plan," "project," "will" or similar language. You are cautioned that any such forward-looking statements are not guarantees of future performance and involve a number of risks and uncertainties. Actual results could differ materially from those indicated by such forward-looking statements. Factors that could cause or contribute to such differences include those discussed under "Risk Factors" and elsewhere in this report. Silicon Laboratories disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Part I

Item 1. Business

General

Silicon Laboratories Inc. is a leading provider of silicon, software and solutions for a smarter, more connected world. Our award-winning technologies are shaping the future of the Internet of Things (IoT), Internet infrastructure, industrial automation, consumer and automotive markets. Our world-class engineering team creates products focused on performance, energy savings, connectivity and simplicity.

Our primary semiconductor products are mixed-signal integrated circuits (ICs), which are electronic components that convert real-world analog signals, such as sound and radio waves, into digital signals that electronic products can process. Our mixed-signal ICs leverage standard complementary metal oxide semiconductor (CMOS), a low cost, widely available process technology. Use of CMOS technology enables smaller, more cost-effective and energy-efficient solutions. Our expertise in analog-intensive, mixed-signal IC design in CMOS allows us to develop new and innovative products that are highly integrated, simplifying our customers' designs and improving their time-to-market.

Industry Background

The pervasiveness of connectivity and mobile devices is driving semiconductor consumption. Intelligence is being added to electronic systems to enable Internet connectivity, power efficiency and an improved user experience. This in turn is increasing the demand for bandwidth, requiring more infrastructure to support higher performance networks. The nearly ubiquitous availability of Internet access and the increasing intelligence of electronic devices and mobility are enabling what is called the Internet of Things, a term that describes the exponential increase in IP-enabled devices connected to the Internet.

These trends require more and more interaction between the analog world we live in and the digital world of computing, which is driving the need for analog-intensive, mixed-signal circuits in a wide range of electronic products. Traditional mixed-signal designs relied upon solutions built with numerous, complex discrete analog and digital components. While these traditional designs provide the required functionality, they are often inefficient and inadequate for use in markets where size, cost, power consumption and performance are increasingly important product differentiators. To improve their competitive position, electronics manufacturers must reduce the cost and complexity of their systems and enable new features or functionality to differentiate themselves from their competitors.

Simultaneously, these manufacturers face accelerating time-to-market demands and must rapidly adapt to evolving industry standards and new technologies. Because analog-intensive, mixed-signal design expertise is difficult to find, these manufacturers increasingly are turning to third parties, like us, to provide advanced mixed-signal solutions. Mixed-signal design requires specific expertise and relies on creative, experienced engineers to deliver solutions that optimize speed, power and performance, despite the noisy digital environment, and within the constraints of standard manufacturing processes. The development of this design expertise typically requires years of practical analog design experience under the guidance of a senior engineer, and engineers with the required level of skill and expertise are in short supply.

Many IC solution providers lack sufficient analog expertise to develop compelling mixed-signal products. As a result, manufacturers of electronic devices value providers that can supply them with mixed-signal solutions offering greater functionality, smaller size and lower power requirements at a reduced cost and shorter time-to-market.

Products

We provide analog-intensive, mixed-signal solutions for use in a variety of electronic products in a broad range of applications for the IoT including connected home, smart lighting, security, wearables, smart energy and industrial applications. We are a supplier of wireless connectivity solutions for the IoT based on Bluetooth®, Zigbee®, Thread, Wi-Fi® and sub-GHz technologies.

We provide a wide range of timing and isolation products for infrastructure applications including high-performance clocks and oscillators for networking equipment, data centers and wireless base stations, as well as digital isolators and current sensors for industrial power supplies, motor control, solar inverters and hybrid-electric vehicles. We also provide broadcast products, such as TV tuners and demodulators and automotive radio tuners, and access products including subscriber line interface circuits for voice over IP (VoIP), embedded modems, and Power over Ethernet (PoE) power source equipment and powered device ICs.

Our products integrate complex mixed-signal functions that are frequently performed by numerous discrete components in competing products into a single chip or chipset. By doing so, we create products that, when compared to many competing products, offer the following benefits:

- Require less printed circuit board (PCB) space;
- Reduce the use of external components lowering the system cost and simplifying design;
- Offer superior performance improving our customers' end products;
- Provide increased reliability and manufacturability, improving customer yields; and/or
- Reduce system power requirements enabling smaller form factors and/or longer battery life.

We group our products into the following categories:

- Internet of Things products, which include our microcontroller (MCU), wireless and sensor products;
- Broadcast products, which include our broadcast consumer and automotive products;
- Infrastructure products, which include our timing products (clocks and oscillators), and isolation devices; and
- Access products, which include our VoIP products, embedded modems and PoE devices.

The following table summarizes the diverse product areas and applications for the various products that we have introduced to customers:

Product Areas and Description	Applications
Internet of Things Products	
Microcontrollers and Wireless Products We offer a family of products ideal for embedded systems that include energy friendly 8-bit mixed-signal microcontrollers, 32-bit wireless MCUs and ultra-low-power 32-bit MCUs based on scalable ARM® Cortex-M0+/M3/M4 cores, as well as wireless connectivity devices such as our multiprotocol Wireless Gecko system-on-chip (SoC) devices. Our wireless modules provide flexible, highly integrated products that meet demanding requirements and can be used in many applications. Our wireless connectivity solutions for the IoT are based on Bluetooth, Zigbee, Thread, Wi-Fi and sub-GHz technologies. Our EFM32™, EFM8™, 8051, wireless MCUs and wireless SoCs are supported by Simplicity Studio™, which provides one-click access to design tools, documentation, software and support resources. We also offer a real-time operating system (RTOS) to help simplify software development for IoT applications by coordinating and prioritizing multiprotocol connectivity, SoC peripherals and other system-level activities. Our broad portfolio addresses a variety of end-markets, including the IoT (connected home, smart lighting, security, wearables, smart energy and industrial IoT applications), automotive, communications, consumer, industrial, medical and power management markets.	• Home automation • Security systems • Smart lighting • Smart metering • Wearables • Industrial automation and control • Consumer electronics • Medical instrumentation • Automotive sensors and controls • Electronic test and measurement equipment • White goods • Remote controls
Sensors Our sensor products include optical sensors (proximity, ambient light gestures and heart rate monitoring), as well as relative humidity (RH) / temperature sensors and Hall effect magnetic sensors. These devices leverage our mixed-signal capability to provide high accuracy, process technology to improve performance and lower power consumption than competing parts.	• Consumer health & fitness (wearables) • Smart home sensing • Industrial controls • Toys and consumer electronics • Monitors and lavatory controls • Consumer medical

Product Areas and Description	Applications
Broadcast Products	
Broadcast Consumer Our single-chip hybrid TV tuners and analog TV demodulators leverage our proven digital low-IF architecture and exceed the performance of traditional discrete TV tuners, enabling TV makers worldwide to deliver improved picture quality and better reception for both analog and digital broadcasts. Our small, low-power and high-performance single and dual digital video demodulators support DVB-T/T2, DVB-S/S2/S2X, DVB-C/C2, and/or ISDB-T in a single chip and are ideal for equipment receiving digital terrestrial, satellite and/or cable services. Our AM/FM, HD Radio™ and DAB/DAB+ receivers deliver a complete radio solution from antenna input to audio output in a single chip. The broadcast audio products are based on an innovative digital architecture that enables significant improvements in performance, which translates to a better consumer experience, while reducing system cost and board space for our customers.	• Integrated digital televisions (iDTV) • Free-to-Air (FtA) or pay-TV set-top boxes • PVR/DVD/Blu-Ray/HDD video recorders • PC-TV applications • AM/FM clock radios • Portable audio devices • MP3/digital media players • Home theater systems • DAB digital radios • HD Radio digital radios
Broadcast Automotive Our high-performance solutions for car sound systems include high-fidelity radio ICs that improve the end user experience, reduce system cost and offer the latest digital radio technologies like DAB/DAB+ and HD Radio. Our scalable architecture enables infotainment system suppliers to leverage their investments across multiple product lines ranging from entry-level car radios to cutting-edge multi-tuner, multi-antenna radios for premium vehicles.	• Automotive infotainment systems/radios • Navigation/GPS devices

Product Areas and Description	Applications
Infrastructure Products	
Timing Devices Robust demand for bandwidth is driving the deployment of next-generation Internet infrastructure equipment to deliver higher speed, higher capacity and more flexible networks. This transition puts unique requirements on the clocks and oscillators used to provide timing and synchronization for the equipment responsible for switching, transporting, processing and storing network traffic. To meet this need, we provide low-jitter, frequency-flexible, mass-customizable timing solutions that accelerate development time, minimize cost and improve system reliability. Our high-performance "clock-tree-on-a-chip" products offer highly integrated single-chip IC solutions for clock synthesis and jitter attenuation, offering superior jitter performance and frequency flexibility for high data rate applications.	• Optical networking • Telecommunications • Data communications • Switches/routers • Servers and storage • Mobile fronthaul and backhaul • Wireless base stations • Small cells • Broadcast video • Industrial
Isolation Products Our digital isolation techniques enable customers to deploy more energy efficient power solutions that meet isolation safety standards and solve difficult electronic noise issues. Systems such as data center servers, cellular base stations and uninterruptable power supplies require increasingly energy efficient power solutions. Electric motors used in electric vehicles, pumps, HVAC compressors, fans and automated machinery need more sophisticated and efficient digital controls. Our isolation technology enables customers to address these demanding requirements. Products include multi-channel isolators, isolated drivers, isolated power converters and mixed-signal devices that simplify design, improve reliability, minimize noise emissions and reduce system cost.	• Industrial control and automation systems • Cloud, datacenter and telecom power supplies • Hybrid / Electric automotive drive trains • Electric vehicle charging stations • Solar inverters • Motor control • High power audio • Test and measurement equipment
Access Products	
ProSLIC® Subscriber Line Interface Circuits for VoIP Our ProSLIC provides the analog subscriber line interface on the source end of the telephone which generates dial tone, busy tone, caller ID and ring signal. Our offerings are well suited for the market for Voice over IP telephony applications deployed over cable, DSL, optical and wireless fixed terminal networks.	• Voice functionality for cable, DSL and optical digital modems and terminal adapters • VoIP residential gateways • Wireless local loop remote access systems • PBXs
ISOmodem® Embedded Modems Our ISOmodem embedded modems leverage innovative silicon direct access arrangement (DAA) technology and a digital signal processor to deliver a globally compliant, compact analog modem for embedded applications.	• Point of sale (POS) terminals • Fax machines and multi-function printers • Security systems • Industrial monitoring • Remote medical monitoring
Power over Ethernet Our PoE power source equipment and powered device ICs offer highly differentiated solutions with a reduced total bill of materials (BOM) and improved performance and reliability. Our solutions offer a higher level of integration not available with competing solutions.	• Enterprise networking routers and switches • Wireless access points (WAP) • VoIP phones • POS terminals • Security cameras

Revenues during fiscal 2017, 2016 and 2015 were generated predominately by sales of our mixed-signal products. The following summarizes our revenue by product category (in thousands):

	Fiscal Year		
	2017	2016	2015
Internet of Things	$395,012	$314,614	$262,329
Broadcast	152,980	157,746	161,787
Infrastructure	152,158	147,677	121,974
Access	68,717	77,589	98,736
Revenues	$768,867	$697,626	$644,826

Customers, Sales and Marketing

We market our products through our direct sales force and through a network of independent sales representatives and distributors. Direct and distributor customers buy on an individual purchase order basis, rather than pursuant to long-term agreements.

We consider our customer to be the end customer purchasing either directly from a distributor, a contract manufacturer or us. During fiscal 2017, our ten largest end customers accounted for 20% of our revenues. We had no customer that represented more than 10% of our revenues during this period. An end customer purchasing through a contract manufacturer typically instructs such contract manufacturer to obtain our products and incorporate such products with other components for sale by such contract manufacturer to the end customer. Although we sell the products to, and are paid by distributors and contract manufacturers, we refer to such end customer as our customer. Three of our distributors who sell directly to our customers, Edom Technology, Avnet and Arrow Electronics, each represented 19%, 14% and 12% of our revenues during fiscal 2017, respectively. There were no contract manufacturers that accounted for 10% or more of revenues for fiscal 2017.

We maintain numerous sales offices in Asia, the Americas and Europe. Revenue is attributed to a geographic area based on the shipped-to location. The percentage of our revenues derived from outside of the United States was 85% in fiscal 2017. For further information regarding our revenues and long-lived assets by geographic area, see Note 17, *Segment Information*, to the Consolidated Financial Statements.

Our direct sales force is comprised of many sales professionals who possess varied levels of responsibility and experience, including directors, country managers, regional sales managers, district sales managers, strategic account managers, field sales engineers and sales representatives. We also utilize independent sales representatives and distributors to generate sales of our products. We have relationships with many independent sales representatives and distributors worldwide whom we have selected based on their understanding of the mixed-signal marketplace and their ability to provide effective field sales applications support for our products.

Our marketing efforts are targeted at both identified industry leaders and emerging market participants. Direct marketing activities are supplemented by a focused marketing communications effort that seeks to raise awareness of our company and products. Our public relations efforts are focused on leading trade and business publications. Our external website is used to deliver corporate and product information. We also pursue targeted advertising in key trade publications and we have a cooperative marketing program that allows our distributors and representatives to promote our products to their local markets in conjunction with their own advertising activities. Finally, we maintain a presence at strategic trade shows and industry events. These activities, in combination with direct sales activities, help drive demand for our products.

Due to the complex and innovative nature of our products, we employ experienced applications engineers who work closely with customers and distributors to support the design-win process, and can significantly accelerate the customer's time to market. A design win occurs when a customer has designed our ICs into its product architecture and ordered product from us. A considerable amount of effort to help a customer incorporate our ICs into its products is typically required prior to any sale. In many cases, our innovative ICs require significantly different implementations than existing approaches and, therefore, successful implementations may require extensive communication with potential customers. The amount of time required to achieve a design win can vary substantially depending on a customer's development cycle, which can be relatively short (such as three months) or very long (such as two years) based on a wide variety of customer factors. Not all design wins ultimately result in revenue, or may result in less revenue than expected. However, once a completed design architecture has been implemented and produced in high volumes, our customers are reluctant to significantly alter their designs due to this extensive design-win process. We believe this process, coupled with our intellectual property protection, promotes relatively longer product life cycles for our products and high barriers to entry for competitive products, even if such competing products are offered at lower prices. Our close collaboration with our customers provides us with knowledge of derivative product ideas or completely new product line offerings that may not otherwise arise in other new product discussions.

Research and Development

Through our research and development efforts, we leverage experienced analog and mixed-signal engineering talent and expertise to create new ICs that integrate functions typically performed less efficiently by multiple discrete components. This integration generally results in lower costs, smaller die sizes, lower power demands and enhanced price/performance characteristics. We attempt to reuse successful techniques for integration in new applications where similar benefits can be realized. We believe that we have attracted many of the best engineers in our industry. We believe that reliable and precise analog and mixed-signal ICs can only be developed by teams of engineers who have significant analog experience and are familiar with the intricacies of designing these ICs for commercial volume production. The development of test methodologies is just one example of a critical activity requiring experience and know-how to enable the rapid release of a new product for commercial success. We have accumulated a vast set of trade secrets that allow us to pursue innovative approaches to mixed-signal problems that are difficult for competitors to duplicate. We highly value our engineering talent and strive to maintain a very high bar when bringing new recruits to the company.

Research and development expenses were $209.5 million, $199.7 million and $188.1 million in fiscal 2017, 2016 and 2015, respectively.

Technology

Our product development process facilitates the design of highly-innovative, analog-intensive, mixed-signal ICs. Our engineers' deep knowledge of existing and emerging standards and performance requirements helps us to assess the technical feasibility of a particular IC. We target areas where we can provide compelling product improvements. Once we have solved the primary challenges, our field application engineers continue to work closely with our customers' design teams to maintain and develop an understanding of our customers' needs, allowing us to formulate derivative products and refined features.

In providing mixed-signal ICs for our customers, we believe our key competitive advantages are:

- Analog and RF design expertise in CMOS;
- Mixed-signal, firmware and system design expertise;
- Microcontroller and system on a chip design expertise;

- Software expertise, including multiprotocol connectivity and real-time operating systems for the IoT;
- Module integration and wireless design expertise; and
- Our broad understanding of systems technology and trends.

To fully capitalize on these advantages, we have assembled a world-class development team with exceptional analog and mixed-signal design expertise led by accomplished senior engineers.

Analog and RF Design Expertise in CMOS

We believe that our most significant core competency is world-class analog and RF design capability. Additionally, we strive to design substantially all our ICs in standard CMOS processes. Most of our product designs now incorporate some type of RF in CMOS technology. While it is often significantly more difficult to design analog ICs in CMOS, CMOS provides multiple benefits versus existing alternatives, including significantly reduced cost, reduced technology risk and greater worldwide foundry capacity. CMOS is the most commonly used process technology for manufacturing digital ICs and as a result is most likely to be used for the manufacturing of ICs with finer line geometries. These finer line geometries can enable smaller and faster ICs. By designing our ICs in CMOS, we enable our products to benefit from this trend towards finer line geometries, which allows us to integrate more digital functionality into our mixed-signal ICs.

Designing analog and mixed-signal ICs is significantly more complicated than designing standalone digital ICs. While advanced software tools exist to help automate digital IC design, there are far fewer tools for advanced analog and mixed-signal IC design. In many cases, our analog circuit design efforts begin at the fundamental transistor level. We believe that we have a demonstrated ability to design the most difficult analog and RF circuits using standard CMOS technologies.

Mixed-Signal, Firmware and System Design Expertise

We consider the partitioning of a circuit to be a proprietary and creative design technique. Deep systems knowledge allows us to use our mixed-signal and RF in CMOS design expertise to maximize the price/performance characteristics of both the analog and digital functions and allow our ICs to work in an optimized manner to accomplish particular tasks. Generally, we attempt to move analog functions into the digital domain as quickly as possible, creating system efficiencies without compromising performance. These patented approaches require our advanced signal processing and systems expertise. We then leverage our firmware know-how to change the 'personality' of our devices, optimizing features and functions needed by various markets we serve. For example, our wireless SoC devices for IoT applications integrate both digital and analog domains in a single chip. The SoCs combine ARM Cortex-M processor cores, a variety of digital and analog peripherals, hardware cryptography accelerators, and analog-intensive multiprotocol radio transceivers. This system integration at the chip level leverages our deep expertise in mixed-signal and RF design, and low-power wireless MCU architectures pioneered for more than a decade.

Microcontroller and System on a Chip Design Expertise

We have the talent and circuit integration methodologies required to combine precision analog, high-speed digital, flash memory and in-system programmability into a single, monolithic CMOS integrated circuit. Our microcontroller products are designed to capture an external analog signal, convert it to a digital signal, compute digital functions on the stream of data and then communicate the results through a standard digital interface. The ability to develop standard products with the broadest possible customer application base while being cost efficient with the silicon area of the monolithic CMOS integrated circuit requires a keen sense of customer value and engineering capabilities.

Additionally, to manage the wide variety of signals on a monolithic piece of silicon including electrical noise, harmonics and other electronic distortions requires a fundamental knowledge of device physics and accumulated design expertise.

Software Expertise

Our software expertise allows us to develop products for markets where intelligent data capture, high-performance processing and communication are increasingly important product differentiators. The software we have developed to address these markets enables machine-to-machine communications, providing intelligence to electronic systems. Our products integrate high-performance, low-power wireless and microcontroller ICs with reliable and scalable software into a flexible and robust networking platform.

The demand for low-power, small-footprint wireless technology is accelerating as more and more IP-enabled end points are being connected to the IoT. Our software enables a broad range of power-sensitive applications for the IoT, including smart energy, home automation, security and other connected products. We believe that the combination of our software and IC design expertise differentiates us from many of our competitors.

As the IoT continues to mature, a new class of embedded applications is emerging, presenting feature-rich and task-intensive use cases. This growing complexity is driving the need for real-time operating systems to help simplify software development for IoT applications by coordinating and prioritizing multiprotocol connectivity, SoC peripherals and other system-level activities. In addition to being able to manage numerous application tasks, an RTOS enhances scalability, and makes complex applications predictable and reliable. To address these application needs, we acquired Micrium, an embedded RTOS provider. Micrium has established itself as a reliable, high performance and trusted RTOS software platform, with an installed base that has grown to millions of devices.

Module Integration and Wireless Design Expertise

The market for wireless modules has grown as customers search for solutions that provide turnkey wireless connectivity to their products. The development of modules is difficult due to stringent requirements, including high levels of integration, programmability, performance, reliability, security and power efficiency. In addition, designs must meet numerous wireless standards deployed in various environments and serving diverse requirements.

Our combined expertise in IC design and software development allows us to engineer modules that provide robust, high-performance connections in challenging wireless environments. We have developed wireless modules based on numerous wireless standards, including Bluetooth, Zigbee, Thread, Wi-Fi and sub-GHz. We believe our demonstrated proficiency in the design of modules provides our customers with significant advantages such as fast time to market, reduced development cost, global wireless certifications and software reuse.

Understanding of Systems Technology and Trends

Our focused expertise in mixed-signal ICs is the result of the breadth of engineering talent we have assembled with experience working in analog-intensive CMOS design for a wide variety of applications. This expertise, which we consider a competitive advantage, is the foundation of our in-depth understanding of the technology and trends that impact electronic systems and markets. Our expertise includes:

- Isolation, which is critical for existing and emerging industrial applications and telecom networks;
- Frequency synthesis, which is core technology for wireless and clocking applications;

- Integration, which enables the elimination of discrete components in a system; and
- Signal processing and precision analog, which forms the heart of consumer, industrial, medical and automotive electronics applications.

Our understanding of the role of analog/digital interfaces within electronic systems, standards evolution, and end market drivers enables us to identify product development opportunities and capitalize on market trends.

Manufacturing

As a fabless semiconductor company, we conduct IC design and development in our facilities and electronically transfer our proprietary IC designs to third-party semiconductor fabricators who process silicon wafers to produce the ICs that we design. Our IC designs typically use industry-standard CMOS manufacturing process technology to achieve a level of performance normally associated with more expensive special-purpose IC fabrication technology. We believe the use of CMOS technology facilitates the rapid production of our ICs within a lower cost framework. Our IC production employs submicron process geometries which are readily available from leading foundry suppliers worldwide, thus increasing the likelihood that manufacturing capacity will be available throughout our products' life cycles. We currently partner with Taiwan Semiconductor Manufacturing Co. (TSMC) or TSMC's affiliates and Semiconductor Manufacturing International Corporation (SMIC) to manufacture the majority of our semiconductor wafers. We believe that our fabless manufacturing model significantly reduces our capital requirements and allows us to focus our resources on design, development and marketing of our ICs.

Once the silicon wafers have been produced, they are shipped directly to our third-party assembly subcontractors. The assembled ICs are then moved to the final testing stage. This operation can be performed by the same contractor that assembled the IC, other third-party test subcontractors or within our internal facilities prior to shipping to our customers. During fiscal 2017, most of our units shipped were tested by offshore third-party test subcontractors. We expect that our utilization of offshore third-party test subcontractors will remain substantial during fiscal 2018.

Backlog

We include in backlog accepted product purchase orders from customers and worldwide distributor stocking orders. Product orders in our backlog are subject to changes in delivery schedules or cancellation at the option of the purchaser typically without penalty. Our backlog may fluctuate significantly depending upon customer order patterns which may, in turn, vary considerably based on rapidly changing business circumstances. Accordingly, we do not believe that our backlog at any time is necessarily representative of actual sales for any succeeding period.

Competition

The markets for semiconductors generally, and for analog and mixed-signal ICs in particular, are intensely competitive. We anticipate that the market for our products will continually evolve and will be subject to rapid technological change. We believe the principal competitive factors in our industry are:

- Product size;
- Level of integration;
- Product capabilities;
- Reliability;
- Price;
- Performance;
- Power requirement;
- Customer support;
- Reputation;
- Ability to rapidly introduce new products to market;
- Intellectual property; and
- Software.

We believe that we are competitive with respect to these factors, particularly because our ICs typically are smaller in size, are highly integrated, achieve high performance specifications at lower price points than competitive products and are manufactured in standard CMOS which generally enables us to supply them on a relatively rapid basis to customers to meet their product introduction schedules. However, disadvantages we face include our relatively short operating history in certain of our markets and the need for customers to redesign their products and modify their software to implement our ICs in their products.

Due to our diversified product portfolio and the numerous markets and applications we serve, we target a relatively large number of competitors. We compete with Analog Devices, Broadcom, Cypress, IDT, Infineon, Maxim Integrated Products, MaxLinear, Microchip, Microsemi, Nordic Semiconductor, NXP Semiconductors, Qualcomm, Renesas, STMicroelectronics, Synaptics, Texas Instruments and others. We expect to face competition in the future from our current competitors, other manufacturers and designers of semiconductors and start-up semiconductor design companies. Our competitors may also offer bundled solutions offering a more complete product, which may negatively impact our competitive position despite the technical merits or advantages of our products. In addition, our customers could develop products or technologies internally that would replace their need for our products and would become a source of competition. We could also face competition from module makers or other systems suppliers that may include mixed-signal components in their products that could eliminate the need for our ICs.

Many of our competitors and potential competitors have longer operating histories, greater name recognition, access to larger customer bases, complementary product offerings, and significantly greater financial, sales and marketing, manufacturing, distribution, technical and other resources than us. Current and potential competitors have established or may establish financial and strategic relationships between themselves or with our existing or potential customers, resellers or other third parties. Accordingly, it is possible that new competitors or alliances among competitors could emerge and rapidly acquire significant market share.

Intellectual Property

Our future success depends in part upon our proprietary technology. We seek to protect our technology through a combination of patents, copyrights, trade secrets, trademarks and confidentiality procedures. As of December 30, 2017, we had approximately 1,634 issued or pending United States and foreign patents. There can be no assurance that patents will ever be issued with respect to our patent applications. Furthermore, it is possible that any patents held by us may be invalidated, circumvented, challenged or licensed to others. In addition, there can be no assurance that such patents will provide us with competitive advantages or adequately safeguard our proprietary rights. While we continue to file new patent applications with respect to our recent developments, existing patents are granted for prescribed time periods and will expire at various times in the future.

We claim copyright protection for proprietary documentation for our products. We have filed for registration, or are in the process of filing for registration, the visual images of certain ICs with the U.S. Copyright Office. We have registered the "Silicon Labs" logo and a variety of other product and product family names as trademarks in the United States and selected foreign jurisdictions. All other trademarks, service marks or trade names appearing in this report are the property of their respective owners. We also attempt to protect our trade secrets and other proprietary information through agreements with our customers, suppliers, employees and consultants, and through other customary security measures. We intend to protect our rights vigorously, but there can be no assurance that our efforts will be successful. In addition, the laws of other countries in which our products are sold may not protect our products and intellectual property rights to the same extent as the laws of the United States.

While our ability to effectively compete depends in large part on our ability to protect our intellectual property, we believe that our technical expertise and ability to introduce new products in a timely manner will be an important factor in maintaining our competitive position.

Many participants in the semiconductor and electronics industries have a significant number of patents and have frequently demonstrated a readiness to commence litigation based on allegations of patent and other intellectual property infringement. From time to time, third parties may assert infringement claims against us. We may not prevail in any such litigation or may not be able to license any valid and infringed patents from third parties on commercially reasonable terms, if at all. Litigation, regardless of the outcome, is likely to result in substantial cost and diversion of our resources, including our management's time. Any such litigation could materially adversely affect us.

Our licenses include industry standard licenses with our vendors, such as wafer fabrication tool libraries, third-party core libraries, computer-aided design applications and business software applications.

Employees

As of December 30, 2017, we employed 1,279 people. Our success depends on the continued service of our key technical and senior management personnel and on our ability to continue to attract, retain and motivate highly skilled analog and mixed-signal engineers. The competition for such personnel is intense. We have never had a work stoppage and none of our U.S. employees are represented by a labor organization. We consider our employee relations to be good.

Environmental Regulation

Federal, state and local regulations impose various environmental controls on the storage, use, discharge and disposal of certain chemicals and gases used in the semiconductor industry. Our compliance with these laws and regulations has not had a material impact on our financial position or results of operations.

Available Information

Our website address is www.silabs.com. Our annual report on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and amendments to those reports filed or furnished pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 are available through the investor relations page of our website free of charge as soon as reasonably practicable after we electronically file such material with, or furnish it to, the Securities and Exchange Commission (SEC). Our website and the information contained therein or connected thereto are not intended to be incorporated into this Annual Report on Form 10-K.

Item 1A. Risk Factors

Risks Related to our Business

We may not be able to maintain our historical growth and may experience significant period-to-period fluctuations in our revenues and operating results, which may result in volatility in our stock price

Although we have generally experienced revenue growth in our history, we may not be able to sustain this growth. We may also experience significant period-to-period fluctuations in our revenues and operating results in the future due to a number of factors, and any such variations may cause our stock price to fluctuate. In some future period our revenues or operating results may be below the expectations of public market analysts or investors. If this occurs, our stock price may drop, perhaps significantly.

A number of factors, in addition to those cited in other risk factors applicable to our business, may contribute to fluctuations in our revenues and operating results, including:

- The timing and volume of orders received from our customers;
- The timeliness of our new product introductions and the rate at which our new products may cannibalize our older products;
- The rate of acceptance of our products by our customers, including the acceptance of new products we may develop for integration in the products manufactured by such customers, which we refer to as "design wins";
- The time lag and realization rate between "design wins" and production orders;
- The demand for, and life cycles of, the products incorporating our mixed-signal solutions;
- The rate of adoption of mixed-signal products in the markets we target;
- Deferrals or reductions of customer orders in anticipation of new products or product enhancements from us or our competitors or other providers of mixed-signal ICs;
- Changes in product mix;
- The average selling prices for our products could drop suddenly due to competitive offerings or competitive predatory pricing;
- The average selling prices for our products generally decline over time;
- Changes in market standards;
- Impairment charges related to inventory, equipment or other long-lived assets;
- The software used in our products, including software provided by third parties, may not meet the needs of our customers;
- Significant legal costs to defend our intellectual property rights or respond to claims against us; and
- The rate at which new markets emerge for products we are currently developing or for which our design expertise can be utilized to develop products for these new markets.

The markets for consumer electronics, for example, are characterized by rapid fluctuations in demand and seasonality that result in corresponding fluctuations in the demand for our products that are incorporated in such devices. Additionally, the rate of technology acceptance by our customers results in fluctuating demand for our products as customers are reluctant to incorporate a new IC into their products until the new IC has achieved market acceptance. Once a new IC achieves market acceptance, demand for the new IC can quickly accelerate to a point and then level off such that rapid historical growth in sales of a product should not be viewed as indicative of continued future growth. In addition, demand can quickly decline for a product when a new IC product is introduced and receives market acceptance. Due to the various factors mentioned above, the results of any prior quarterly or annual periods should not be relied upon as an indication of our future operating performance.

If we are unable to develop or acquire new and enhanced products that achieve market acceptance in a timely manner, our operating results and competitive position could be harmed

Our future success will depend on our ability to develop or acquire new products and product enhancements that achieve market acceptance in a timely and cost-effective manner. The development of mixed-signal ICs is highly complex, and we have at times experienced delays in completing the

development and introduction of new products and product enhancements. Successful product development and market acceptance of our products depend on a number of factors, including:

- Requirements of customers;
- Accurate prediction of market and technical requirements;
- Timely completion and introduction of new designs;
- Timely qualification and certification of our products for use in our customers' products;
- Commercial acceptance and volume production of the products into which our ICs will be incorporated;
- Availability of foundry, assembly and test capacity;
- Achievement of high manufacturing yields;
- Quality, price, performance, power use and size of our products;
- Availability, quality, price and performance of competing products and technologies;
- Our customer service, application support capabilities and responsiveness;
- Successful development of our relationships with existing and potential customers;
- Technology, industry standards or end-user preferences; and
- Cooperation of third-party software providers and our semiconductor vendors to support our chips within a system.

We cannot provide any assurance that products which we recently have developed or may develop in the future will achieve market acceptance. We have introduced to market or are in development of many products. If our products fail to achieve market acceptance, or if we fail to develop new products on a timely basis that achieve market acceptance, our growth prospects, operating results and competitive position could be adversely affected. The growth of the IoT market is dependent on the adoption of industry standards to permit devices to connect and communicate with each other. If the industry cannot agree on a common set of standards, then the growth of the IoT market may be slower than expected.

Our research and development efforts are focused on a limited number of new technologies and products, and any delay in the development, or abandonment, of these technologies or products by industry participants, or their failure to achieve market acceptance, could compromise our competitive position

Our products serve as components and solutions in electronic devices in various markets. As a result, we have devoted and expect to continue to devote a large amount of resources to develop products based on new and emerging technologies and standards that will be commercially introduced in the future. Research and development expense during fiscal 2017 was $209.5 million, or 27.2% of revenues. A number of companies are actively involved in the development of these new technologies and standards. Should any of these companies delay or abandon their efforts to develop commercially available products based on new technologies and standards, our research and development efforts with respect to these technologies and standards likely would have no appreciable value. In addition, if we do not correctly anticipate new technologies and standards, or if the products that we develop based on these new technologies and standards fail to achieve market acceptance, our competitors may be better able to address market demand than we would. Furthermore, if markets for these new technologies and standards develop later than we anticipate, or do not develop at all, demand for our products that are currently in development would suffer, resulting in lower sales of these products than we currently anticipate.

Significant litigation over intellectual property in our industry may cause us to become involved in costly and lengthy litigation which could seriously harm our business

In recent years, there has been significant litigation in the United States involving patents and other intellectual property rights. From time to time, we receive letters from various industry participants alleging infringement of patents, trademarks or misappropriation of trade secrets or from customers or suppliers requesting indemnification for claims brought against them by third parties. The exploratory nature of these inquiries has become relatively common in the semiconductor industry. We respond when we deem appropriate and as advised by legal counsel. We have been involved in litigation to protect our intellectual property rights in the past and may become involved in such litigation again in the future. We are currently involved in litigation in which we and certain of our customers have been accused of patent infringement related to our television tuner products. In the future, we may become involved in additional litigation to defend allegations of infringement asserted by others, both directly and indirectly as a result of certain industry-standard indemnities we may offer to our customers or suppliers. Legal proceedings could subject us to significant liability for damages or invalidate our proprietary rights. Legal proceedings initiated by us to protect our intellectual property rights could also result in counterclaims or countersuits against us. Any litigation, regardless of its outcome, would likely be time-consuming and expensive to resolve and would divert our management's time and attention. Intellectual property litigation also could force us to take specific actions, including:

- Cease selling or manufacturing products that use the challenged intellectual property;
- Obtain from the owner of the infringed intellectual property a right to a license to sell or use the relevant technology, which license may not be available on reasonable terms, or at all;
- Redesign those products that use infringing intellectual property; or
- Pursue legal remedies with third parties to enforce our indemnification rights, which may not adequately protect our interests.

Any acquisitions we make could disrupt our business and harm our financial condition

As part of our growth and product diversification strategy, we continue to evaluate opportunities to acquire other businesses, intellectual property or technologies that would complement our current offerings, expand the breadth of our markets or enhance our technical capabilities. The acquisitions that we have made and may make in the future entail a number of risks that could materially and adversely affect our business and operating results, including:

- Problems integrating the acquired operations, technologies or products with our existing business and products;
- Diversion of management's time and attention from our core business;
- Need for financial resources above our planned investment levels;
- Difficulties in retaining business relationships with suppliers and customers of the acquired company;
- Risks associated with entering markets in which we lack prior experience;
- Risks associated with the transfer of licenses of intellectual property;
- Increased operating costs due to acquired overhead;
- Tax issues associated with acquisitions;
- Acquisition-related disputes, including disputes over earn-outs and escrows;
- Potential loss of key employees of the acquired company; and

- Potential impairment of related goodwill and intangible assets.

Future acquisitions also could cause us to incur debt or contingent liabilities or cause us to issue equity securities that could negatively impact the ownership percentages of existing shareholders.

Our proposed acquisition of the Z-Wave business of Sigma Designs, Inc. is contingent upon approval by Sigma Designs' stockholders and may not be consummated. In the event the acquisition is consummated, the integration of the Z-Wave business with our own may be more difficult, costly or time consuming than expected, and the anticipated benefits and cost savings of the acquisition may not be fully realized, which could adversely impact our business operations, financial condition and results of operations.

On December 7, 2017 we entered into an agreement with Sigma Designs pursuant to which we expect to acquire its Z-Wave business. See Note 8, *Acquisitions*, to the Consolidated Financial Statements for additional information.

The proposed acquisition is subject to the satisfaction of a number of closing conditions, including the approval of the stockholders of Sigma Designs and the expiration or termination of the applicable waiting periods under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 and the rules thereunder and there can be no assurance that these conditions will be satisfied. In the event the acquisition of the Z-Wave business is consummated, the success of the acquisition, including the achievement of anticipated benefits and cost savings, is subject to a number of uncertainties and will depend, in part, on our ability to successfully combine and integrate the Z-Wave business into our own core business in an efficient and effective manner. Potential difficulties that we may encounter include the following, any of which could result in the anticipated benefits of the acquisition not being realized or harm our operations or financial condition:

- The inability to successfully integrate the Z-Wave business into our own in a manner that permits us to achieve the cost savings and operating synergies anticipated from the acquisition;
- The integration of the Z-Wave business may create a diversion of management's time and attention from our core business, or disrupt our current plans and operations;
- The loss of key management or technical personnel necessary for the continued operation of the Z-Wave business or our core business, particularly our experienced engineers;
- Integrating personnel, IT systems and corporate, finance and administrative infrastructures of the Z-Wave business with our own while maintaining focus on providing consistent, high quality products and services;
- Coordinating and integrating our internal operations, compensation programs, policies and procedures, and corporate structures;
- Potential unknown liabilities and unforeseen or increased costs and expenses, including unforeseen litigation; and
- The possibility of faulty assumptions underlying expectations regarding potential synergies and the integration process.

Any of these factors could result in our failing to realize the anticipated benefits of the acquisition of the Z-Wave business, on the expected timeline or at all, and could adversely impact our business operations and operating results.

We may be unable to protect our intellectual property, which would negatively affect our ability to compete

Our products rely on our proprietary technology, and we expect that future technological advances made by us will be critical to sustain market acceptance of our products. Therefore, we believe that the protection of our intellectual property rights is and will continue to be important to the success of our

business. We rely on a combination of patent, copyright, trademark and trade secret laws and restrictions on disclosure to protect our intellectual property rights. We also enter into confidentiality or license agreements with our employees, consultants, intellectual property providers and business partners, and control access to and distribution of our documentation and other proprietary information. Despite these efforts, unauthorized parties may attempt to copy or otherwise obtain and use our proprietary technology. Monitoring unauthorized use of our technology is difficult, and we cannot be certain that the steps we have taken will prevent unauthorized use of our technology, particularly in foreign countries where the laws may not protect our proprietary rights as fully as in the United States. We cannot be certain that patents will be issued as a result of our pending applications nor can we be certain that any issued patents would protect or benefit us or give us adequate protection from competing products. For example, issued patents may be circumvented or challenged and declared invalid or unenforceable. We also cannot be certain that others will not develop effective competing technologies on their own.

Failure to manage our distribution channel relationships could impede our future growth

The future growth of our business will depend in large part on our ability to manage our relationships with current and future distributors and sales representatives, develop additional channels for the distribution and sale of our products and manage these relationships. During fiscal 2017, 71% of our revenue was derived from distributors. As we execute our indirect sales strategy, we must manage the potential conflicts that may arise with our direct sales efforts. For example, conflicts with a distributor may arise when a customer begins purchasing directly from us rather than through the distributor. The inability to successfully execute or manage a multi-channel sales strategy could impede our future growth. In addition, relationships with our distributors often involve the use of price protection and inventory return rights. This often requires a significant amount of sales management's time and system resources to manage properly.

We depend on a limited number of customers for a significant portion of our revenues, and the loss of, or a significant reduction in orders from, any key customer could significantly reduce our revenues

The loss of any of our key customers, or a significant reduction in sales to any one of them, would significantly reduce our revenues and adversely affect our business. During fiscal 2017, our ten largest customers accounted for 20% of our revenues. Some of the markets for our products are dominated by a small number of potential customers. Therefore, our operating results in the foreseeable future will continue to depend on our ability to sell to these dominant customers, as well as the ability of these customers to sell products that incorporate our IC products. In the future, these customers may decide not to purchase our products at all, purchase fewer products than they did in the past or alter their purchasing patterns, particularly because:

- We do not have material long-term purchase contracts with our customers;
- Substantially all of our sales to date have been made on a purchase order basis, which permits our customers to cancel, change or delay product purchase commitments with little or no notice to us and without penalty;
- Some of our customers may have efforts underway to actively diversify their vendor base which could reduce purchases of our products; and
- Some of our customers have developed or acquired products that compete directly with products these customers purchase from us, which could affect our customers' purchasing decisions in the future.

Our customers regularly evaluate alternative sources of supply in order to diversify their supplier base, which increases their negotiating leverage with us and protects their ability to secure these components. We believe that any expansion of our customers' supplier bases could have an adverse effect on the prices we are able to charge and volume of product that we are able to sell to our customers, which would negatively affect our revenues and operating results.

We are subject to increased inventory risks and costs because we build our products based on forecasts provided by customers before receiving purchase orders for the products

In order to ensure availability of our products for some of our largest customers, we start the manufacturing of our products in advance of receiving purchase orders based on forecasts provided by these customers. However, these forecasts do not represent binding purchase commitments and we do not recognize sales for these products until they are shipped to the customer. As a result, we incur inventory and manufacturing costs in advance of anticipated sales. Because demand for our products may not materialize, manufacturing based on forecasts subjects us to increased risks of high inventory carrying costs, increased obsolescence and increased operating costs. These inventory risks are exacerbated when our customers purchase indirectly through contract manufacturers or hold component inventory levels greater than their consumption rate because this causes us to have less visibility regarding the accumulated levels of inventory for such customers. A resulting write-off of unusable or excess inventories would adversely affect our operating results.

Our products are complex and may contain errors which could lead to liability, an increase in our costs and/or a reduction in our revenues

Our products are complex and may contain errors, particularly when first introduced and/or when new versions are released. Our products are increasingly designed in more complex processes, including higher levels of software and hardware integration in modules and system-level solutions and/or include elements provided by third parties which further increase the risk of errors. We rely primarily on our in-house testing personnel to design test operations and procedures to detect any errors or vulnerabilities prior to delivery of our products to our customers.

Should problems occur in the operation or performance of our products, we may experience delays in meeting key introduction dates or scheduled delivery dates to our customers. These errors could also cause significant re-engineering costs, the diversion of our engineering personnel's attention from our product development efforts and cause significant customer relations and business reputation problems. Any defects could result in refunds, product replacement, product recall or other liability. Any of the foregoing could impose substantial costs and harm our business.

Product liability, data breach or cyber liability claims may be asserted with respect to our products. Many of our products focus on wireless connectivity and the IoT market and such connectivity may make these products particularly susceptible to cyber-attacks. Our products are typically sold at prices that are significantly lower than the cost of the end-products into which they are incorporated. A defect, failure or vulnerability in our product could cause failure in our customer's end-product, so we could face claims for damages that are disproportionately higher than the revenues and profits we receive from the products involved. Furthermore, product liability risks are particularly significant with respect to medical and automotive applications because of the risk of serious harm to users of these end-products. There can be no assurance that any insurance we maintain will sufficiently protect us from such claims.

We rely on third parties to manufacture, assemble and test our products and the failure to successfully manage our relationships with our manufacturers and subcontractors would negatively impact our ability to sell our products

We do not have our own wafer fab manufacturing facilities. Therefore, we rely on third-party vendors to manufacture the products we design. We also currently rely on Asian third-party assembly subcontractors to assemble and package the silicon chips provided by the wafers for use in final products. Additionally, we rely on these offshore subcontractors for a substantial portion of the testing requirements of our products prior to shipping. We expect utilization of third-party subcontractors to continue in the future.

The cyclical nature of the semiconductor industry drives wide fluctuations in available capacity at third-party vendors. On occasion, we have been unable to adequately respond to unexpected increases in customer demand due to capacity constraints and, therefore, were unable to benefit from this incremental demand. We may be unable to obtain adequate foundry, assembly or test capacity from our third-party subcontractors to meet our customers' delivery requirements even if we adequately forecast customer demand.

There are significant risks associated with relying on these third-party foundries and subcontractors, including:

- Failure by us, our customers or their end customers to qualify a selected supplier;
- Potential insolvency of the third-party subcontractors;
- Reduced control over delivery schedules and quality;
- Limited warranties on wafers or products supplied to us;
- Potential increases in prices or payments in advance for capacity;
- Increased need for international-based supply, logistics and financial management;
- Their inability to supply or support new or changing packaging technologies; and
- Low test yields.

We typically do not have long-term supply contracts with our third-party vendors which obligate the vendor to perform services and supply products to us for a specific period, in specific quantities, and at specific prices. Our third-party foundry, assembly and test subcontractors typically do not guarantee that adequate capacity will be available to us within the time required to meet demand for our products. In the event that these vendors fail to meet our demand for whatever reason, we expect that it would take up to 12 months to transition performance of these services to new providers. Such a transition may also require qualification of the new providers by our customers or their end customers.

Most of the silicon wafers for the products that we have sold were manufactured either by TSMC or TSMC's affiliates or by SMIC. Our customers typically complete their own qualification process. If we fail to properly balance customer demand across the existing semiconductor fabrication facilities that we utilize or are required by our foundry partners to increase, or otherwise change the number of fab lines that we utilize for our production, we might not be able to fulfill demand for our products and may need to divert our engineering resources away from new product development initiatives to support the fab line transition, which would adversely affect our operating results.

Our customers require our products to undergo a lengthy and expensive qualification process without any assurance of product sales

Prior to purchasing our products, our customers require that our products undergo an extensive qualification process, which involves testing of the products in the customer's system as well as rigorous

reliability testing. This qualification process may continue for six months or longer. However, qualification of a product by a customer does not ensure any sales of the product to that customer. Even after successful qualification and sales of a product to a customer, a subsequent revision to the product or software, changes in the IC's manufacturing process or the selection of a new supplier by us may require a new qualification process, which may result in delays and in us holding excess or obsolete inventory. After our products are qualified, it can take an additional six months or more before the customer commences volume production of components or devices that incorporate our products. Despite these uncertainties, we devote substantial resources, including design, engineering, sales, marketing and management efforts, toward qualifying our products with customers in anticipation of sales. If we are unsuccessful or delayed in qualifying any of our products with a customer, such failure or delay would preclude or delay sales of such product to the customer, which may impede our growth and cause our business to suffer.

We are a global company, which subjects us to additional business risks including logistical and financial complexity, political instability and currency fluctuations

We have established international subsidiaries and have opened offices in international markets to support our activities in Asia, the Americas and Europe. This has included the establishment of a headquarters in Singapore for non-U.S. operations. The percentage of our revenues derived from outside of the United States was 85% during fiscal 2017. We may not be able to maintain or increase global market demand for our products. Our international operations are subject to a number of risks, including:

- Complexity and costs of managing international operations and related tax obligations, including our headquarters for non-U.S. operations in Singapore;
- Protectionist laws and business practices;
- Difficulties related to the protection of our intellectual property rights in some countries;
- Multiple, conflicting and changing tax and other laws and regulations that may impact both our international and domestic tax and other liabilities and result in increased complexity and costs;
- Longer sales cycles;
- Greater difficulty in accounts receivable collection and longer collection periods;
- High levels of distributor inventory subject to price protection and rights of return to us;
- Political and economic instability;
- Greater difficulty in hiring and retaining qualified personnel; and
- The need to have business and operations systems that can meet the needs of our international business and operating structure.

To date, substantially all of our sales to international customers and purchases of components from international suppliers have been denominated in U.S. dollars. As a result, an increase in the value of the U.S. dollar relative to foreign currencies could make our products more expensive for our international customers to purchase, thus rendering our products less competitive. Similarly, a decrease in the value of the U.S. dollar could reduce our buying power with respect to international suppliers.

Our inability to manage growth could materially and adversely affect our business

Our past growth has placed, and any future growth of our operations will continue to place, a significant strain on our management personnel, systems and resources. We anticipate that we will need to implement a variety of new and upgraded sales, operational and financial enterprise-wide systems,

information technology infrastructure, procedures and controls, including the improvement of our accounting and other internal management systems to manage this growth and maintain compliance with regulatory guidelines, including Sarbanes-Oxley Act requirements. To the extent our business grows, our internal management systems and processes will need to improve to ensure that we remain in compliance. We also expect that we will need to continue to expand, train, manage and motivate our workforce. All of these endeavors will require substantial management effort, and we anticipate that we will require additional management personnel and internal processes to manage these efforts and to plan for the succession from time to time of certain persons who have been key management and technical personnel. If we are unable to effectively manage our expanding global operations, including our international headquarters in Singapore, our business could be materially and adversely affected.

Our products incorporate technology licensed from third parties

We incorporate technology (including software) licensed from third parties in our products. We could be subjected to claims of infringement regardless of our lack of involvement in the development of the licensed technology. Although a third-party licensor is typically obligated to indemnify us if the licensed technology infringes on another party's intellectual property rights, such indemnification is typically limited in amount and may be worthless if the licensor becomes insolvent. See *Significant litigation over intellectual property in our industry may cause us to become involved in costly and lengthy litigation which could seriously harm our business.* Furthermore, any failure of third-party technology to perform properly would adversely affect sales of our products incorporating such technology.

We are subject to risks relating to product concentration

We derive a substantial portion of our revenues from a limited number of products, and we expect these products to continue to account for a large percentage of our revenues in the near term. Continued market acceptance of these products, is therefore, critical to our future success. In addition, substantially all of our products that we have sold include technology related to one or more of our issued U.S. patents. If these patents are found to be invalid or unenforceable, our competitors could introduce competitive products that could reduce both the volume and price per unit of our products. Our business, operating results, financial condition and cash flows could therefore be adversely affected by:

- A decline in demand for any of our more significant products;
- Failure of our products to achieve continued market acceptance;
- Competitive products;
- New technological standards or changes to existing standards that we are unable to address with our products;
- A failure to release new products or enhanced versions of our existing products on a timely basis; and
- The failure of our new products to achieve market acceptance.

We are subject to credit risks related to our accounts receivable

We do not generally obtain letters of credit or other security for payment from customers, distributors or contract manufacturers. Accordingly, we are not protected against accounts receivable default or bankruptcy by these entities. Our ten largest customers or distributors represent a substantial majority of our accounts receivable. If any such customer or distributor, or a material portion of our smaller customers or distributors, were to become insolvent or otherwise not satisfy their obligations to us, we could be materially harmed.

We depend on our key personnel to manage our business effectively in a rapidly changing market, and if we are unable to retain our current personnel and hire additional personnel, our ability to develop and successfully market our products could be harmed

We believe our future success will depend in large part upon our ability to attract and retain highly skilled managerial, engineering, sales and marketing personnel. We believe that our future success will be dependent on retaining the services of our key personnel, developing their successors and certain internal processes to reduce our reliance on specific individuals, and on properly managing the transition of key roles when they occur. There is currently a shortage of qualified personnel with significant experience in the design, development, manufacturing, marketing and sales of analog and mixed-signal products. In particular, there is a shortage of engineers who are familiar with the intricacies of the design and manufacturability of analog elements, and competition for such personnel is intense. Our key technical personnel represent a significant asset and serve as the primary source for our technological and product innovations. We may not be successful in attracting and retaining sufficient numbers of technical personnel to support our anticipated growth. The loss of any of our key employees or the inability to attract or retain qualified personnel both in the United States and internationally, including engineers, sales, applications and marketing personnel, could delay the development and introduction of, and negatively impact our ability to sell, our products.

Any dispositions could harm our financial condition

Any disposition of a product line would entail a number of risks that could materially and adversely affect our business and operating results, including:

- Diversion of management's time and attention from our core business;
- Difficulties separating the divested business;
- Risks to relations with customers who previously purchased products from our disposed product line;
- Reduced leverage with suppliers due to reduced aggregate volume;
- Risks related to employee relations;
- Risks associated with the transfer and licensing of intellectual property;
- Security risks and other liabilities related to the transition services provided in connection with the disposition;
- Tax issues associated with dispositions; and
- Disposition-related disputes, including disputes over earn-outs and escrows.

Our stock price may be volatile

The market price of our common stock has been volatile in the past and may be volatile in the future. The market price of our common stock may be significantly affected by the following factors:

- Actual or anticipated fluctuations in our operating results;
- Changes in financial estimates by securities analysts or our failure to perform in line with such estimates;
- Changes in market valuations of other technology companies, particularly semiconductor companies;
- Announcements by us or our competitors of significant technical innovations, acquisitions, strategic partnerships, joint ventures or capital commitments;

- Introduction of technologies or product enhancements that reduce the need for our products;
- The loss of, or decrease in sales to, one or more key customers;
- A large sale of stock by a significant shareholder;
- Dilution from the issuance of our stock in connection with acquisitions;
- The addition or removal of our stock to or from a stock index fund;
- Departures of key personnel;
- The required expensing of stock awards; and
- The required changes in our reported revenue and revenue recognition accounting policy expected under Accounting Standards Update (ASU) No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*.

The stock market has experienced extreme volatility that often has been unrelated to the performance of particular companies. These market fluctuations may cause our stock price to fall regardless of our performance.

Most of our current manufacturers, assemblers, test service providers, distributors and customers are concentrated in the same geographic region, which increases the risk that a natural disaster, epidemic, labor strike, war or political unrest could disrupt our operations or sales

Most of our foundries and several of our assembly and test subcontractors' sites are located in Taiwan and most of our other foundry, assembly and test subcontractors are located in the Pacific Rim region. In addition, many of our customers are located in the Pacific Rim region. The risk of earthquakes in Taiwan and the Pacific Rim region is significant due to the proximity of major earthquake fault lines in the area. Earthquakes, tsunamis, fire, flooding, lack of water or other natural disasters, an epidemic, political unrest, war, labor strikes or work stoppages in countries where our semiconductor manufacturers, assemblers and test subcontractors are located, likely would result in the disruption of our foundry, assembly or test capacity. There can be no assurance that alternate capacity could be obtained on favorable terms, if at all.

A natural disaster, epidemic, labor strike, war or political unrest where our customers' facilities are located would likely reduce our sales to such customers. North Korea's recent geopolitical maneuverings, including nuclear weapons and long-range missile testing, have created unrest. Such unrest could create economic uncertainty or instability, could escalate to war or otherwise adversely affect South Korea and our South Korean customers and reduce our sales to such customers, which would materially and adversely affect our operating results. In addition, a significant portion of the assembly and testing of our products occurs in South Korea. Any disruption resulting from these events could also cause significant delays in shipments of our products until we are able to shift our manufacturing, assembling or testing from the affected subcontractor to another third-party vendor.

The semiconductor manufacturing process is highly complex and, from time to time, manufacturing yields may fall below our expectations, which could result in our inability to satisfy demand for our products in a timely manner and may decrease our gross margins due to higher unit costs

The manufacturing of our products is a highly complex and technologically demanding process. Although we work closely with our foundries and assemblers to minimize the likelihood of reduced manufacturing yields, we have from time to time experienced lower than anticipated manufacturing yields. Changes in manufacturing processes or the inadvertent use of defective or contaminated materials could result in lower than anticipated manufacturing yields or unacceptable performance deficiencies, which could lower our gross margins. If our foundries fail to deliver fabricated silicon

wafers of satisfactory quality in a timely manner, we will be unable to meet our customers' demand for our products in a timely manner, which would adversely affect our operating results and damage our customer relationships.

We depend on our customers to support our products, and some of our customers offer competing products

We rely on our customers to provide hardware, software, intellectual property indemnification and other technical support for the products supplied by our customers. If our customers do not provide the required functionality or if our customers do not provide satisfactory support for their products, the demand for these devices that incorporate our products may diminish or we may otherwise be materially adversely affected. Any reduction in the demand for these devices would significantly reduce our revenues.

In certain products, some of our customers offer their own competitive products. These customers may find it advantageous to support their own offerings in the marketplace in lieu of promoting our products.

Our convertible senior notes could adversely affect our operating results and financial condition

Upon conversion, our convertible senior notes may be settled in cash, shares of our common stock or a combination of cash and shares, at our election. We intend to settle the principal amount of the notes in cash. If we do not have adequate cash available, we may not be able to settle the principal amount in cash. In such case, we will be required to settle the principal amount in stock, which would result in immediate, and likely material, dilution to the ownership interests of our existing stockholders. Any sales in the public market of our common stock issuable upon such conversion could adversely affect prevailing market prices of our common stock.

Following any conclusion that we no longer have the ability to settle the convertible senior notes in cash, we will be required on a going forward basis to change our accounting policy for earnings per share from the treasury stock method to the if-converted method. Earnings per share may be lower under the if-converted method as compared to the treasury stock method.

The principal balance of the convertible senior notes was separated into liability and equity components, which were recorded initially at fair value. The excess of the principal amount of the liability component over its carrying amount represents the debt discount, which is accreted to interest expense over the term of the notes using the effective interest method. Accordingly, we will report higher interest expense because of the recognition of both the debt discount amortization and the notes' coupon interest.

Our debt could adversely affect our operations and financial condition

We believe we have the ability to service our debt, but our ability to make the required payments thereunder when due depends upon our future performance, which will be subject to general economic conditions, industry cycles and other factors affecting our operations, including risk factors described herein, many of which are beyond our control. Our credit facility also contains covenants, including financial covenants. If we breach any of the covenants under our credit facility and do not obtain appropriate waivers, then, subject to any applicable cure periods, our outstanding indebtedness thereunder could be declared immediately due and payable.

We could seek to raise additional debt or equity capital in the future, but additional capital may not be available on terms acceptable to us, or at all

We believe that our existing cash, cash equivalents, investments and credit under our credit facility will be sufficient to meet our working capital needs, capital expenditures, investment requirements and

commitments for at least the next 12 months. However, our ability to borrow further under the credit facility is dependent upon our ability to satisfy various conditions, covenants and representations. It is possible that we may need to raise additional funds to finance our activities or to facilitate acquisitions of other businesses, products, intellectual property or technologies. We believe we could raise these funds, if needed, by selling equity or debt securities to the public or to selected investors. In addition, even though we may not need additional funds, we may still elect to sell additional equity or debt securities or obtain credit facilities for other reasons. However, we may not be able to obtain additional funds on favorable terms, or at all. If we decide to raise additional funds by issuing equity or convertible debt securities, the ownership percentages of existing shareholders would be reduced.

We have limited resources compared to some of our current and potential competitors and we may not be able to compete effectively and increase market share

Some of our current and potential competitors have longer operating histories, significantly greater resources and name recognition and a larger base of customers than we have. As a result, these competitors may have greater credibility with our existing and potential customers. They also may be able to adopt more aggressive pricing policies and devote greater resources to the development, promotion and sale of their products than we can to ours. In addition, some of our current and potential competitors have already established supplier or joint development relationships with the decision makers at our current or potential customers. These competitors may be able to leverage their existing relationships to discourage their customers from purchasing products from us or persuade them to replace our products with their products. Our competitors may also offer bundled solutions offering a more complete product despite the technical merits or advantages of our products. These competitors may elect not to support our products which could complicate our sales efforts. These and other competitive pressures may prevent us from competing successfully against current or future competitors, and may materially harm our business. Competition could decrease our prices, reduce our sales, lower our gross margins and/or decrease our market share.

Provisions in our charter documents and Delaware law could prevent, delay or impede a change in control of us and may reduce the market price of our common stock

Provisions of our certificate of incorporation and bylaws could have the effect of discouraging, delaying or preventing a merger or acquisition that a stockholder may consider favorable. For example, our certificate of incorporation and bylaws provide for:

- The division of our Board of Directors into three classes to be elected on a staggered basis, one class each year;
- The ability of our Board of Directors to issue shares of our preferred stock in one or more series without further authorization of our stockholders;
- A prohibition on stockholder action by written consent;
- Elimination of the right of stockholders to call a special meeting of stockholders;
- A requirement that stockholders provide advance notice of any stockholder nominations of directors or any proposal of new business to be considered at any meeting of stockholders; and
- A requirement that a supermajority vote be obtained to amend or repeal certain provisions of our certificate of incorporation.

We also are subject to the anti-takeover laws of Delaware which may discourage, delay or prevent someone from acquiring or merging with us, which may adversely affect the market price of our common stock.

Risks related to our industry

We are subject to the cyclical nature of the semiconductor industry, which has been subject to significant fluctuations

The semiconductor industry is highly cyclical and is characterized by constant and rapid technological change, rapid product obsolescence and price erosion, evolving standards, short product life cycles and wide fluctuations in product supply and demand. The industry has experienced significant fluctuations, often connected with, or in anticipation of, maturing product cycles and new product introductions of both semiconductor companies' and their customers' products and fluctuations in general economic conditions. Deteriorating general worldwide economic conditions, including reduced economic activity, concerns about credit and inflation, increased energy costs, decreased consumer confidence, reduced corporate profits, decreased spending and similar adverse business conditions, would make it very difficult for our customers, our vendors, and us to accurately forecast and plan future business activities and could cause U.S. and foreign businesses to slow spending on our products. We cannot predict the timing, strength, or duration of any economic slowdown or economic recovery. If the economy or markets in which we operate deteriorate, our business, financial condition, and results of operations would likely be materially and adversely affected.

Downturns have been characterized by diminished product demand, production overcapacity, high inventory levels and accelerated erosion of average selling prices. In the recent past, we believe the semiconductor industry suffered a downturn due in large part to adverse conditions in the global credit and financial markets, including diminished liquidity and credit availability, declines in consumer confidence, declines in economic growth, increased unemployment rates and general uncertainty regarding the economy. Such downturns may have a material adverse effect on our business and operating results.

Upturns have been characterized by increased product demand and production capacity constraints created by increased competition for access to third-party foundry, assembly and test capacity. We are dependent on the availability of such capacity to manufacture, assemble and test our products. None of our third-party foundry, assembly or test subcontractors have provided assurances that adequate capacity will be available to us.

The average selling prices of our products could decrease rapidly which may negatively impact our revenues and gross margins

We may experience substantial period-to-period fluctuations in future operating results due to the erosion of our average selling prices. We have reduced the average unit price of our products in anticipation of or in response to competitive pricing pressures, new product introductions by us or our competitors and other factors. If we are unable to offset any such reductions in our average selling prices by increasing our sales volumes, increasing our sales content per application or reducing production costs, our gross margins and revenues will suffer. To maintain our gross margin percentage, we will need to develop and introduce new products and product enhancements on a timely basis and continually reduce our costs. Our failure to do so could cause our revenues and gross margin percentage to decline.

Competition within the numerous markets we target may reduce sales of our products and reduce our market share

The markets for semiconductors in general, and for mixed-signal products in particular, are intensely competitive. We expect that the market for our products will continually evolve and will be subject to rapid technological change. In addition, as we target and supply products to numerous markets and applications, we face competition from a relatively large number of competitors. We compete with Analog Devices, Broadcom, Cypress, IDT, Infineon, Maxim Integrated Products,

MaxLinear, Microchip, Microsemi, Nordic Semiconductor, NXP Semiconductors, Qualcomm, Renesas, STMicroelectronics, Synaptics, Texas Instruments and others. We expect to face competition in the future from our current competitors, other manufacturers and designers of semiconductors, and start-up semiconductor design companies. As the markets for communications products grow, we also may face competition from traditional communications device companies. These companies may enter the mixed-signal semiconductor market by introducing their own products or by entering into strategic relationships with or acquiring other existing providers of semiconductor products. In addition, large companies may restructure their operations to create separate companies or may acquire new businesses that are focused on providing the types of products we produce or acquire our customers.

We may be the victim of business disruptions and security breaches, including cyber-attacks, which could lead to liability or could damage our reputation and financial results

Information technology system and/or network disruptions, regardless of the cause, but including acts of sabotage, error, or other actions, could harm the company's operations. Failure to effectively prevent, detect, and recover from security breaches, including cyber-attacks, could result in the misuse of company assets, disruption to the company, diversion of management resources, regulatory inquiries, legal claims or proceedings, reputational damage, loss of sales and other costs to the company. We routinely face attacks that attempt to breach our security protocols, gain access to or disrupt our computerized systems or steal proprietary company, customer, partner or employee information. These attacks are sometimes successful. These attacks may be due to security breaches, employee error, theft, malfeasance, phishing schemes, ransomware, faulty password or data security management, or other irregularities. The theft, loss, destruction, unavailability or misuse of personal or business data collected, used, stored or transferred by us to run our business could result in increased security costs or costs related to defending legal claims. Industrial espionage, theft or loss of our intellectual property data could lead to counterfeit products or harm the competitive position of our products and services. Costs to implement, test and maintain measures to promote compliance with applicable privacy and data security laws as well as to protect the overall security of our system could be significant. Attempted or successful attacks against our products and services could damage our reputation with customers or users and reduce demand for our products and services.

Changes in the Privacy and Data Security/Protection Laws Could Have an Adverse Effect on our Operations

Federal, state and international privacy-related or data protection laws and regulations could have an adverse effect on our operations. Complying with these laws and the possibility of proceedings against us by governmental entities or others in relation to these laws could increase operational costs. In May 2018, the European Union's General Data Protection Regulation ("GDPR") goes into effect, replacing the EU's 1995 Data Protection Directive. The costs of compliance with the GDPR and the potential for fines and penalties in the event of a breach of the GDPR may have an adverse effect on our operations.

We may be subject to information technology failures that could damage our reputation, business operations and financial condition

We rely on information technology for the effective operation of our business. Our systems are subject to damage or interruption from a number of potential sources, including natural disasters, accidents, power disruptions, telecommunications failures, acts of terrorism or war, computer viruses, theft, physical or electronic break-ins, cyber-attacks, sabotage, vandalism, or similar events or disruptions. Our security measures may not detect or prevent such security breaches. Any such compromise of our information security could result in the theft or unauthorized publication or use of our confidential business or proprietary information, result in the unauthorized release of customer, supplier or employee data, result in a violation of privacy or other laws, expose us to a risk of litigation

or damage our reputation. In addition, our inability to use or access information systems at critical points in time could unfavorably impact the timely and efficient operation of our business, which could negatively affect our business and operating results.

Third parties with which we conduct business, such as foundries, assembly and test contractors, distributors and customers, have access to certain portions of our sensitive data. In the event that these third parties do not properly safeguard our data that they hold, security breaches could result and negatively impact our reputation, business operations and financial results.

Our products must conform to industry standards and technology in order to be accepted by end users in our markets

Generally, our products comprise only a part of a device. All components of such devices must uniformly comply with industry standards in order to operate efficiently together. We depend on companies that provide other components of the devices to support prevailing industry standards. Many of these companies are significantly larger and more influential in affecting industry standards than we are. Some industry standards may not be widely adopted or implemented uniformly, and competing standards may emerge that may be preferred by our customers or end users. If larger companies do not support the same industry standards that we do, or if competing standards emerge, market acceptance of our products could be adversely affected which would harm our business.

Products for certain applications are based on industry standards that are continually evolving. Our ability to compete in the future will depend on our ability to identify and ensure compliance with these evolving industry standards. The emergence of new industry standards could render our products incompatible with products developed by other suppliers. As a result, we could be required to invest significant time and effort and to incur significant expense to redesign our products to ensure compliance with relevant standards. If our products are not in compliance with prevailing industry standards for a significant period of time, we could miss opportunities to achieve crucial design wins.

Our pursuit of necessary technological advances may require substantial time and expense. We may not be successful in developing or using new technologies or in developing new products or product enhancements that achieve market acceptance. If our products fail to achieve market acceptance, our growth prospects, operating results and competitive position could be adversely affected.

Customer demands and new regulations related to conflict-free minerals may adversely affect us

The Dodd-Frank Wall Street Reform and Consumer Protection Act imposes new disclosure requirements regarding the use of "conflict" minerals mined from the Democratic Republic of Congo and adjoining countries in products, whether or not these products are manufactured by third parties. These new requirements could affect the pricing, sourcing and availability of minerals used in the manufacture of semiconductor devices (including our products). There will be additional costs associated with complying with the disclosure requirements, such as costs related to determining the source of any conflict minerals used in our products. Our supply chain is complex and we may be unable to verify the origins for all metals used in our products. We may also encounter challenges with our customers and stockholders if we are unable to certify that our products are conflict free.

Item 1B. Unresolved Staff Comments

None.

Item 2. Properties

Our corporate headquarters, housing engineering, sales and marketing, administration and test operations, is located in Austin, Texas. Our headquarters facilities consist of two buildings, which we

own, that are located on land which we have leased through 2099. The buildings contain approximately 441,000 square feet of floor space, of which approximately 173,000 square feet were leased to other tenants. In addition to these properties, we lease smaller facilities in various locations in the United States, Australia, Brazil, Canada, China, Finland, France, Germany, Hungary, India, Italy, Japan, Norway, Singapore, South Korea, Taiwan and the United Kingdom for engineering, sales and marketing, administrative and manufacturing support activities. We believe that these facilities are suitable and adequate to meet our current operating needs.

Item 3. Legal Proceedings

Patent Litigation

On January 28, 2014, Cresta Technology Corporation ("Cresta Technology"), a Delaware corporation, filed a lawsuit against us (among others) in the United States District Court in the District of Delaware, alleging infringement of three United States Patents (the "Cresta Patents"). Cresta Technology declared bankruptcy in 2016. One of its creditors, DBD Credit Funding LLC ("DBD") and/or CF Crespe LLC (the "Cresta Successors") assumed ownership of the Cresta Patents and has substituted in for Cresta Technology in related proceedings.

The Delaware proceedings are currently stayed. In 2014 and 2015, we challenged the validity of two sets of claims in the Cresta Patents at the Patent Trial and Appeal Board (PTAB) of the United States Patent and Trademark Office (USPTO). In each respective proceeding, the PTAB found the reviewed claims to be invalid. The Federal Circuit Court of Appeals affirmed both determinations.

On July 16, 2014, we filed a lawsuit against Cresta Technology in the United States District Court in the Northern District of California alleging infringement of six United States Patents. A motion to substitute the Cresta Successors as defendants in lieu of Cresta Technology is pending.

We intend to continue to vigorously defend the Delaware proceeding and to continue to pursue its claims against the Cresta Successors and their patents. At this time, we cannot predict the outcome of these matters or the resulting financial impact to it, if any.

Other

We are involved in various other legal proceedings that have arisen in the normal course of business. While the ultimate results of these matters cannot be predicted with certainty, we do not expect them to have a material adverse effect on our Consolidated Financial Statements.

Item 4. Mine Safety Disclosures

Not applicable.

Part II

Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Market Information and Holders

Our registration statement (Registration No. 333-94853) under the Securities Act of 1933, as amended, relating to our initial public offering of our common stock became effective on March 23, 2000. Our common stock is quoted on the NASDAQ National Market (NASDAQ) under the symbol "SLAB". The table below shows the high and low per-share sales prices of our common stock for the periods indicated, as reported by NASDAQ. As of January 22, 2018, there were 72 holders of record of our common stock.

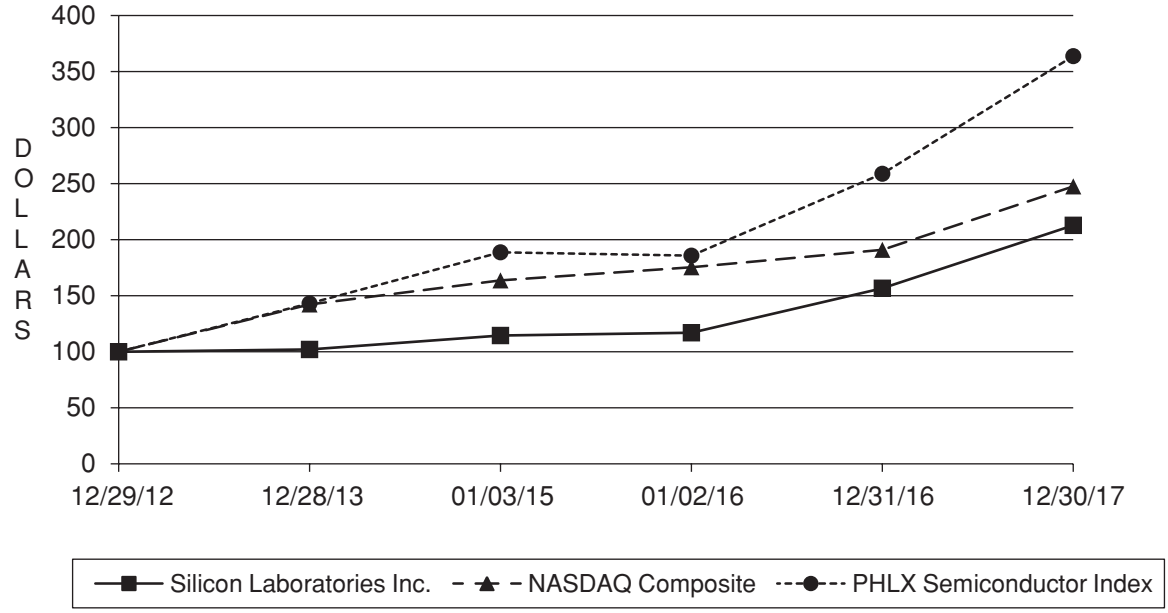
	High	Low
Fiscal Year 2016		
First Quarter	$48.00	$36.56
Second Quarter	51.00	42.63
Third Quarter	59.35	45.94
Fourth Quarter	68.95	55.97
Fiscal Year 2017		
First Quarter	$75.60	$63.15
Second Quarter	78.45	66.85
Third Quarter	81.95	66.35
Fourth Quarter	96.93	80.17

Dividend Policy

We have never declared or paid any cash dividends on our common stock and we do not intend to pay cash dividends in the foreseeable future. We currently expect to retain any future earnings to fund the operation and expansion of our business.

Stock Performance Graph

The graph depicted below shows a comparison of cumulative total stockholder returns for an investment in Silicon Laboratories Inc. common stock, the NASDAQ Composite Index and the PHLX Semiconductor Index.



Company / Index	12/29/12	12/28/13	01/03/15	01/02/16	12/31/16	12/30/17
Silicon Laboratories Inc.	$100.00	$102.07	$114.51	$116.99	$156.66	$212.82
NASDAQ Composite	$100.00	$142.22	$163.70	$175.41	$190.97	$247.56
PHLX Semiconductor Index	$100.00	$143.17	$188.75	$185.79	$258.84	$363.78

(1) The graph assumes that $100 was invested in our common stock and in each index at the market close on December 29, 2012, and that all dividends were reinvested. No cash dividends have been declared on our common stock.

(2) Stockholder returns over the indicated period should not be considered indicative of future stockholder returns.

Issuer Purchases of Equity Securities

The following table summarizes repurchases of our common stock during the three months ended December 30, 2017 (in thousands, except per share amounts):

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs
October 1, 2017 - October 28, 2017	—	$—	—	$100,000
October 29, 2017 - November 25, 2017 . .	—	$—	—	$100,000
November 26, 2017 - December 30, 2017 .	—	$—	—	$100,000
Total	—	$—	—	

In January 2017, the Board of Directors authorized a program to repurchase up to $100 million of our common stock through December 2017. In October 2017, the Board of Directors authorized a program to repurchase up to $100 million of our common stock from January 2018 through December 2018. The programs allow for repurchases to be made in the open market or in private transactions, including structured or accelerated transactions, subject to applicable legal requirements and market conditions.

Item 6. Selected Financial Data

Please read this selected consolidated financial data in conjunction with "Management's Discussion and Analysis of Financial Condition and Results of Operations," our Consolidated Financial Statements and the notes to those statements included in this Form 10-K.

	Fiscal Year				
	2017	2016	2015	2014	2013
	(in thousands, except per share data)				
Consolidated Statements of Income Data					
Revenues	$ 768,867	$ 697,626	$ 644,826	$ 620,704	$580,087
Operating income	$ 84,974	$ 66,277	$ 32,234	$ 51,421	$ 64,310
Net income	$ 47,092	$ 61,494	$ 29,586	$ 38,021	$ 49,819
Earnings per share:					
Basic	$ 1.11	$ 1.47	$ 0.70	$ 0.88	$ 1.17
Diluted	$ 1.09	$ 1.45	$ 0.69	$ 0.87	$ 1.14
Consolidated Balance Sheet Data					
Cash, cash equivalents and investments (1)	$ 769,704	$ 300,263	$ 250,112	$ 342,614	$286,025
Working capital	785,317	351,156	280,819	365,223	350,170
Total assets	1,535,082	1,081,844	1,011,463	1,042,561	991,150
Long-term obligations	419,741	115,191	108,028	121,191	143,441
Total stockholders' equity	953,016	826,958	761,114	758,056	738,562

(1) Reflects repurchases of $0, $41 million, $71 million, $72 million and $26 million of our common stock in fiscal 2017, 2016, 2015, 2014 and 2013, respectively. Includes $6 million, $5 million, $7 million, $7 million and $11 million of long-term auction-rate securities investments in fiscal 2017, 2016, 2015, 2014 and 2013, respectively.

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis of financial condition and results of operations should be read in conjunction with the Consolidated Financial Statements and related notes thereto included elsewhere in this report. This discussion contains forward-looking statements. Please see the "Cautionary Statement" and "Risk Factors" above for discussions of the uncertainties, risks and assumptions associated with these statements. Our fiscal year-end financial reporting periods are a 52- or 53-week fiscal year that ends on the Saturday closest to December 31. Fiscal 2017, 2016 and 2015 were 52-week years and ended on December 30, 2017, December 31, 2016 and January 2, 2016, respectively.

Overview

We are a leading provider of silicon, software and solutions for a smarter, more connected world. Our award-winning technologies are shaping the future of the Internet of Things (IoT), Internet infrastructure, industrial automation, consumer and automotive markets. Our world-class engineering team creates products focused on performance, energy savings, connectivity and simplicity. Our primary semiconductor products are mixed-signal integrated circuits (ICs), which are electronic components that convert real-world analog signals, such as sound and radio waves, into digital signals that electronic products can process.

As a fabless semiconductor company, we rely on third-party semiconductor fabricators in Asia, and to a lesser extent the United States and Europe, to manufacture the silicon wafers that reflect our IC designs. Each wafer contains numerous die, which are cut from the wafer to create a chip for an IC. We rely on third parties in Asia to assemble, package, and, in most cases, test these devices and ship these units to our customers. Testing performed by such third parties facilitates faster delivery of products to our customers (particularly those located in Asia), shorter production cycle times, lower inventory requirements, lower costs and increased flexibility of test capacity.

Our expertise in analog-intensive, high-performance, mixed-signal ICs and software enables us to develop highly differentiated solutions that address multiple markets. We group our products into the following categories:

- Internet of Things products, which include our microcontroller (MCU), wireless and sensor products;
- Broadcast products, which include our broadcast consumer and automotive products;
- Infrastructure products, which include our timing products (clocks and oscillators), and isolation devices; and
- Access products, which include our Voice over IP (VoIP) products, embedded modems and Power over Ethernet (PoE) devices.

Current Period Highlights

Revenues increased $71.2 million in fiscal 2017 compared to fiscal 2016, primarily due to increased revenues from our IoT and Infrastructure products offset by decreased revenues from our Access and Broadcast products. Gross margin increased $32.7 million during the same period due primarily to increased product sales. Gross margin as a percent of revenues decreased to 59.1% in fiscal 2017 compared to 60.4% in fiscal 2016 primarily due to variations in product mix. Operating expenses increased $14.0 million in fiscal 2017 compared to fiscal 2016 due primarily to increased personnel-related expenses, offset by decreased new product introduction costs and legal fees.

We ended fiscal 2017 with $764.0 million in cash, cash equivalents and short-term investments. Net cash provided by operating activities was $189.5 million during fiscal 2017. Accounts receivable was

$71.4 million at December 30, 2017, representing 32 days sales outstanding (DSO). Inventory was $73.1 million at December 30, 2017, representing 81 days of inventory (DOI). In fiscal 2017, we completed a private offering of $400 million principal amount convertible senior notes, and used $72.5 million of the proceeds to pay off the remaining balance of our Amended Credit Agreement.

Through acquisitions and internal development efforts, we have continued to diversify our product portfolio and introduce new products and solutions with added functionality and further integration. On January 20, 2017, we acquired Zentri, Inc., an innovator in low-power, cloud-connected Wi-Fi technologies for the IoT. On December 7, 2017, we entered into an agreement to either acquire Sigma Designs, Inc. or its Z-Wave business. On January 23, 2018, Sigma Designs announced that due to the closing conditions for the acquisition of the entirety of Sigma Designs not being satisfied, the parties would move forward with the sale of the Z-Wave business to us in an asset sale, subject to approval by Sigma Designs' shareholders. Sigma Designs is a provider of solutions for the connected home including Z-Wave, an IoT technology for smart home solutions. See Note 8, *Acquisitions*, to the Consolidated Financial Statements for additional information.

In fiscal 2017, we introduced I2C-programmable crystal oscillators (XOs) delivering excellent jitter performance and frequency flexibility for 100/200/400G applications; optical biometric sensors providing advanced heart rate monitoring (HRM) along with electrocardiogram (ECG) capabilities for a wide range of wearable fitness and wellness products; new dynamic multiprotocol software for our Wireless Gecko system-on-chip (SoC) and module portfolio, enabling simultaneous operation of Zigbee and Bluetooth low energy (LE) on a single SoC; a comprehensive reference design to simplify the development of USB Type-C™ rechargeable lithium ion battery packs; high-performance, multi-channel jitter attenuating wireless clocks supporting 4G/LTE and Ethernet; high-performance clock generators offering a highly integrated timing solution for 10/25/100G applications; power-efficient Hall-effect magnetic sensors offering flexible I2C configuration and built-in tamper detection and temperature sensing; a scalable, flexible and cost-effective car radio solution for the global automotive infotainment market; new EFM32 Giant Gecko MCUs offering advanced capabilities and large memory options scaling up to 2 MB flash and 512 KB RAM; a wireless software stack, development tools and a mobile app supporting the new Bluetooth mesh specification; the Ultra Series™ family of crystal oscillators (XOs) delivering ultra-low jitter performance; EFR32xG13 Wireless Gecko SoCs supporting full Bluetooth 5 connectivity and more memory options; a USB-to-I2S bridge chip that provides a simple, turnkey solution for transferring digital audio data; new EFR32 Wireless Gecko SoCs supporting a broad range of multiprotocol, multiband use cases; EFM32 Gecko MCUs offering new security features, large memory options, higher peripheral integration and ultra-low power consumption; and an enhanced Micrium® real-time operating system (RTOS) and new Platform Builder software to accelerate embedded design. We plan to continue to introduce products that increase the content we provide for existing applications, thereby enabling us to serve markets we do not currently address and expand our total available market opportunity.

During fiscal 2017, 2016 and 2015, we had no end customer that represented more than 10% of our revenues. In addition to direct sales to customers, some of our end customers purchase products indirectly from us through distributors and contract manufacturers. An end customer purchasing through a contract manufacturer typically instructs such contract manufacturer to obtain our products and incorporate such products with other components for sale by such contract manufacturer to the end customer. Although we actually sell the products to, and are paid by, the distributors and contract manufacturers, we refer to such end customer as our customer. Three of our distributors who sell to our customers, Edom Technology, Avnet and Arrow Electronics, each represented 19%, 14% and 12% of our revenues during fiscal 2017, and 17%, 13% and 11% of our revenues during fiscal 2016, respectively. Edom and Avnet represented 20% and 12% of our revenues during fiscal 2015, respectively. There were no contract manufacturers that accounted for more than 10% of our revenues in fiscal 2017, 2016 or 2015.

The percentage of our revenues derived from outside of the United States was 85% in fiscal 2017, 86% in fiscal 2016 and 85% in fiscal 2015. All of our revenues to date have been denominated in U.S. dollars. We believe that a majority of our revenues will continue to be derived from customers outside of the United States.

The sales cycle for our ICs can be as long as 12 months or more. An additional three to six months or more are usually required before a customer ships a significant volume of devices that incorporate our ICs. Due to this lengthy sales cycle, we typically experience a significant delay between incurring research and development and selling, general and administrative expenses, and the corresponding sales. Consequently, if sales in any quarter do not occur when expected, expenses and inventory levels could be disproportionately high, and our operating results for that quarter and, potentially, future quarters would be adversely affected. Moreover, the amount of time between initial research and development and commercialization of a product, if ever, can be substantially longer than the sales cycle for the product. Accordingly, if we incur substantial research and development costs without developing a commercially successful product, our operating results, as well as our growth prospects, could be adversely affected.

Because many of our ICs are designed for use in consumer products such as televisions, set-top boxes, radios and wearables, we expect that the demand for our products will be typically subject to some degree of seasonal demand. However, rapid changes in our markets and across our product areas make it difficult for us to accurately estimate the impact of seasonal factors on our business.

Results of Operations

The following describes the line items set forth in our Consolidated Statements of Income:

Revenues. Revenues are generated predominately by sales of our products. A small portion of our revenues is derived from the sale of patents. Our revenues are subject to variation from period to period due to the volume of shipments made within a period, the mix of products we sell and the prices we charge for our products.

Cost of Revenues. Cost of revenues includes the cost of purchasing finished silicon wafers processed by independent foundries; costs associated with assembly, test and shipping of those products; costs of personnel and equipment associated with manufacturing support, logistics and quality assurance; costs of software royalties, other intellectual property license costs and certain acquired intangible assets; and an allocated portion of our occupancy costs. Our gross margin as a percentage of revenue fluctuates depending on product mix, manufacturing yields, inventory valuation adjustments, average selling prices and other factors.

Research and Development. Research and development expense consists primarily of personnel-related expenses, including stock-based compensation, as well as new product masks, external consulting and services costs, equipment tooling, equipment depreciation, amortization of intangible assets, and an allocated portion of our occupancy costs. Research and development activities include the design of new products, refinement of existing products and design of test methodologies to ensure compliance with required specifications.

Selling, General and Administrative. Selling, general and administrative expense consists primarily of personnel-related expenses, including stock-based compensation, as well as an allocated portion of our occupancy costs, sales commissions to independent sales representatives, applications engineering support, professional fees, legal fees and promotional and marketing expenses.

Interest Income and Other, Net. Interest income and other, net reflects interest earned on our cash, cash equivalents and investment balances, foreign currency remeasurement adjustments and other non-operating income and expenses.

Interest Expense. Interest expense consists of interest on our short and long-term obligations, including our convertible senior notes and credit facility. Interest expense on our convertible senior notes includes contractual interest, amortization of the debt discount and amortization of debt issuance costs.

Provision for Income Taxes. Provision for income taxes includes both domestic and foreign income taxes at the applicable tax rates adjusted for non-deductible expenses, research and development tax credits and other permanent differences.

The following table sets forth our Consolidated Statements of Income data as a percentage of revenues for the periods indicated:

	Fiscal Year		
	2017	2016	2015
Revenues	100.0%	100.0%	100.0%
Cost of revenues	40.9	39.6	40.9
Gross margin	59.1	60.4	59.1
Operating expenses:			
Research and development	27.2	28.6	29.2
Selling, general and administrative	20.8	22.3	24.9
Operating expenses	48.0	50.9	54.1
Operating income	11.1	9.5	5.0
Other income (expense):			
Interest income and other, net	0.8	0.1	0.1
Interest expense	(1.9)	(0.4)	(0.4)
Income before income taxes	10.0	9.2	4.7
Provision for income taxes	3.9	0.4	0.1
Net income	6.1%	8.8%	4.6%

Comparison of Fiscal 2017 to Fiscal 2016

Revenues

	Fiscal Year			
(in millions)	2017	2016	Change	% Change
Internet of Things	$395.0	$314.6	$80.4	25.6%
Broadcast	153.0	157.7	(4.7)	(3.0)%
Infrastructure	152.2	147.7	4.5	3.0%
Access	68.7	77.6	(8.9)	(11.4)%
Total	$768.9	$697.6	$71.3	10.2%

The change in revenues in fiscal 2017 was due primarily to:

- Increased revenues of $80.4 million for our IoT products, due primarily to increased demand for our wireless products.
- Decreased revenues of $4.7 million for Broadcast products, due primarily to decreases in the market for our consumer products offset by increased demand for our automotive products.

- Increased revenues of $4.5 million for our Infrastructure products, due primarily to increased demand for our isolation products offset by decreased demand for our timing products and decreased patent sale revenue of $5.0 million in fiscal 2016 with no patents sales in fiscal 2017.
- Decreased revenues of $8.9 million for our Access products, due primarily to decreased demand for our VoIP products and decreases in the market for such products.

Unit volumes of our products increased by 21.0% and average selling prices decreased by 8.5% compared to fiscal 2016. The average selling prices of our products may fluctuate significantly from period to period due to changes in product mix and other factors. In general, as our products become more mature, we expect to experience decreases in average selling prices. We anticipate that newly announced, higher priced, next generation products and product derivatives will offset some of these decreases.

Gross Margin

	Fiscal Year		
(in millions)	2017	2016	Change
Gross margin	$454.2	$421.5	$32.7
Percent of revenue	59.1%	60.4%	(1.3)%

The increased dollar amount of gross margin in fiscal 2017 was due to increases in gross margin of $45.0 million for our IoT products and $1.4 million for our Infrastructure products, offset by decreases in gross margin of $7.0 million for our Broadcast products and $6.7 million for our Access products. Gross margin increased in fiscal 2017 due primarily to increased product sales. Gross margin as a percent of revenues decreased in fiscal 2017 primarily due to variations in product mix. Gross margin in fiscal 2016 included $5.0 million from the sale of patents, which had no associated cost of revenues.

We may experience declines in the average selling prices of certain of our products. This creates downward pressure on gross margin as a percentage of revenues and may be offset to the extent we are able to: 1) introduce higher margin new products and gain market share with our products; 2) reduce costs of existing products through improved design; 3) achieve lower production costs from our wafer suppliers and third-party assembly and test subcontractors; 4) achieve lower production costs per unit as a result of improved yields throughout the manufacturing process; or 5) reduce logistics costs.

Research and Development

	Fiscal Year			
(in millions)	2017	2016	Change	% Change
Research and development	$209.5	$199.7	$9.8	4.9%
Percent of revenue	27.2%	28.6%		

The increase in research and development expense in fiscal 2017 was primarily due to increases of $12.6 million for personnel-related expenses, including costs associated with increased headcount and acquisitions. The increase in research and development expense in fiscal 2017 was offset in part by a decrease of $2.3 million for new product introduction costs. The decrease in research and development expense as a percent of revenues in fiscal 2017 was due to our increased revenues. We expect that research and development expense will increase in absolute dollars in the first quarter of 2018.

Selling, General and Administrative

(in millions)	Fiscal Year 2017	2016	Change	% Change
Selling, general and administrative	$159.7	$155.5	$4.2	2.7%
Percent of revenue	20.8%	22.3%		

The increase in selling, general and administrative expense in fiscal 2017 was primarily due to an increase of $6.1 million for personnel-related expenses, including costs associated with increased headcount and acquisitions. The increase in selling, general and administrative in fiscal 2017 was offset in part by a decrease of $1.4 million for legal fees, primarily related to litigation. The decrease in selling, general and administrative expense as a percent of revenues in fiscal 2017 was due to our increased revenues. We expect that selling, general and administrative expense will increase in absolute dollars in the first quarter of 2018.

Interest Income and Other, Net

Interest income and other, net in fiscal 2017 was $6.1 million compared to $0.8 million in fiscal 2016. The increase in interest income and other, net in fiscal 2017 was primarily due to increased interest income earned as a result of higher market interest rates and higher cash, cash equivalents and short-term investments balances.

Interest Expense

Interest expense in fiscal 2017 was $14.1 million compared to $2.6 million in fiscal 2016. The increase in interest expense in fiscal 2017 was primarily due to increased interest expense of $14.6 million on our convertible debt, including amortization of the debt discount and debt issuance costs. The increase in interest expense was offset in part by a $2.0 million gain recorded in connection with the termination of our interest rate swap agreement.

Provision for Income Taxes

(in millions)	Fiscal Year 2017	2016	Change
Provision for income taxes	$29.8	$3.0	$26.8
Effective tax rate	38.8%	4.7%	

On December 22, 2017, the U.S. government enacted comprehensive tax legislation commonly referred to as the Tax Cuts and Jobs Act (the "Tax Act"). The effective tax rate for fiscal 2017 increased from fiscal 2016 primarily due to the impacts from the Tax Act including a one-time transition tax of $54.4 million on unrepatriated earnings of foreign subsidiaries as well as tax expense of $21.8 million related to the revaluation of our deferred tax assets and liabilities due to the reduction of the U.S. corporate tax rate from 35% to 21% under the Tax Act. These increases in tax expense were partially offset by the release of a deferred tax liability related to future foreign earnings expected under our intercompany cost-sharing arrangement of $39.4 million, as well as a decrease in the valuation allowance established on federal research and development tax credits of $10.5 million.

The effective tax rates for each of the periods presented differ from the U.S. federal statutory tax rate of 35% due to the amount of income earned in foreign jurisdictions where the tax rate may be lower than the federal statutory rate, and other permanent items including research and development tax credits and nondeductible compensation expenses. In addition, the effective tax rate for fiscal 2017 was also impacted by certain one-time effects as a result of the enactment of U.S. tax reform.

We are still evaluating the impact of the Tax Act on our future U.S. tax liability, but at this time, we expect that the overall impact of the Tax Act on our effective tax rate will be an increase over more normalized levels from 2016. This increase is expected due to certain new provisions included in the Tax Act. See Note 16, *Income Taxes*, to the Consolidated Financial Statements for additional information.

Comparison of Fiscal 2016 to Fiscal 2015

Revenues

(in millions)	Fiscal Year 2016	Fiscal Year 2015	Change	% Change
Internet of Things	$314.6	$262.3	$52.3	19.9%
Broadcast	157.7	161.8	(4.1)	(2.5)%
Infrastructure	147.7	122.0	25.7	21.1%
Access	77.6	98.7	(21.1)	(21.4)%
Total	$697.6	$644.8	$52.8	8.2%

The change in revenues in fiscal 2016 was due primarily to:

- Increased revenues of $52.3 million for our Internet of Things products, due primarily to increases in the market for our wireless products and the addition of revenues from acquisitions.
- Decreased revenues of $4.1 million for Broadcast products, due primarily to decreases in the market for our consumer products.
- Increased revenues of $25.7 million for our Infrastructure products, due primarily to increased demand for our isolation and timing products and the sale of patents for $5.0 million.
- Decreased revenues of $21.1 million for our Access products, due primarily to decreased demand for our VoIP products and decreases in the market for such products.

Unit volumes of our products increased by 14.6% and average selling prices decreased by 6.2% compared to fiscal 2015.

Gross Margin

(in millions)	Fiscal Year 2016	Fiscal Year 2015	Change
Gross margin	$421.5	$380.8	$40.7
Percent of revenue	60.4%	59.1%	1.3%

The increased dollar amount of gross margin in fiscal 2016 was due to increases in gross margin of $27.9 million for our Internet of Things products and $21.7 million for our Infrastructure products, offset by decreases in gross margin of $7.1 million for our Access products and $1.8 million for our Broadcast products. Gross margin in fiscal 2016 included $5.0 million from the sale of patents, which had no associated cost of revenues. Gross margin in fiscal 2015 included $2.6 million in acquisition-related charges for the fair value write-up associated with inventory acquired from Bluegiga and Telegesis.

Research and Development

(in millions)	Fiscal Year 2016	Fiscal Year 2015	Change	% Change
Research and development	$199.7	$188.1	$11.6	6.2%
Percent of revenue	28.6%	29.2%		

The increase in research and development expense in fiscal 2016 was primarily due to increases of $5.9 million for personnel-related expenses, including costs associated with increased headcount, and $4.4 million for new product introduction costs.

Selling, General and Administrative

(in millions)	Fiscal Year 2016	Fiscal Year 2015	Change	% Change
Selling, general and administrative	$155.5	$160.5	$(5.0)	(3.1)%
Percent of revenue	22.3%	24.9%		

The decrease in selling, general and administrative expense in fiscal 2016 was primarily due to decreases of $2.1 million for adjustments to the fair value of acquisition-related contingent consideration, $1.3 million for personnel-related expenses, $1.0 million for acquisition-related costs, and $1.0 million for legal fees, primarily related to litigation.

Interest Income and Other, Net

Interest income and other, net in fiscal 2016 was $0.8 million compared to $0.9 million in fiscal 2015.

Interest Expense

Interest expense in fiscal 2016 was $2.6 million compared $2.8 million in fiscal 2015.

Provision for Income Taxes

(in millions)	Fiscal Year 2016	Fiscal Year 2015	Change
Provision for income taxes	$3.0	$0.7	$2.3
Effective tax rate	4.7%	2.2%	

The effective tax rate for fiscal 2016 increased from fiscal 2015 primarily due to fiscal 2015 including a net benefit resulting from a change in the tax accounting treatment of stock-based compensation in a cost-sharing arrangement following a U.S. Tax Court case (Altera). The increase in the effective tax rate was partially offset by a reduction in the prior period valuation allowance. See Note 16, *Income Taxes*, to the Consolidated Financial Statements for additional information.

The effective tax rates for each of the periods presented differ from the federal statutory rate of 35% due to the amount of income earned in foreign jurisdictions where the tax rate may be lower than the federal statutory rate and other permanent items including nondeductible compensation expenses and research and development tax credits.

Business Outlook

The following represents our business outlook for the first quarter of fiscal 2018.

Income Statement Item	Estimate
Revenues	$196 million to $202 million
Gross margin	59.0%
Operating expenses	$98.0 million
Effective tax rate	(15.0)%
Diluted earnings per share	$0.42 to $0.48

Liquidity and Capital Resources

Our principal sources of liquidity as of December 30, 2017 consisted of $764.0 million in cash, cash equivalents and short-term investments, of which approximately $587.3 million was held by our U.S. entities. The remaining balance was held by our foreign subsidiaries. Our cash equivalents and short-term investments consisted of government debt securities, which include agency bonds, municipal bonds, U.S. government bonds, international government bonds, international agency commercial paper and variable-rate demand notes; corporate debt securities, which include asset-backed securities, corporate bonds, commercial paper and certificates of deposit; and money market funds. Our long-term investments consisted of auction-rate securities. As of December 30, 2017, we held $6.0 million par value auction-rate securities, all of which have experienced failed auctions because sell orders exceeded buy orders. See Note 4, *Fair Value of Financial Instruments*, to the Consolidated Financial Statements for additional information.

Operating Activities

Net cash provided by operating activities was $189.5 million during fiscal 2017, compared to net cash provided of $128.9 million during fiscal 2016. Operating cash flows during fiscal 2017 reflect our net income of $47.1 million, adjustments of $70.4 million for depreciation, amortization, stock-based compensation and deferred income taxes, and a net cash inflow of $72.0 million due to changes in our operating assets and liabilities.

Net cash provided by operating activities was $128.9 million during fiscal 2016, compared to net cash provided of $105.4 million during fiscal 2015. Operating cash flows during fiscal 2016 reflect our net income of $61.5 million, adjustments of $74.8 million for depreciation, amortization, stock-based compensation and deferred income taxes, and a net cash outflow of $7.4 million due to changes in our operating assets and liabilities.

Accounts receivable decreased to $71.4 million at December 30, 2017 from $74.4 million at December 31, 2016. The decrease in accounts receivable resulted primarily from normal variations in the timing of collections and billings. Our average DSO was 32 days at December 30, 2017 and 37 days at December 31, 2016.

Inventory increased to $73.1 million at December 30, 2017 from $59.6 million at December 31, 2016. Our inventory level is primarily impacted by our need to make purchase commitments to support forecasted demand and variations between forecasted and actual demand. Our DOI was 81 days at December 30, 2017 and 73 days at December 31, 2016.

Investing Activities

Net cash used in investing activities was $374.3 million during fiscal 2017, compared to net cash used of $49.6 million during fiscal 2016. The increase in cash outflows was principally due to an increase of $318.6 million in net purchases of marketable securities and an increase of $8.6 million in net payments for the acquisition of businesses. On December 7, 2017, we entered into an agreement to acquire Sigma Designs or its Z-Wave business. See Note 8, *Acquisitions*, to the Consolidated Financial Statements for additional information.

Net cash used in investing activities was $49.6 million during fiscal 2016, compared to net cash used of $49.3 million during fiscal 2015. The increase in cash outflows was principally due to an increase of $87.8 million in net purchases of marketable securities and an increase of $2.4 million for the purchase of other assets, offset by a decrease of $89.6 million in net payments for the acquisition of businesses.

We anticipate capital expenditures of approximately $28 to $32 million for fiscal 2018. Additionally, as part of our growth strategy, we expect to evaluate opportunities to invest in or acquire other businesses, intellectual property or technologies that would complement or expand our current offerings, expand the breadth of our markets or enhance our technical capabilities.

Financing Activities

Net cash provided by financing activities was $313.0 million during fiscal 2017, compared to net cash used of $52.3 million during fiscal 2016. The increase in cash inflows was principally due to $389.5 million in net proceeds from the issuance of long-term debt and a decrease of $40.5 million for repurchases of our common stock, offset by an increase of $67.5 million in payments on debt. See Note 10, *Debt*, to the Consolidated Financial Statements for additional information. In October 2017, the Board of Directors authorized a program to repurchase up to $100 million of our common stock from January 2018 through December 2018.

Net cash used in financing activities was $52.3 million during fiscal 2016, compared to net cash used of $83.8 million during fiscal 2015. The decrease in cash outflows was principally due to a decrease of $89.7 million in payments on debt and a decrease of $30.9 million for repurchases of our common stock, offset by $81.2 million in net proceeds from the issuance of long-term debt during fiscal 2015 and an increase of $5.0 million for payments of acquisition-related contingent consideration.

Our debt facilities include $400 million principal amount convertible senior notes (the "Notes") and a $300 million revolving credit facility. On March 6, 2017, we completed a private offering of the Notes. The Notes bear interest semi-annually at a rate of 1.375% per year and will mature on March 1, 2022, unless repurchased, redeemed or converted at an earlier date. In connection with our offering of the Notes, we entered into a second amendment to our prior credit agreement and paid off the remaining balance of $72.5 million. We have an option to increase the size of the borrowing capacity of the revolving credit facility by up to an aggregate of $200 million in additional commitments, subject to certain conditions. See Note 10, *Debt*, to the Consolidated Financial Statements for additional information.

Our future capital requirements will depend on many factors, including the rate of sales growth, market acceptance of our products, the timing and extent of research and development projects, potential acquisitions of companies or technologies and the expansion of our sales and marketing activities. We believe our existing cash, cash equivalents, investments and credit under our Credit Facility are sufficient to meet our capital requirements through at least the next 12 months, although we could be required, or could elect, to seek additional funding prior to that time. We may enter into acquisitions or strategic arrangements in the future which also could require us to seek additional equity or debt financing.

Contractual Obligations

The following table summarizes our contractual obligations as of December 30, 2017 (in thousands):

	Payments due by period						
	Total	2018	2019	2020	2021	2022	Thereafter
Long-term debt obligations (1) .	$400,000	$ —	$ —	$ —	$ —	$400,000	$ —
Interest on long-term debt obligations (2)	$ 27,075	$ 6,400	$ 6,400	$6,025	$5,500	$ 2,750	$ —
Operating lease obligations (3) .	$ 24,860	$ 5,807	$ 4,278	$3,539	$3,016	$ 2,804	$ 5,416
Purchase obligations (4)	$ 51,707	$51,707	$ —	$ —	$ —	$ —	$ —
Other long-term obligations (5)	$ 53,001	$ —	$12,017	$8,181	$3,408	$ 3,831	$25,564

(1) Long-term debt obligations represent the principal portion of our convertible senior notes (the "Notes"). The Notes mature on March 1, 2022, unless repurchased, redeemed or converted at an earlier date.

(2) Interest on our long-term debt obligations primarily represents contractual interest on the Notes, which bear interest semi-annually at a rate of 1.375% per year. Interest excludes non-cash amortization of the debt discount and debt issuance costs.

(3) Operating lease obligations include amounts for leased facilities.

(4) Purchase obligations include contractual arrangements in the form of purchase orders with suppliers where there is a fixed non-cancelable payment schedule or minimum payments due with a reduced delivery schedule.

(5) Other long-term obligations primarily represent non-current income taxes and software license obligations.

We are unable to make a reasonably reliable estimate as to when or if cash settlement with taxing authorities will occur for our unrecognized tax benefits. Therefore, our liability of $3.2 million for unrecognized tax benefits is not included in the table above. See Note 16, *Income Taxes,* to the Consolidated Financial Statements for additional information.

Off-Balance Sheet Arrangements

As of December 30, 2017, we had no significant off-balance sheet arrangements.

Critical Accounting Policies and Estimates

The preparation of financial statements and accompanying notes in conformity with U.S. generally accepted accounting principles requires that we make estimates and assumptions that affect the amounts reported. Changes in facts and circumstances could have a significant impact on the resulting estimated amounts included in the financial statements. We believe the following critical accounting policies affect our more complex judgments and estimates. We also have other policies that we consider to be key accounting policies, such as our policies for revenue recognition, including the deferral of revenues and cost of revenues on sales to distributors; however, these policies do not meet the definition of critical accounting estimates because they do not generally require us to make estimates or judgments that are difficult or subjective.

Inventory valuation—We assess the recoverability of inventories through the application of a set of methods, assumptions and estimates. In determining net realizable value, we write down inventory that may be slow moving or have some form of obsolescence, including inventory that has aged more than

12 months. We also adjust the valuation of inventory when its manufacturing cost exceeds the estimated selling price less costs of completion, disposal and transportation. We assess the potential for any unusual customer returns based on known quality or business issues and write-off inventory losses for scrap or non-saleable material. Inventory not otherwise identified to be written down is compared to an assessment of our 12-month forecasted demand. The result of this methodology is compared against the product life cycle and competitive situations in the marketplace to determine the appropriateness of the resulting inventory levels. Demand for our products may fluctuate significantly over time, and actual demand and market conditions may be more or less favorable than those that we project. In the event that actual demand is lower or market conditions are worse than originally projected, additional inventory write-downs may be required.

Stock-based compensation—We recognize the fair-value of stock-based compensation transactions in the Consolidated Statements of Income. The fair value of our full-value stock awards (with the exception of market-based performance awards) equals the fair market value of our stock on the date of grant. The fair value of our market-based performance awards is estimated at the date of grant using a Monte-Carlo simulation. The fair value of our stock option and employee stock purchase plan grants is estimated at the date of grant using the Black-Scholes option pricing model. In addition, we are required to estimate the expected forfeiture rate of our stock grants and only recognize the expense for those shares expected to vest. If our actual experience differs significantly from the assumptions used to compute our stock-based compensation cost, or if different assumptions had been used, we may have recorded too much or too little stock-based compensation cost. See Note 12, *Stock-Based Compensation*, to the Consolidated Financial Statements for additional information.

Investments in auction-rate securities—We determine the fair value of our investments in auction-rate securities using a discounted cash flow model. The assumptions used in preparing the discounted cash flow model include estimates for interest rates, amount of cash flows, expected holding periods of the securities and a discount to reflect our inability to liquidate the securities. For available-for-sale auction-rate securities, if the calculated value is below the carrying amount of the securities, we then determine if the decline in value is other-than-temporary. We consider various factors in determining whether an impairment is other-than-temporary, including the severity and duration of the impairment, changes in underlying credit ratings, forecasted recovery, our intent to sell or the likelihood that we would be required to sell the investment before its anticipated recovery in market value and the probability that the scheduled cash payments will continue to be made. When we conclude that an other-than-temporary impairment has occurred, we assess whether we intend to sell the security or if it is more likely than not that we will be required to sell the security before recovery. If either of these two conditions is met, we recognize a charge in earnings equal to the entire difference between the security's amortized cost basis and its fair value. If we do not intend to sell a security and it is not more likely than not that we will be required to sell the security before recovery, the unrealized loss is separated into an amount representing the credit loss, which is recognized in earnings, and the amount related to all other factors, which is recorded in accumulated other comprehensive income (loss).

Acquired intangible assets—When we acquire a business, a portion of the purchase price is typically allocated to identifiable intangible assets, such as acquired technology and customer relationships. Fair value of these assets is determined primarily using the income approach, which requires us to project future cash flows and apply an appropriate discount rate. We amortize intangible assets with finite lives over their expected useful lives. Our estimates are based upon assumptions believed to be reasonable but which are inherently uncertain and unpredictable. Assumptions may be incomplete or inaccurate, and unanticipated events and circumstances may occur. Incorrect estimates could result in future impairment charges, and those charges could be material to our results of operations.

Impairment of goodwill and other long-lived assets—We review long-lived assets which are held and used, including fixed assets and purchased intangible assets, for impairment whenever changes in circumstances indicate that the carrying amount of the assets may not be recoverable. Such evaluations compare the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset over its expected useful life and are significantly impacted by estimates of future prices and volumes for our products, capital needs, economic trends and other factors which are inherently difficult to forecast. If the asset is considered to be impaired, we record an impairment charge equal to the amount by which the carrying value of the asset exceeds its fair value determined by either a quoted market price, if any, or a value determined by utilizing a discounted cash flow technique.

We test our goodwill for impairment annually as of the first day of our fourth fiscal quarter and in interim periods if certain events occur indicating that the carrying value of goodwill may be impaired. The goodwill impairment test is a two-step process. The first step of the impairment analysis compares our fair value to our net book value. In determining fair value, the accounting guidance allows for the use of several valuation methodologies, although it states quoted market prices are the best evidence of fair value. If the fair value is less than the net book value, the second step of the analysis compares the implied fair value of our goodwill to its carrying amount. If the carrying amount of goodwill exceeds its implied fair value, we recognize an impairment loss equal to that excess amount.

Income taxes—We are required to calculate income taxes in each of the jurisdictions in which we operate. This process involves calculating the actual current tax liability together with assessing temporary differences in recognition of income (loss) for tax and accounting purposes. These differences result in deferred tax assets and liabilities, which are included in our Consolidated Balance Sheet. We record a valuation allowance when it is more likely than not that some portion or all of the deferred tax assets will not be realized. In assessing the need for a valuation allowance, we are required to estimate the amount of expected future taxable income. Judgment is inherent in this process and differences between the estimated and actual taxable income could result in a material impact on our Consolidated Financial Statements.

We recognize liabilities for uncertain tax positions based on a two-step process. The first step requires us to determine whether the weight of available evidence indicates that the tax position has met the threshold for recognition. Therefore, we must evaluate whether it is more likely than not that the position will be sustained on audit, including resolution of any related appeals or litigation processes. The second step requires us to measure the tax benefit of the tax position taken, or expected to be taken, in an income tax return as the largest amount that is more than 50% likely of being realized upon ultimate settlement. This measurement step is inherently complex and requires subjective estimations of such amounts to determine the probability of various possible outcomes. We re-evaluate the uncertain tax positions each quarter based on factors including, but not limited to, changes in facts or circumstances, changes in tax law, expirations of statutes of limitation, effectively settled issues under audit, and new audit activity. Such a change in recognition or measurement would result in the recognition of a tax benefit or an additional charge to the tax provision in the period.

Although we believe the measurement of our liabilities for uncertain tax positions is reasonable, no assurance can be given that the final outcome of these matters will not be different than what is reflected in the historical income tax provisions and accruals. If additional taxes are assessed as a result of an audit or litigation, they could have a material effect on our income tax provision and net income in the period or periods for which that determination is made. We operate within multiple taxing jurisdictions and are subject to audit in these jurisdictions. These audits can involve complex issues which may require an extended period of time to resolve and could result in additional assessments of income tax. We believe adequate provisions for income taxes have been made for all periods.

Recent Accounting Pronouncements

Recent accounting pronouncements which we believe may materially impact the judgments and uncertainties in the application of our accounting policies are described below. See Note 2, *Significant Accounting Policies*, to the Consolidated Financial Statements for additional information.

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2016-02, *Leases (Topic 842)*. The core principle of Topic 842 is that a lessee should recognize the assets and liabilities that arise from leases. For operating leases, a lessee is required to recognize a right-of-use asset and a lease liability, initially measured at the present value of the lease payments, in the statement of financial position. This ASU is effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. We are evaluating the effect that the adoption of this ASU will have on our financial statements. We currently expect that most of our operating lease commitments will be subject to the new standard and recognized as right-of-use assets and operating lease liabilities upon our adoption of ASU 2016-02, which will increase our total assets and total liabilities that we report relative to such amounts prior to adoption.

In May 2014, the FASB issued ASU No. 2014-09*, Revenue from Contracts with Customers (Topic 606)*, which supersedes the revenue recognition requirements in Accounting Standards Codification (ASC) 605, *Revenue Recognition*. The core principle of ASU 2014-09 is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance provides a five-step process to achieve that core principle. In August 2015, the FASB issued ASU No. 2015-14, *Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date*, which deferred the effective date of ASU 2014-09 to annual reporting periods beginning after December 15, 2017, including interim periods within that reporting period. In 2016, the FASB issued the following amendments to ASC 606: ASU No. 2016-08, *Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations (Reporting Revenue Gross versus Net)*, which clarifies the implementation guidance on principal versus agent considerations; ASU No. 2016-10, *Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing,* which clarifies guidance on identification of performance obligations and licensing implementation; ASU No. 2016-12, *Compensation—Revenue from Contracts with Customers (Topic 606): Narrow-Scope Improvements and Practical Expedients*, which provides clarifying guidance on assessing collectibility, presentation of sales taxes, noncash consideration, contract modifications and completed contracts; and ASU No. 2016-20, *Technical Corrections and Improvements to Topic 606, Revenue from Contracts with Customers*, which clarifies narrow aspects of ASC 606 or corrects unintended application of the guidance. The standard may be applied retrospectively to each prior period presented (full retrospective method) or retrospectively with the cumulative effect recognized as of the date of initial application (modified retrospective method). Under the new standard, we expect the timing of revenue recognition from sales to distributors to be accelerated. We will recognize revenue at the time of sale to the distributor, net of the impact of estimated price adjustments and rights of return. As a result, revenue recognition is expected to be more directly impacted by shipments to distributors. We will adopt this standard using the modified retrospective method. Under this method, incremental disclosures will be provided to present each financial statement line item for fiscal 2018 under the prior standard. We are substantially complete with our evaluation of the effect that the adoption will have on our financial statements. In connection with our adoption of ASC 606, we expect to record a cumulative-effect adjustment to retained earnings of $26.2 million on December 31, 2017. This adjustment reflects the acceleration of $49.1 million in revenues and $19.7 million in costs of revenues as well as other items.

Item 7A. Quantitative and Qualitative Disclosures about Market Risk

Interest Income

Our investment portfolio includes cash, cash equivalents, short-term investments and long-term investments. Our main investment objectives are the preservation of investment capital and the maximization of after-tax returns on our investment portfolio. Our interest income is sensitive to changes in the general level of U.S. interest rates. A 100 basis point decline in yield on our investment portfolio holdings as of December 30, 2017 would decrease our future annual interest income by approximately $7.1 million. Our investment portfolio holdings as of December 31, 2016 yielded less than 100 basis points. A decline in yield to zero basis points on our investment portfolio holdings as of December 31, 2016 would have decreased our future annual interest income by approximately $1.9 million. The increase in annual interest income in fiscal 2017 compared to fiscal 2016 was primarily due to increased expected interest income earned as a result of higher market interest rates and higher cash, cash equivalents and short-term investments balances. We believe that our investment policy, which defines the duration, concentration, and minimum credit quality of the allowable investments, meets our investment objectives.

Interest Expense

We are exposed to interest rate fluctuations in the normal course of our business, including through our Credit Facility. The interest rate on the Credit Facility consists of a variable-rate of interest and an applicable margin. While we have drawn from the Credit Facility in the past, we have no borrowings as of December 30, 2017. If we borrow from the Credit Facility in the future, we will again be exposed to interest rate fluctuations.

Foreign currency exchange rate risk

We are exposed to foreign currency exchange rate risk primarily through assets and liabilities of our subsidiaries denominated in currencies other than the U.S. dollar. Our foreign subsidiaries are considered to be extensions of the U.S. parent. The functional currency of the foreign subsidiaries is the U.S. dollar. Accordingly, gains and losses resulting from remeasuring transactions denominated in currencies other than U.S. dollars are recorded in interest income and other, net in the Consolidated Statements of Income. We use foreign currency forward contracts to manage exposure to foreign exchange risk. Gains and losses on foreign currency forward contracts are recognized in earnings in the same period as the remeasurement loss and gain of the related foreign currency denominated asset or liability.

Investments in Auction-rate Securities

As of December 30, 2017, we held $6.0 million par value auction-rate securities, all of which have experienced failed auctions because sell orders exceeded buy orders. We are unable to predict if these funds will become available before their maturity dates. Additionally, if we determine that an other-than-temporary decline in the fair value of any of our available-for-sale auction-rate securities has occurred, we may be required to adjust the carrying value of the investments through an impairment charge.

Item 8. Financial Statements and Supplementary Data

The Financial Statements and supplementary data required by this item are included in Part IV, Item 15 of this Form 10-K and are presented beginning on page F-1.

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

None.

Item 9A. Controls and Procedures

We have performed an evaluation under the supervision and with the participation of our management, including our Chief Executive Officer (CEO) and Chief Financial Officer (CFO), of the effectiveness of our disclosure controls and procedures, as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934 (the Exchange Act). Based on that evaluation, our management, including our CEO and CFO, concluded that our disclosure controls and procedures were effective as of December 30, 2017 to provide reasonable assurance that information required to be disclosed by us in the reports filed or submitted by us under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. Such disclosure controls and procedures include controls and procedures designed to ensure that information required to be disclosed is accumulated and communicated to our management, including our CEO and CFO, to allow timely decisions regarding required disclosures. There was no change in our internal controls during the fiscal quarter ended December 30, 2017 that materially affected, or is reasonably likely to materially affect, our internal controls over financial reporting.

Management's Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Our internal control system was designed to provide reasonable assurance to our management and Board of Directors regarding the preparation and fair presentation of published financial statements.

Our management assessed the effectiveness of our internal control over financial reporting as of December 30, 2017. In making this assessment, it used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in *Internal Control—Integrated Framework* (2013 framework). Based on our assessment we concluded that, as of December 30, 2017, our internal control over financial reporting is effective based on those criteria.

Our independent registered public accounting firm, Ernst & Young LLP, issued an attestation report on our internal control over financial reporting. This report appears on page F-1.

Item 9B. Other Information

None.

Part III

Certain information required by Part III is omitted from this report because we intend to file a definitive Proxy Statement pursuant to Regulation 14A (the "Proxy Statement") no later than 120 days after the end of the fiscal year covered by this report, and certain information to be included therein is incorporated herein by reference.

Item 10. Directors, Executive Officers and Corporate Governance

The information required by this Item is incorporated by reference to the Proxy Statement under the sections captioned "Proposal One: Election of Directors," "Executive Compensation," "Section 16(a) Beneficial Ownership Reporting Compliance" and "Code of Ethics."

Item 11. Executive Compensation

The information under the caption "Executive Compensation" and "Proposal One: Election of Directors" appearing in the Proxy Statement, is incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

The information under the caption "Ownership of Securities" and "Equity Compensation Plan Information" appearing in the Proxy Statement is incorporated herein by reference.

Item 13. Certain Relationships and Related Transactions, and Director Independence

The information under the caption "Certain Relationships and Related Transactions, and Director Independence" appearing in the Proxy Statement is incorporated herein by reference.

Item 14. Principal Accounting Fees and Services

The information under the caption "Proposal Two: Ratification of Appointment of Independent Registered Public Accounting Firm" appearing in the Proxy Statement is incorporated herein by reference.

Part IV

Item 15. Exhibits and Financial Statement Schedules

(a) 1. Financial Statements

Index

	Page
Report of independent registered public accounting firm	F-1
Report of independent registered public accounting firm	F-2
Consolidated Balance Sheets at December 30, 2017 and December 31, 2016	F-3
Consolidated Statements of Income for the fiscal years ended December 30, 2017, December 31, 2016 and January 2, 2016	F-4
Consolidated Statements of Comprehensive Income for the fiscal years ended December 30, 2017, December 31, 2016 and January 2, 2016	F-5
Consolidated Statements of Changes in Stockholders' Equity for the fiscal years ended December 30, 2017, December 31, 2016 and January 2, 2016	F-6
Consolidated Statements of Cash Flows for the fiscal years ended December 30, 2017, December 31, 2016 and January 2, 2016	F-7
Notes to Consolidated Financial Statements	F-8

2. Schedules

Schedule II—Valuation and Qualifying Accounts

All other schedules have been omitted since the information required by the schedule is not applicable, or is not present in amounts sufficient to require submission of the schedule, or because the information required is included in the Consolidated Financial Statements and notes thereto.

3. Exhibits

The exhibits listed on the accompanying index to exhibits immediately following the Consolidated Financial Statements are filed as part of, or hereby incorporated by reference into, this Form 10-K.

(b) Exhibits

Exhibit Number	
2.1*	Agreement and Plan of Merger, dated December 7, 2017, by and among Silicon Laboratories Inc., Seguin Merger Subsidiary, Inc. and Sigma Designs, Inc. (filed as Exhibit 2.1 to the Form 8-K filed on December 8, 2017)
2.2*	Sale and Purchase Agreement dated January 30, 2015, by and between Silicon Laboratories International Pte. Ltd. and the holders of shares, options and capital loans in Bluegiga Technologies Oy (filed as Exhibit 2.1 to the Form 8-K filed on February 4, 2015).
2.3*	Agreement dated November 20, 2015, by and between the shareholders of Telegesis (UK) Limited and Silicon Laboratories UK Limited (filed as Exhibit 2.1 to the Form 8-K filed on November 23, 2015).
3.1*	Form of Fourth Amended and Restated Certificate of Incorporation of Silicon Laboratories Inc. (filed as Exhibit 3.1 to the Registration Statement on Form S-1 (Securities and Exchange Commission File No. 333-94853) (the "IPO Registration Statement")).
3.2*	Fourth Amended and Restated Bylaws of Silicon Laboratories Inc. (filed as Exhibit 3.2 to the Form 8-K filed on January 27, 2017).
4.1*	Specimen certificate for shares of common stock (filed as Exhibit 4.1 to the IPO Registration Statement).
4.2*	Indenture between Silicon Laboratories Inc. and Wilmington Trust, National Association, as trustee, dated March 6, 2017 (filed as Exhibit 4.1 to the Form 8-K filed on March 6, 2017).
4.3*	Form of 1.375% Convertible Senior Note due 2022 (filed as Exhibit 4.2 to the Form 8-K filed on March 6, 2017).
10.1*+	Form of Indemnification Agreement between Silicon Laboratories Inc. and each of its directors and executive officers (filed as Exhibit 10.1 to the IPO Registration Statement).
10.2*	Credit Agreement, dated July 31, 2012, by and among Silicon Laboratories Inc., the subsidiaries of the borrower identified therein, Bank of America, N.A., Wells Fargo Bank, National Association, and Regions Bank (filed as Exhibit 10.1 to the Form 8-K filed August 1, 2012).
10.3*	First Amendment to Credit Agreement, dated July 24, 2015, by and among Silicon Laboratories Inc., the subsidiaries of the borrower identified therein, Wells Fargo Bank, National Association, Citibank, N.A., Regions Bank, Bank of America, N.A. and the lenders party thereto (filed as Exhibit 10.1 to the Form 8-K filed on July 29, 2015).
10.4*	Second Amendment to Credit Agreement, dated February 27, 2017, by and among Silicon Laboratories Inc., the subsidiaries of the borrower identified therein, Wells Fargo Bank, National Association and the lenders party thereto (filed as Exhibit 10.1 to the Form 8-K filed on February 27, 2017).
10.5*	Security and Pledge Agreement, dated July 31, 2012, by and among Silicon Laboratories Inc., with the other parties identified as "Obligors" (as defined therein) and such other parties that may become Obligors thereunder after the date thereof, and Bank of America, N.A (filed as Exhibit 10.2 to the Form 8-K filed August 1, 2012).

Exhibit Number	
10.6*+	Silicon Laboratories Inc. 2009 Stock Incentive Plan, as amended and restated on April 20, 2017 (filed as Exhibit 10.1 to the Form 10-Q filed on July 26, 2017).
10.7*+	Silicon Laboratories Inc. 2009 Employee Stock Purchase Plan, as amended and restated on April 20, 2017 (filed as Exhibit 10.2 to the Form 10-Q filed on July 26, 2017).
10.8*+	Form of Restricted Stock Units Grant Notice and Global Restricted Stock Units Award Agreement under Registrant's 2009 Stock Incentive Plan, as amended and restated (filed as Exhibit 10.7 to the Form 10-K filed on February 1, 2017).
10.9*+	Form of Market Stock Units Grant Notice and Global Market Stock Units Award Agreement under Registrant's 2009 Stock Incentive Plan, as amended and restated (filed as Exhibit 10.8 to the Form 10-K filed on February 1, 2017).
10.10*+	Form of Stock Option Grant Notice and Global Stock Option Award Agreement under Registrant's 2009 Stock Incentive Plan, as amended and restated (filed as Exhibit 10.9 to the Form 10-K filed on February 1, 2017).
10.11*+	Form of Performance Stock Units Grant Notice and Global PSU Award Agreement under Registrant's 2009 Stock Incentive Plan, as amended and restated (filed as Exhibit 10.10 to the Form 10-K filed on February 1, 2017).
10.12*+	Silicon Laboratories Inc. Form of Change in Control Agreement (filed as Exhibit 10.1 to the Form 8-K filed on October 25, 2016).
10.13*	Purchase Agreement between Silicon Laboratories Inc. and Goldman, Sachs & Co. and Wells Fargo Securities, LLC, as representatives of the several initial purchasers named therein, dated February 28, 2017 (filed as Exhibit 10.1 to the Form 8-K filed on March 6, 2017).
10.14*+	Silicon Laboratories Inc. 2018 Bonus Plan (filed as Exhibit 10.1 to the Form 8-K filed on January 25, 2018).
21	Subsidiaries of the Registrant.
23.1	Consent of Independent Registered Public Accounting Firm.
24	Power of Attorney (included on signature page to this Form 10-K).
31.1	Certification of the Principal Executive Officer, as required by Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of the Principal Financial Officer, as required by Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification as required by Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

Exhibit Number	
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document

* Incorporated herein by reference to the indicated filing.

\+ Management contract or compensatory plan or arrangement

Item 16. Form 10-K Summary

None.

SCHEDULE II

SILICON LABORATORIES INC.
VALUATION AND QUALIFYING ACCOUNTS

Valuation Allowance for Deferred Tax Assets	Balance at Beginning of Period	Additions Charged to Expenses	Additions Charged to Other Accounts	Deductions	Balance at End of Period
			(in thousands)		
Year ended December 30, 2017	$12,361	$2,110	$1,732	$(9,685)	$ 6,518
Year ended December 31, 2016	$10,264	$2,715	$ —	$ (618)	$12,361
Year ended January 2, 2016	$ 3,455	$6,895	$ —	$ (86)	$10,264

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in Austin, Texas, on January 31, 2018.

SILICON LABORATORIES INC.

By: /s/ G. TYSON TUTTLE
G. Tyson Tuttle
President and Chief Executive Officer

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints G. Tyson Tuttle and John C. Hollister and each of them, acting individually, as his or her attorney-in-fact, each with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments to this annual report on Form 10-K and other documents in connection herewith and therewith, and to file the same, with all exhibits thereto, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in connection herewith and therewith and about the premises, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

Name	Title	Date
/s/ NAVDEEP S. SOOCH Navdeep S. Sooch	Chairman of the Board	January 31, 2018
/s/ G. TYSON TUTTLE G. Tyson Tuttle	President, Chief Executive Officer and Director (Principal Executive Officer)	January 31, 2018
/s/ JOHN C. HOLLISTER John C. Hollister	Senior Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	January 31, 2018
/s/ WILLIAM G. BOCK William G. Bock	Director	January 31, 2018

Name	Title	Date
/s/ JACK R. LAZAR Jack R. Lazar	Director	January 31, 2018
/s/ GREGG LOWE Gregg Lowe	Director	January 31, 2018
/s/ NINA RICHARDSON Nina Richardson	Director	January 31, 2018
/s/ SUMIT SADANA Sumit Sadana	Director	January 31, 2018
/s/ WILLIAM P. WOOD William P. Wood	Director	January 31, 2018

(This page has been left blank intentionally.)

Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders of Silicon Laboratories Inc.

Opinion on Internal Control over Financial Reporting

We have audited Silicon Laboratories Inc.'s internal control over financial reporting as of December 30, 2017, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, Silicon Laboratories Inc. (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 30, 2017, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of Silicon Laboratories Inc. as of December 30, 2017 and December 31, 2016, and the related consolidated statements of income, comprehensive income, stockholders' equity and cash flows for each of the three years in the period ended December 30, 2017 of the Company and our report dated January 31, 2018 expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Ernst & Young LLP

Austin, Texas
January 31, 2018

Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders of Silicon Laboratories Inc.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Silicon Laboratories Inc. (the Company) as of December 30, 2017 and December 31, 2016, and the related consolidated statements of income, comprehensive income, changes in stockholders' equity and cash flows for each of the three years in the period ended December 30, 2017, and the related notes and financial statement schedule listed in the Index at Item 15(a) (collectively referred to as the "financial statements"). In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company at December 30, 2017 and December 31, 2016, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 30, 2017, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 30, 2017, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated January 31, 2018 expressed an unqualified opinion thereon.

Adoption of ASU No. 2016-09

As discussed in Note 2 to the consolidated financial statements, in 2017 the Company changed its method of accounting for share-based payment transactions, including the income tax consequences, classification of awards as either equity or liabilities and classification on the statement of cash flows due to the adoption of ASU No. 2016-09, *Compensation—Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting*.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Ernst & Young LLP

We have served as the Company's auditor since 1996.
Austin, Texas
January 31, 2018

Silicon Laboratories Inc.
Consolidated Balance Sheets
(In thousands, except per share data)

	December 30, 2017	December 31, 2016
Assets		
Current assets:		
Cash and cash equivalents	$ 269,366	$ 141,106
Short-term investments	494,657	153,961
Accounts receivable, net	71,367	74,401
Inventories	73,132	59,578
Prepaid expenses and other current assets	39,120	61,805
Total current assets	947,642	490,851
Property and equipment, net	127,682	129,559
Goodwill	288,227	276,130
Other intangible assets, net	83,144	103,565
Other assets, net	88,387	81,739
Total assets	$1,535,082	$1,081,844
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	$ 38,851	$ 39,577
Deferred income on shipments to distributors	50,115	45,568
Other current liabilities	73,359	54,550
Total current liabilities	162,325	139,695
Long-term debt	—	72,500
Convertible debt	341,879	—
Other non-current liabilities	77,862	42,691
Total liabilities	582,066	254,886
Commitments and contingencies		
Stockholders' equity:		
Preferred stock—$0.0001 par value; 10,000 shares authorized; no shares issued	—	—
Common stock—$0.0001 par value; 250,000 shares authorized; 42,707 and 41,889 shares issued and outstanding at December 30, 2017 and December 31, 2016, respectively	4	4
Additional paid-in capital	102,862	24,463
Retained earnings	851,307	801,999
Accumulated other comprehensive income (loss)	(1,157)	492
Total stockholders' equity	953,016	826,958
Total liabilities and stockholders' equity	$1,535,082	$1,081,844

The accompanying notes are an integral part of these Consolidated Financial Statements.

Silicon Laboratories Inc.
Consolidated Statements of Income
(In thousands, except per share data)

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Revenues	$768,867	$697,626	$644,826
Cost of revenues	314,676	276,122	264,056
Gross margin	454,191	421,504	380,770
Operating expenses:			
Research and development	209,491	199,744	188,050
Selling, general and administrative	159,726	155,483	160,486
Operating expenses	369,217	355,227	348,536
Operating income	84,974	66,277	32,234
Other income (expense):			
Interest income and other, net	6,057	806	857
Interest expense	(14,128)	(2,587)	(2,828)
Income before income taxes	76,903	64,496	30,263
Provision for income taxes	29,811	3,002	677
Net income	$ 47,092	$ 61,494	$ 29,586
Earnings per share:			
Basic	$ 1.11	$ 1.47	$ 0.70
Diluted	$ 1.09	$ 1.45	$ 0.69
Weighted-average common shares outstanding:			
Basic	42,446	41,713	42,309
Diluted	43,332	42,376	42,945

The accompanying notes are an integral part of these Consolidated Financial Statements.

Silicon Laboratories Inc.
Consolidated Statements of Comprehensive Income
(In thousands)

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Net income	$47,092	$61,494	$29,586
Other comprehensive income (loss), before tax:			
Net changes to available-for-sale securities:			
Unrealized losses arising during the period	(729)	(179)	(415)
Net changes to cash flow hedges:			
Unrealized gains (losses) arising during the period	—	1,466	(728)
Reclassification for (gains) losses included in net income	(1,808)	249	489
Other comprehensive income (loss), before tax	(2,537)	1,536	(654)
Provision (benefit) for income taxes	(888)	537	(229)
Other comprehensive income (loss)	(1,649)	999	(425)
Comprehensive income	$45,443	$62,493	$29,161

The accompanying notes are an integral part of these Consolidated Financial Statements.

Silicon Laboratories Inc.
Consolidated Statements of Changes in Stockholders' Equity
(In thousands)

	Common Stock					
	Number of Shares	Par Value	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total Stockholders' Equity
Balance as of January 3, 2015	42,225	$ 4	$ 29,501	$728,633	$ (82)	$758,056
Net income	—	—	—	29,586	—	29,586
Other comprehensive income (loss)	—	—	—	—	(425)	(425)
Stock issuances, net of shares withheld for taxes	1,152	—	3,128	—	—	3,128
Income tax benefit (shortfall) from stock-based awards	—	—	(613)	—	—	(613)
Repurchases of common stock	(1,650)	—	(60,978)	(10,470)	—	(71,448)
Stock-based compensation	—	—	42,830	—	—	42,830
Balance as of January 2, 2016	41,727	4	13,868	747,749	(507)	761,114
Net income	—	—	—	61,494	—	61,494
Other comprehensive income (loss)	—	—	—	—	999	999
Stock issuances, net of shares withheld for taxes	1,055	—	6,346	—	—	6,346
Income tax benefit (shortfall) from stock-based awards	—	—	(2,061)	—	—	(2,061)
Repurchases of common stock	(893)	—	(33,299)	(7,244)	—	(40,543)
Stock-based compensation	—	—	39,609	—	—	39,609
Balance as of December 31, 2016	41,889	4	24,463	801,999	492	826,958
Cumulative effect of adoption of accounting standard	—	—	—	2,216	—	2,216
Net income	—	—	—	47,092	—	47,092
Other comprehensive income (loss)	—	—	—	—	(1,649)	(1,649)
Stock issuances, net of shares withheld for taxes	818	—	(3,938)	—	—	(3,938)
Stock-based compensation	—	—	44,809	—	—	44,809
Convertible debt issuance	—	—	37,528	—	—	37,528
Balance as of December 30, 2017	42,707	$ 4	$102,862	$851,307	$(1,157)	$953,016

The accompanying notes are an integral part of these Consolidated Financial Statements.

Silicon Laboratories Inc.
Consolidated Statements of Cash Flows
(In thousands)

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Operating Activities			
Net income	$ 47,092	$ 61,494	$ 29,586
Adjustments to reconcile net income to cash provided by operating activities:			
Depreciation of property and equipment	14,766	13,216	12,517
Amortization of other intangible assets and other assets	27,246	27,715	29,131
Amortization of debt discount and debt issuance costs	10,146	—	—
Stock-based compensation expense	44,752	39,628	42,791
Income tax shortfall from stock-based awards	—	(1,671)	(2,028)
Deferred income taxes	(26,452)	(4,087)	(2,136)
Changes in operating assets and liabilities:			
Accounts receivable	3,234	46	1,702
Inventories	(13,416)	(6,093)	2,093
Prepaid expenses and other assets	25,266	(3,568)	(870)
Accounts payable	(468)	263	6,662
Other current liabilities and income taxes	61,924	2,879	2,458
Deferred income on shipments to distributors	4,453	9,713	(5,298)
Other non-current liabilities	(9,022)	(10,625)	(11,161)
Net cash provided by operating activities	189,521	128,910	105,447
Investing Activities			
Purchases of available-for-sale investments	(636,363)	(185,231)	(107,366)
Sales and maturities of available-for-sale investments	294,452	161,921	171,831
Purchases of property and equipment	(12,252)	(10,927)	(11,268)
Purchases of other assets	(4,960)	(8,801)	(6,399)
Acquisitions of businesses, net of cash acquired	(15,168)	(6,546)	(96,112)
Net cash used in investing activities	(374,291)	(49,584)	(49,314)
Financing Activities			
Proceeds from issuance of long-term debt, net	389,468	—	81,238
Payments on debt	(72,500)	(5,000)	(94,706)
Repurchases of common stock	—	(40,543)	(71,448)
Payment of taxes withheld for vested stock awards	(15,753)	(10,561)	(11,372)
Proceeds from the issuance of common stock	11,815	13,299	16,998
Payment of acquisition-related contingent consideration	—	(9,500)	(4,464)
Net cash provided by (used in) financing activities	313,030	(52,305)	(83,754)
Increase (decrease) in cash and cash equivalents	128,260	27,021	(27,621)
Cash and cash equivalents at beginning of period	141,106	114,085	141,706
Cash and cash equivalents at end of period	$ 269,366	$ 141,106	$ 114,085
Supplemental Disclosure of Cash Flow Information:			
Interest paid	$ 3,859	$ 2,222	$ 2,470
Income taxes paid	$ 8,929	$ 11,185	$ 2,157
Supplemental Disclosure of Non-Cash Activity:			
Stock issued in business combination	$ —	$ 4,181	$ —

The accompanying notes are an integral part of these Consolidated Financial Statements.

1. Description of Business

Silicon Laboratories Inc. (the "Company"), a Delaware corporation, is a leading provider of silicon, software and solutions for a smarter, more connected world. Our award-winning technologies are shaping the future of the Internet of Things (IoT), Internet infrastructure, industrial automation, consumer and automotive markets. Within the semiconductor industry, the Company is known as a "fabless" company meaning that the integrated circuits (ICs) incorporated in its products are manufactured by third-party foundry semiconductor companies.

2. Significant Accounting Policies

Basis of Presentation and Principles of Consolidation

The Company prepares financial statements on a 52- or 53-week fiscal year that ends on the Saturday closest to December 31. Fiscal 2017, 2016 and 2015 had 52 weeks and ended on December 30, 2017, December 31, 2016 and January 2, 2016, respectively. The accompanying Consolidated Financial Statements include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation.

Foreign Currency Transactions

The Company's foreign subsidiaries are considered to be extensions of the U.S. Company. The functional currency of the foreign subsidiaries is the U.S. dollar. Accordingly, gains and losses resulting from remeasuring transactions denominated in currencies other than U.S. dollars are included in interest income and other, net in the Consolidated Statements of Income.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Among the significant estimates affecting the financial statements are those related to inventories, stock-based compensation, investments in auction-rate securities, acquired intangible assets, goodwill, long-lived assets and income taxes. Actual results could differ from those estimates, and such differences could be material to the financial statements.

Reclassifications

Certain reclassifications have been made to prior year financial statements to conform to current year presentation.

Fair Value of Financial Instruments

The fair values of the Company's financial instruments are recorded using a hierarchical disclosure framework based upon the level of subjectivity of the inputs used in measuring assets and liabilities. The three levels are described below:

Level 1—Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.

2. Significant Accounting Policies (Continued)

Level 2—Inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3—Inputs are unobservable for the asset or liability and are developed based on the best information available in the circumstances, which might include the Company's own data.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash deposits, certificates of deposit, money market funds and investments in debt securities with original maturities of ninety days or less when purchased.

Investments

The Company's investments typically have original maturities greater than ninety days as of the date of purchase and are classified as either available-for-sale or trading securities. Investments in available-for-sale securities are reported at fair value, with unrealized gains and losses, net of tax, recorded as a component of accumulated other comprehensive income (loss) in the Consolidated Balance Sheet. Investments in trading securities are reported at fair value, with both realized and unrealized gains and losses recorded in interest income and other, net in the Consolidated Statement of Income. Investments in which the Company has the ability and intent, if necessary, to liquidate in order to support its current operations (including those with contractual maturities greater than one year from the date of purchase) are classified as short-term.

The Company reviews its available-for-sale investments as of the end of each reporting period for other-than-temporary declines in fair value based on the specific identification method. The Company considers various factors in determining whether an impairment is other-than-temporary, including the severity and duration of the impairment, changes in underlying credit ratings, forecasted recovery, its intent to sell or the likelihood that it would be required to sell the investment before its anticipated recovery in market value and the probability that the scheduled cash payments will continue to be made. When the Company concludes that an other-than-temporary impairment has occurred, the Company assesses whether it intends to sell the security or if it is more likely than not that it will be required to sell the security before recovery. If either of these two conditions is met, the Company recognizes a charge in earnings equal to the entire difference between the security's amortized cost basis and its fair value. If the Company does not intend to sell a security and it is not more likely than not that it will be required to sell the security before recovery, the unrealized loss is separated into an amount representing the credit loss, which is recognized in earnings, and the amount related to all other factors, which is recorded in accumulated other comprehensive income (loss).

In addition, the Company has made equity investments in non-publicly traded companies that it accounts for using the equity method or cost method. Equity investments in which the Company does not have control, but has the ability to exercise significant influence over operating and financial policies, are accounted for using the equity method. The Company's proportionate share of income or loss is recorded in interest income and other, net in the Consolidated Statement of Income. All other non-marketable equity investments are accounted for using the cost method. The Company periodically reviews these investments for other-than-temporary declines in fair value based on the specific identification method and writes down investments to their fair values when it determines that an

2. Significant Accounting Policies (Continued)

other-than-temporary decline has occurred. There were no impairment charges recognized on equity investments during any of the periods presented.

Derivative Financial Instruments

The Company uses derivative financial instruments to manage certain exposures to the variability of interest rates and foreign currency exchange rates. The Company's objective is to offset increases and decreases in expenses resulting from these exposures with gains and losses on the derivative contracts, thereby reducing volatility of earnings. The Company does not use derivative contracts for speculative or trading purposes. The Company recognizes derivatives, on a gross basis, in the Consolidated Balance Sheet at fair value. Cash flows from derivatives are classified according to the nature of the cash receipt or payment in the Consolidated Statement of Cash Flows.

The Company uses interest rate swap agreements to manage exposure to interest rate risks. The swap agreements are designated and qualify as cash flow hedges. The effective portion of the gain or loss on the interest rate swaps is recorded in accumulated other comprehensive income (loss) as a separate component of stockholders' equity and is subsequently recognized as interest expense in the Consolidated Statement of Income when the hedged exposure affects earnings.

The Company uses foreign currency forward contracts to manage exposure to foreign exchange risk. These instruments are used to reduce the earnings impact that exchange rate fluctuations have on non-U.S. dollar balance sheet exposures. The Company recognizes gains and losses on the foreign currency forward contracts in interest income and other, net in the Consolidated Statement of Income in the same period as the remeasurement loss and gain of the related foreign currency denominated asset or liability. The Company does not apply hedge accounting to its foreign currency derivative instruments.

Inventories

Inventories are stated at the lower of cost, determined using the first-in, first-out method, or net realizable value. The Company writes down the carrying value of inventory to net realizable value for estimated obsolescence or unmarketable inventory based upon assumptions about the age of inventory, future demand and market conditions. Inventory impairment charges establish a new cost basis for inventory and charges are not subsequently reversed to income even if circumstances later suggest that increased carrying amounts are recoverable.

Property and Equipment

Property and equipment are stated at cost, net of accumulated depreciation. Depreciation is computed using the straight-line method over the useful lives of the assets ranging from three to seven years. Leasehold improvements are depreciated over the lease term or their useful life, whichever is shorter.

The Company owns the facilities it had previously leased for its headquarters in Austin, Texas. The buildings are located on land which is leased through 2099 from a third party. The rents for these ground leases were prepaid for the term of the leases by the previous lessee. The buildings and

2. Significant Accounting Policies (Continued)

leasehold interest in ground leases are being depreciated on a straight-line basis over their estimated useful lives of 40 years and 86 years, respectively.

Business Combinations

The Company records business combinations using the acquisition method of accounting and, accordingly, allocates the fair value of purchase consideration to the assets acquired and liabilities assumed based on their fair values at the acquisition date. The excess of the fair value of purchase consideration over the fair value of the assets acquired and liabilities assumed is recorded as goodwill. The results of operations of the businesses acquired are included in the Company's consolidated results of operations beginning on the date of the acquisition.

Long-Lived Assets

Purchased intangible assets are stated at cost, net of accumulated amortization, and are amortized using the straight-line method over their estimated useful lives, ranging from one to twelve years. Fair values are determined primarily using the income approach, in which the Company projects future expected cash flows and applies an appropriate discount rate.

Long-lived assets "held and used" by the Company are reviewed for impairment whenever events or changes in circumstances indicate that their net book value may not be recoverable. When such factors and circumstances exist, the Company compares the projected undiscounted future cash flows associated with the related asset or group of assets over their estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets and is recorded in the period in which the determination was made.

The carrying value of goodwill is reviewed at least annually by the Company for possible impairment. The goodwill impairment test is a two-step process. The first step of the impairment analysis compares the fair value of the reporting unit to the net book value of the reporting unit. In determining fair value, several valuation methodologies are allowed, although quoted market prices are the best evidence of fair value. If the results of the first step demonstrate that the net book value is greater than the fair value, the Company must proceed to step two of the analysis. Step two of the analysis compares the implied fair value of goodwill to its carrying amount. If the carrying amount of goodwill exceeds its implied fair value, an impairment loss is recognized equal to that excess. The Company tests goodwill for impairment annually as of the first day of its fourth fiscal quarter and in interim periods if events occur that would indicate that the carrying value of goodwill may be impaired.

Revenue Recognition

Revenues are generated predominately by sales of the Company's products. The Company recognizes revenue when all of the following criteria are met: 1) there is persuasive evidence that an arrangement exists, 2) delivery of goods has occurred, 3) the sales price is fixed or determinable, and 4) collectibility is reasonably assured. Generally, revenue from product sales to direct customers and contract manufacturers is recognized upon shipment.

A portion of the Company's sales are made to distributors under agreements allowing certain rights of return and price protection related to the final selling price to the end customers. Accordingly,

2. Significant Accounting Policies (Continued)

the Company defers revenue and cost of revenue on such sales until the distributors sell the product to the end customers. The net balance of deferred revenue less deferred cost of revenue associated with inventory shipped to a distributor but not yet sold to an end customer is recorded in the deferred income on shipments to distributors liability on the Consolidated Balance Sheet. Such net deferred income balance reflects the Company's estimate of the impact of rights of return and price protection.

A small portion of the Company's revenues is derived from the sale of patents. The above revenue recognition criteria for patent sales are generally met upon the execution of the patent sale agreement.

Shipping and Handling

Shipping and handling costs are classified as a component of cost of revenues in the Consolidated Statements of Income.

Stock-Based Compensation

The Company has stock-based compensation plans, which are more fully described in Note 12, *Stock-Based Compensation*. The Company accounts for those plans using a fair-value method and recognizes the expense in its Consolidated Statement of Income.

Research and Development

Research and development costs are expensed as incurred. Research and development expense consists primarily of personnel-related expenses, including stock-based compensation, as well as new product masks, external consulting and services costs, equipment tooling, equipment depreciation, amortization of intangible assets, and an allocated portion of our occupancy costs. Assets purchased to support the Company's ongoing research and development activities are capitalized when related to products which have achieved technological feasibility or have an alternative future use, and are amortized over their estimated useful lives.

Advertising

Advertising costs are expensed as incurred. Advertising expenses were $1.4 million, $1.6 million and $1.8 million in fiscal 2017, 2016 and 2015, respectively.

Income Taxes

The Company accounts for income taxes using the asset and liability method whereby deferred tax asset and liability account balances are determined based on differences between the financial reporting and the tax bases of assets and liabilities and are measured using the enacted tax laws and related rates that will be in effect when the differences are expected to reverse. These differences result in deferred tax assets and liabilities, which are included in the Company's Consolidated Balance Sheet. The Company then assesses the likelihood that the deferred tax assets will be realized. A valuation allowance is established against deferred tax assets to the extent the Company believes that it is more likely than not that the deferred tax assets will not be realized, taking into consideration the level of historical taxable income and projections for future taxable income over the periods in which the temporary differences are deductible.

2. Significant Accounting Policies (Continued)

Uncertain tax positions must meet a more-likely-than-not threshold to be recognized in the financial statements and the tax benefits recognized are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon final settlement. See Note 16, *Income Taxes*, for additional information.

Recent Accounting Pronouncements

In August 2017, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2017-12*, Derivatives and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities.* The objectives of this ASU are to improve the financial reporting of hedging relationships to better portray the economic results of an entity's risk management activities in its financial statements and to make certain targeted improvements to simplify the application of the hedge accounting guidance in current GAAP. This ASU is effective for fiscal years beginning after December 15, 2018 and interim periods within those fiscal years. The Company is currently evaluating the effect of the adoption of this ASU, but anticipates that the adoption will not have a material impact on its financial statements.

In January 2017, the FASB issued ASU No. 2017-03*, Accounting Changes and Error Corrections (Topic 250) and Investments—Equity Method and Joint Ventures (Topic 323).* This ASU amends the disclosure requirements for ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, ASU No. 2016-02, *Leases (Topic 842)* and ASU No. 2016-13, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. This ASU states that if a registrant does not know or cannot reasonably estimate the impact that the adoption of the above ASUs is expected to have on the financial statements, then in addition to making a statement to that effect, the registrant should consider additional qualitative financial statement disclosures to assist the reader in assessing the significance of the impact that the standard will have on the financial statements of the registrant when adopted. This ASU was effective upon issuance. The Company adopted this ASU and added qualitative financial statement disclosures as deemed necessary.

In January 2017, the FASB issued ASU No. 2017-04*, Intangibles—Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment.* This ASU eliminates Step 2 from the goodwill impairment test. Instead, an entity should recognize an impairment charge for the amount by which the carrying value exceeds the reporting unit's fair value, not to exceed the total amount of goodwill allocated to that reporting unit. This ASU is effective for annual or any interim goodwill impairment tests in fiscal years beginning after December 15, 2019. The Company is currently evaluating the effect of the adoption of this ASU, but anticipates that the adoption will not have a material impact on its financial statements.

In January 2017, the FASB issued ASU No. 2017-01*, Business Combinations (Topic 805): Clarifying the Definition of a Business.* This ASU clarifies the definition of a business with the objective of adding guidance to assist entities with evaluating whether transactions should be accounted for as acquisitions (or disposals) of assets or businesses. This ASU is effective for annual periods beginning after December 15, 2017, including interim periods within those periods. The impact of the adoption of this ASU on the Company's financial statements will be dependent upon the terms of any future acquisitions or dispositions.

2. Significant Accounting Policies (Continued)

In August 2016, the FASB issued ASU No. 2016-16, *Income Taxes (Topic 740): Intra-Entity Transfers of Assets Other Than Inventory.* This ASU requires the recognition of the income tax consequences of an intra-entity transfer of an asset other than inventory when the transfer occurs. The amendments in this ASU should be applied on a modified retrospective basis through a cumulative-effect adjustment directly to retained earnings as of the beginning of the period of adoption. The Company early adopted this ASU on January 1, 2017. The adoption did not have a material impact on its financial statements.

In August 2016, the FASB issued ASU No. 2016-15, *Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments*. This ASU provides guidance on statement of cash flows presentation for eight specific cash flow issues where diversity in practice exists. This ASU is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years. The Company expects that the adoption will not have a material impact on its financial statements.

In June 2016, the FASB issued ASU No. 2016-13, *Financial Instruments—Credit Losses (Topic326): Measurement of Credit Losses on Financial Instruments.* This ASU requires instruments measured at amortized cost to be presented at the net amount expected to be collected. Entities are also required to record allowances for available-for-sale debt securities rather than reduce the carrying amount. This ASU is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. The Company expects that the adoption will not have a material impact on its financial statements.

In March 2016, the FASB issued ASU No. 2016-09, *Compensation—Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting.* This ASU simplifies several aspects of the accounting for share-based payment transactions, including the income tax consequences, classification of awards as either equity or liabilities and classification on the statement of cash flows. The Company adopted this ASU on January 1, 2017. Amendments related to the classification of excess tax benefits on the statement of cash flows were applied prospectively. Prior periods have not been adjusted. In connection with its adoption of ASU 2016-09, the Company has recorded excess tax benefits of $4.3 million during fiscal 2017. The adoption had no other material impact on the Company's financial statements.

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*. The core principle of Topic 842 is that a lessee should recognize the assets and liabilities that arise from leases. For operating leases, a lessee is required to recognize a right-of-use asset and a lease liability, initially measured at the present value of the lease payments, in the statement of financial position. This ASU is effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. The Company is evaluating the effect that the adoption of this ASU will have on its financial statements. The Company currently expects that most of its operating lease commitments will be subject to the new standard and recognized as right-of-use assets and operating lease liabilities upon the adoption of ASU 2016-02, which will increase the total assets and total liabilities that it reports relative to such amounts prior to adoption.

In January 2016, the FASB issued ASU No. 2016-01, *Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities.* This ASU addresses certain aspects of recognition, measurement, presentation and disclosure of financial instruments. This ASU is effective for fiscal years beginning after December 15, 2017, including interim

2. Significant Accounting Policies (Continued)

periods within those fiscal years. The Company expects that the adoption will not have a material impact on its financial statements.

In May 2014, the FASB issued ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which supersedes the revenue recognition requirements in Accounting Standards Codification (ASC) 605, *Revenue Recognition*. The core principle of ASU 2014-09 is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance provides a five-step process to achieve that core principle. In August 2015, the FASB issued ASU No. 2015-14, *Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date*, which deferred the effective date of ASU 2014-09 to annual reporting periods beginning after December 15, 2017, including interim periods within that reporting period. In 2016, the FASB issued the following amendments to ASC 606: ASU No. 2016-08, *Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations (Reporting Revenue Gross versus Net)*, which clarifies the implementation guidance on principal versus agent considerations; ASU No. 2016-10, *Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing,* which clarifies guidance on identification of performance obligations and licensing implementation; ASU No. 2016-12, *Compensation—Revenue from Contracts with Customers (Topic 606): Narrow-Scope Improvements and Practical Expedients*, which provides clarifying guidance on assessing collectibility, presentation of sales taxes, noncash consideration, contract modifications and completed contracts; and ASU No. 2016-20, *Technical Corrections and Improvements to Topic 606, Revenue from Contracts with Customers*, which clarifies narrow aspects of ASC 606 or corrects unintended application of the guidance. The standard may be applied retrospectively to each prior period presented (full retrospective method) or retrospectively with the cumulative effect recognized as of the date of initial application (modified retrospective method). Under the new standard, the Company expects the timing of revenue recognition from sales to distributors to be accelerated. The Company will recognize revenue at the time of sale to the distributor, net of the impact of estimated price adjustments and rights of return. As a result, revenue recognition is expected to be more directly impacted by shipments to distributors. The Company will adopt this standard using the modified retrospective method. Under this method, incremental disclosures will be provided to present each financial statement line item for fiscal 2018 under the prior standard. The Company is substantially complete with its evaluation of the effect that the adoption will have on its financial statements. In connection with its adoption of ASC 606, the Company expects to record a cumulative-effect adjustment to retained earnings of $26.2 million on December 31, 2017. This adjustment reflects the acceleration of $49.1 million in revenues and $19.7 million in costs of revenues as well as other items.

3. Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share (in thousands, except per share data):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Net income	$47,092	$61,494	$29,586
Shares used in computing basic earnings per share	42,446	41,713	42,309
Effect of dilutive securities:			
Stock options and other stock-based awards	886	663	636
Shares used in computing diluted earnings per share	43,332	42,376	42,945
Earnings per share:			
Basic	$ 1.11	$ 1.47	$ 0.70
Diluted	$ 1.09	$ 1.45	$ 0.69

For fiscal years ended December 30, 2017, December 31, 2016 and January 2, 2016, approximately 0.0 million, 0.1 million and 0.1 million shares, respectively, consisting of restricted stock units (RSUs), market stock units (MSUs) and stock options, were not included in the diluted earnings per share calculation since the shares were anti-dilutive.

The Company intends to settle the principal amount of its convertible senior notes in cash and any excess value in shares in the event of a conversion. Accordingly, shares issuable upon conversion of the principal amount have been excluded from the calculation of diluted earnings per share. If the market value of the notes under certain prescribed conditions exceeds the conversion amount, the excess will be included in the denominator for the computation of diluted earnings per share using the treasury stock method. As of December 30, 2017, no such shares were included in the denominator for the calculation of diluted earnings per share. See Note 10, *Debt*, to the Consolidated Financial Statements for additional information.

4. Fair Value of Financial Instruments

The following summarizes the valuation of the Company's financial instruments (in thousands). The tables do not include either cash on hand or assets and liabilities that are measured at historical cost or any basis other than fair value.

	Fair Value Measurements at December 30, 2017 Using			
Description	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Total**
Assets:				
Cash equivalents:				
Money market funds	$106,047	$ —	$ —	$106,047
Corporate debt securities	—	11,231	—	11,231
Government debt securities	53,615	1,453	—	55,068
Total cash equivalents	$159,662	$ 12,684	$ —	$172,346
Short-term investments:				
Government debt securities	$ 94,575	$228,247	$ —	$322,822
Corporate debt securities	—	171,835	—	171,835
Total short-term investments	$ 94,575	$400,082	$ —	$494,657
Other assets, net:				
Auction rate securities	$ —	$ —	$5,681	$ 5,681
Total	$ —	$ —	$5,681	$ 5,681
Total	$254,237	$412,766	$5,681	$672,684

4. Fair Value of Financial Instruments (Continued)

Description	Fair Value Measurements at December 31, 2016 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Assets:				
Cash equivalents:				
Money market funds	$69,432	$ —	$ —	$ 69,432
Corporate debt securities	—	7,153	—	7,153
Government debt securities	—	3,904	—	3,904
Total cash equivalents	$69,432	$ 11,057	$ —	$ 80,489
Short-term investments:				
Government debt securities	$12,416	$ 97,103	$ —	$109,519
Corporate debt securities	—	44,442	—	44,442
Total short-term investments	$12,416	$141,545	$ —	$153,961
Other assets, net:				
Auction rate securities	$ —	$ —	$5,196	$ 5,196
Derivative instruments	—	1,808	—	1,808
Total	$ —	$ 1,808	$5,196	$ 7,004
Total	$81,848	$154,410	$5,196	$241,454

Valuation methodology

The Company's cash equivalents and short-term investments that are classified as Level 2 are valued using non-binding market consensus prices that are corroborated with observable market data; quoted market prices for similar instruments in active markets; or pricing models, such as a discounted cash flow model, with all significant inputs derived from or corroborated with observable market data. Investments classified as Level 3 are valued using a discounted cash flow model. The assumptions used in preparing the discounted cash flow model include estimates for interest rates, amount of cash flows, expected holding periods of the securities and a discount to reflect the Company's inability to liquidate the securities. The Company's derivative instruments are valued using discounted cash flow models. The assumptions used in preparing the valuation models include quoted interest swap rates, foreign exchange rates, forward and spot prices for currencies, and market observable data of similar instruments.

Available-for-sale investments

The Company's investments are reported at fair value, with unrealized gains and losses, net of tax, recorded as a component of accumulated other comprehensive income (loss) in the Consolidated

4. Fair Value of Financial Instruments (Continued)

Balance Sheet. The following summarizes the contractual underlying maturities of the Company's available-for-sale investments at December 30, 2017 (in thousands):

	Cost	Fair Value
Due in one year or less	$393,600	$393,201
Due after one year through ten years	198,981	197,922
Due after ten years	81,884	81,561
	$674,465	$672,684

The available-for-sale investments that were in a continuous unrealized loss position, aggregated by length of time that individual securities have been in a continuous loss position, were as follows (in thousands):

	Less Than 12 Months		12 Months or Greater		Total	
As of December 30, 2017	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
Government debt securities	$244,880	$ (931)	$ 3,027	$ (15)	$247,907	$ (946)
Corporate debt securities	151,149	(447)	11,578	(73)	162,727	(520)
Auction rate securities	—	—	5,681	(319)	5,681	(319)
	$396,029	$(1,378)	$20,286	$(407)	$416,315	$(1,785)

	Less Than 12 Months		12 Months or Greater		Total	
As of December 31, 2016	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
Government debt securities	$ 79,743	$(156)	$ —	$ —	$ 79,743	$ (156)
Corporate debt securities	21,737	(132)	—	—	21,737	(132)
Auction rate securities	—	—	5,196	(804)	5,196	(804)
	$101,480	$(288)	$5,196	$(804)	$106,676	$(1,092)

The gross unrealized losses as of December 30, 2017 and December 31, 2016 were due primarily to changes in market interest rates and the illiquidity of the Company's auction-rate securities. The Company's auction-rate securities have been illiquid since 2008 when auctions for the securities failed because sell orders exceeded buy orders. These securities have a contractual maturity date of 2046 at December 30, 2017. The Company is unable to predict if these funds will become available before their maturity date.

The Company considers the declines in market value of its marketable securities investment portfolio to be temporary in nature. When evaluating an investment for other-than-temporary impairment, the Company reviews factors such as the severity and duration of the impairment, changes in underlying credit ratings, forecasted recovery, the Company's intent to sell or the likelihood that it would be required to sell the investment before its anticipated recovery in market value and the

4. Fair Value of Financial Instruments (Continued)

probability that the scheduled cash payments will continue to be made. As of December 30, 2017, the Company has determined that no other-than-temporary impairment losses existed .

At December 30, 2017 and December 31, 2016, there were no material unrealized gains associated with the Company's available-for-sale investments.

Level 3 fair value measurements

The following summarizes quantitative information about Level 3 fair value measurements.

Auction rate securities

Fair Value at December 30, 2017 (000s)	Valuation Technique	Unobservable Input	Weighted Average
$5,681	Discounted cash flow	Estimated yield	1.74%
		Expected holding period	10 years
		Estimated discount rate	3.37%

The Company has followed an established internal control procedure used in valuing auction rate securities. The procedure involves the analysis of valuation techniques and evaluation of unobservable inputs commonly used by market participants to price similar instruments, and which have been demonstrated to provide reasonable estimates of prices obtained in actual market transactions. Outputs from the valuation process are assessed against various market sources when they are available, including marketplace quotes, recent trades of similar illiquid securities, benchmark indices and independent pricing services. The technique and unobservable input parameters may be recalibrated periodically to achieve an appropriate estimation of the fair value of the securities.

Significant changes in any of the unobservable inputs used in the fair value measurement of auction rate securities in isolation could result in a significantly lower or higher fair value measurement. An increase in expected yield would result in a higher fair value measurement, whereas an increase in expected holding period or estimated discount rate would result in a lower fair value measurement. Generally, a change in the assumptions used for expected holding period is accompanied by a directionally similar change in the assumptions used for estimated yield and discount rate.

Contingent consideration

The Company has followed an established internal control procedure used in valuing contingent consideration. The valuation of contingent consideration for the Zentri acquisition was based on a discounted cash flow model. The valuation of contingent consideration for the Energy Micro acquisition was based on a Monte Carlo simulation model. The fair value of the valuations was estimated on a quarterly basis through a collaborative effort by the Company's sales, marketing and finance departments.

4. Fair Value of Financial Instruments (Continued)

The following summarizes the activity in Level 3 financial instruments for the years ended December 30, 2017 and December 31, 2016 (in thousands):

Assets

Auction Rate Securities	Year Ended December 30, 2017	Year Ended December 31, 2016
Beginning balance	$5,196	$ 7,126
Settlements	—	(2,000)
Gain included in other comprehensive income (loss)	485	70
Ending balance	$5,681	$ 5,196

Liabilities

Contingent Consideration (1)	Year Ended December 30, 2017	Year Ended December 31, 2016
Beginning balance	$ —	$ 14,073
Issues	3,829	—
Settlements (2)	—	(11,375)
Reclassification to acquisition-related liabilities (3)	(3,380)	—
Gain recognized in earnings (4)	(449)	(2,698)
Ending balance	$ —	$ —

(1) In connection with the acquisitions of Zentri and Energy Micro, the Company recorded contingent consideration based upon the expected achievement of certain milestone goals. Changes to the fair value of contingent consideration due to changes in assumptions used in preparing the valuation models were recorded in selling, general and administrative expenses in the Consolidated Statement of Income.

(2) On March 11, 2016, the Company entered into an agreement which settled the total amount of contingent consideration related to the Energy Micro acquisition (including all amounts for fiscal 2015 through 2018). See Note 8, *Acquisitions*, for additional information.

(3) The milestone goal related to the Zentri contingent consideration was based on fiscal 2017 revenue from certain Zentri products, which is now completed. The accrued consideration is recorded in other current liabilities in the Consolidated Balance Sheet.

(4) The gain recognized in earnings in fiscal 2016 was due to the settlement of the Energy Micro contingent consideration. This gain was offset in part by a charge of approximately $2.7 million recorded in fiscal 2016 for a portion of the contingent consideration accounted for as post-combination compensation expense.

4. Fair Value of Financial Instruments (Continued)

Fair values of other financial instruments

The Company's debt is recorded at cost, but is measured at fair value for disclosure purposes. The fair value of the Company's convertible senior notes is determined using observable market prices. The notes are traded in less active markets and are therefore classified as a Level 2 fair value measurement. The fair value of the convertible senior notes at December 30, 2017 was $466.2 million. The Company's prior debt under the Credit Facility bore interest at the Eurodollar rate plus an applicable margin. Fair value was estimated based on Level 2 inputs, using a discounted cash flow analysis of future principal payments and projected interest based on current market rates. As of December 30, 2017, there were no amounts outstanding under the Credit Facility. As of December 31, 2016, the fair value of the Company's debt under the Credit Facility was approximately $72.5 million.

The Company's other financial instruments, including cash, accounts receivable and accounts payable, are recorded at amounts that approximate their fair values due to their short maturities.

5. Derivative Financial Instruments

The Company uses derivative financial instruments to manage certain exposures to the variability of interest rates and foreign currency exchange rates. The Company's objective is to offset increases and decreases in expenses resulting from these exposures with gains and losses on the derivative contracts, thereby reducing volatility of earnings.

Interest Rate Swaps

The Company is exposed to interest rate fluctuations in the normal course of its business, including through its Credit Facility. The interest payments on the facility are calculated using a variable-rate of interest. The Company entered into an interest rate swap agreement with an original notional value of $72.5 million in July 2016 and, effectively, converted the Eurodollar portion of the variable-rate interest payments to fixed-rate interest payments through July 2020. The Company terminated the swap agreement on March 6, 2017 in connection with the payoff of its Credit Facility. The Company's previous swap agreement with a remaining notional value of $72.5 million was terminated on July 8, 2016.

The Company's interest rate swap agreements were designated and qualified as cash flow hedges. The effective portion of the gain or loss on the interest rate swaps was recorded in accumulated other comprehensive income (loss) as a separate component of stockholders' equity and was subsequently recognized as interest expense in the Consolidated Statement of Income when the hedged exposure affected earnings. The termination of the swap agreement on March 6, 2017 resulted in the reclassification of $1.8 million of unrealized gains that were previously recorded in accumulated other comprehensive income (loss) into earnings during fiscal 2017. The fair value of the interest rate swap terminated on July 8, 2016 was not material. The Company did not discontinue any other cash flow hedges in any of the periods presented.

5. Derivative Financial Instruments (Continued)

The Company's derivative financial instrument in cash flow hedging relationships consisted of the following (in thousands):

		Fair Value	
	Balance Sheet Location	December 30, 2017	December 31, 2016
Interest rate swap	Other assets, net	$—	$1,808

The before-tax effect of derivative instruments in cash flow hedging relationships was as follows (in thousands):

	Gain (Loss) Recognized in OCI on Derivatives (Effective Portion) during the Year Ended			Location of Loss Reclassified into Income	Loss Reclassified from Accumulated OCI into Income (Effective Portion) during the Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016		December 30, 2017	December 31, 2016	January 2, 2016
Interest rate swaps	$—	$1,466	$(728)	Interest expense	$1,808	$(249)	$(489)

Foreign Currency Forward Contracts

The Company uses foreign currency forward contracts to manage exposure to foreign exchange risk. As of December 30, 2017 and December 31, 2016, the Company held one foreign currency forward contract denominated in Norwegian Krone with a notional value of $2.4 million and $3.9 million, respectively. The fair value of the contracts was not material as of December 30, 2017 or December 31, 2016. The contract held as of December 30, 2017 has a maturity date of March 28, 2018 and it was not designated as a hedging instrument.

The before-tax effect of derivative instruments not designated as hedging instruments was as follows (in thousands):

	Year Ended			
Gain (Loss) Recognized in Income	December 30, 2017	December 31, 2016	January 2, 2016	Location
Foreign currency forward contracts	$(207)	$(92)	$935	Interest income and other, net

6. Balance Sheet Details

The following tables show the details of selected Consolidated Balance Sheet items (in thousands):

Accounts Receivable, Net

	December 30, 2017	December 31, 2016
Accounts receivable	$72,005	$75,035
Allowance for doubtful accounts	(638)	(634)
	$71,367	$74,401

Inventories

	December 30, 2017	December 31, 2016
Work in progress	$46,698	$40,755
Finished goods	26,434	18,823
	$73,132	$59,578

Prepaid Expenses and Other Current Assets

	December 30, 2017	December 31, 2016
Distributor advances	$17,825	$40,205
Other	21,295	21,600
	$39,120	$61,805

Property and Equipment

	December 30, 2017	December 31, 2016
Buildings and improvements	$ 96,196	$ 94,977
Equipment	59,836	57,677
Computers and purchased software	37,598	35,492
Leasehold interest in ground leases	23,840	23,840
Furniture and fixtures	5,691	5,484
Leasehold improvements	10,483	10,083
	233,644	227,553
Accumulated depreciation	(105,962)	(97,994)
	$127,682	$129,559

6. Balance Sheet Details (Continued)

Other Current Liabilities

	December 30, 2017	December 31, 2016
Accrued compensation and benefits	$33,631	$28,781
Accrued price protection credits	8,239	2,287
Other	31,489	23,482
	$73,359	$54,550

Other Non-current Liabilities

	December 30, 2017	December 31, 2016
Non-current tax liabilities	$39,196	$ —
Software license accruals	12,152	14,436
Deferred tax liabilities	10,355	13,119
Other	16,159	15,136
	$77,862	$42,691

7. Risks and Uncertainties

Financial Instruments

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash equivalents, investments, accounts receivable, notes receivable and derivatives. The Company places its cash equivalents and investments primarily in municipal bonds, money market funds, corporate bonds, variable-rate demand notes, U.S. government bonds, asset-back securities, certificates of deposit, commercial paper, auction-rate securities and international government bonds. Concentrations of credit risk with respect to accounts receivable are primarily due to customers with large outstanding balances. The Company's customers that accounted for greater than 10% of accounts receivable consisted of the following:

	December 30, 2017	December 31, 2016
Avnet	16%	12%
Arrow Electronics	14%	13%
Edom Technology	*	19%

* Less than 10% of accounts receivable

The Company performs periodic credit evaluations of its customers' financial condition and generally requires no collateral from its customers. The Company provides an allowance for potential credit losses based upon the expected collectibility of such receivables. Losses have not been significant for any of the periods presented.

7. Risks and Uncertainties (Continued)

The Company holds two notes receivable for $1.5 million and $0.7 million from a privately held company, which were recorded in other assets, net in the Consolidated Balance Sheet. The Company holds an equity investment in another privately held company with a carrying value of $3.8 million and $2.8 million as of December 30, 2017 and December 31, 2016, respectively. The investment is accounted for using the cost method and was recorded in other assets, net in the Consolidated Balance Sheet.

As a result of its use of derivative instruments, the Company is exposed to the risk that its counterparties will fail to meet their contractual obligations. To mitigate this counterparty credit risk, the Company has a policy to enter into contracts with only selected major financial institutions. The Company periodically reviews and re-assesses the creditworthiness of such counterparties based on a variety of factors.

Distributor Advances

On sales to distributors, the Company's payment terms often require the distributor to initially pay amounts owed to the Company for an amount in excess of their ultimate cost. The Company's sales price to its distributors may be higher than the amount that the distributors will ultimately owe the Company because distributors often negotiate price reductions after purchasing the product from the Company and such reductions are often significant. These negotiated price discounts are not granted until the distributor sells the product to the end customer, which may occur after the distributor has paid the original invoice amount to the Company. Payment of invoices prior to receiving an associated discount can have an adverse impact on the working capital of the Company's distributors. Accordingly, the Company has entered into agreements with certain distributors whereby it advances cash to the distributors to reduce the distributor's working capital requirements. The advance amounts are based on the distributor's inventory balance, and are adjusted quarterly. Such amounts are recorded in prepaid expenses and other current assets in the Consolidated Balance Sheet. The terms of these advances are set forth in binding legal agreements and are unsecured, bear no interest on unsettled balances and are due upon demand. The agreements governing these advances can be cancelled by the Company at any time.

Suppliers

A significant portion of the Company's products are fabricated by Taiwan Semiconductor Manufacturing Co. (TSMC) or TSMC's affiliates and Semiconductor Manufacturing International Corporation (SMIC). The inability of TSMC or SMIC to deliver wafers to the Company on a timely basis could impact the production of the Company's products for a substantial period of time, which could have a material adverse effect on the Company's business, financial condition and results of operations.

Customers

The Company sells directly to end customers, distributors and contract manufacturers. Although the Company actually sells the products to, and is paid by, distributors and contract manufacturers, the Company refers to the end customer as its customer. None of the Company's end customers or

7. Risks and Uncertainties (Continued)

contract manufacturers accounted for greater than 10% of revenue during fiscal 2017, 2016 or 2015. The Company's distributors that accounted for greater than 10% of revenue consisted of the following:

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Edom Technology	19%	17%	20%
Avnet	14%	13%	12%
Arrow Electronics	12%	11%	*

* Less than 10% of revenue

8. Acquisitions

Sigma Designs

On December 7, 2017, the Company entered into an agreement to acquire Sigma Designs, Inc., a California corporation. Sigma Designs provides solutions for the connected home including Z-Wave, an IoT technology for smart home solutions. Under the terms of the agreement, the Company would have acquired all of the outstanding capital stock of Sigma Designs in exchange for $7.05 per share in a cash transaction valued at approximately $282 million. This acquisition is subject to certain closing conditions. In the event that certain of such closing conditions are not met, the parties have agreed that Sigma Designs would instead sell its Z-Wave business to the Company for $240 million, contingent upon approval by Sigma Designs' stockholders.

On January 23, 2018, Sigma Designs announced that due to the closing conditions for the acquisition of the entirety of Sigma Designs not being satisfied, the parties would move forward with the sale of the Z-Wave business to the Company in an asset sale, subject to approval by Sigma Designs' shareholders.

Zentri

On January 20, 2017, the Company acquired Zentri, Inc., a private company. Zentri is an innovator in low-power, cloud-connected Wi-Fi technologies for the IoT. The Company acquired Zentri for approximately $18.1 million, including initial cash consideration of approximately $14.3 million, and potential additional consideration with an estimated fair value of approximately $3.8 million at the date of acquisition. The amount of potential additional consideration is up to approximately $10.0 million based on fiscal 2017 revenue from certain Zentri products.

The purchase price was allocated as follows: intangible assets—$6.7 million; goodwill—$12.1 million; and other net liabilities—$0.7 million. The goodwill is not deductible for tax purposes. Pro forma information related to this acquisition has not been presented because it would not be materially different from amounts reported.

Micrium

On October 3, 2016, the Company acquired Micrium, a private company. Micrium is a supplier of real-time operating system (RTOS) software for the IoT. The Company acquired Micrium for

8. Acquisitions (Continued)

approximately $12.4 million, consisting of approximately $8.2 million in cash and $4.2 million in stock consideration. An additional approximately $1.0 million in stock consideration was accounted for as a transaction separate from the business combination based on its economic substance and will be recorded as post-combination compensation expense over four years.

The purchase price was allocated as follows: intangible assets—$9.5 million; goodwill—$3.4 million; and other net assets—$(0.5) million. A portion of the goodwill is deductible for tax purposes.

Pro forma information related to this acquisition has not been presented because it would not be materially different from amounts reported. The Company recorded approximately $0.3 million of acquisition-related costs in selling, general and administrative expenses during fiscal 2016.

Telegesis

On November 20, 2015, the Company acquired Telegesis (UK) Limited, a limited liability company incorporated in England and Wales. Telegesis is a supplier of wireless mesh networking modules based on the Company's Zigbee and Thread technology, targeting applications in the smart energy, home automation and industrial automation markets. The Company acquired Telegesis for cash consideration of $19.9 million.

The Company believes that this strategic acquisition accelerates its roadmap for Zigbee and Thread modules. This factor contributed to a purchase price that was in excess of the fair value of the net assets acquired and, as a result, the Company recorded goodwill. The goodwill is not deductible for tax purposes. The purchase price was allocated as follows (in thousands):

	Amount	Weighted-Average Amortization Period (Years)
Intangible assets:		
In-process research and development	$ 10	Not amortized
Developed technology	4,980	7
Customer relationships	2,000	3
Trademarks	400	3
	7,390	
Cash and cash equivalents	717	
Other current assets	4,545	
Goodwill	9,344	
Other non-current assets	131	
Current liabilities	(689)	
Non-current deferred tax liabilities	(1,508)	
Total purchase price	$19,930	

8. Acquisitions (Continued)

Pro forma information related to this acquisition has not been presented because it would not be materially different from amounts reported. The Company recorded approximately $0.5 million of acquisition-related costs in selling, general and administrative expenses during fiscal 2015.

Bluegiga

On January 30, 2015, the Company acquired Bluegiga Technologies Oy, a private company based in Finland. Bluegiga is a provider of Bluetooth Smart, Bluetooth Classic and Wi-Fi modules and software stacks for a multitude of applications in the IoT, industrial automation, consumer electronics, automotive, retail, residential, and health and fitness markets. The Company acquired Bluegiga for cash consideration of approximately $58.0 million.

The Company believes that this strategic acquisition will accelerate its entry into the wireless module market. This factor contributed to a purchase price that was in excess of the fair value of the net assets acquired and, as a result, the Company recorded goodwill. The goodwill is not deductible for tax purposes. The purchase price was allocated as follows (in thousands):

	Amount	Weighted-Average Amortization Period (Years)
Intangible assets:		
In-process research and development	$ 5,710	Not amortized
Developed technology	12,190	8
Customer relationships	6,670	4
Trademarks	880	3
	25,450	
Cash and cash equivalents	1,132	
Other current assets	6,156	
Goodwill	34,597	
Other non-current assets	208	
Current liabilities	(3,289)	
Non-current deferred tax liabilities	(3,780)	
Long-term debt	(2,232)	
Other non-current liabilities	(220)	
Total purchase price	$58,022	

In-process research and development (IPR&D) represents acquired technology that had not achieved technological feasibility as of the acquisition date and had no alternative future use. The IPR&D recorded in connection with the acquisition of Bluegiga consisted primarily of Bluetooth Smart Ready and Bluetooth Smart modules and software stacks. The fair value of these technologies was determined using the income approach. The discount rate applicable to the cash flows was 16.1%.

Pro forma information related to this acquisition has not been presented because it would not be materially different from amounts reported. The Company recorded approximately $1.2 million of acquisition-related costs in selling, general and administrative expenses during fiscal 2015.

8. Acquisitions (Continued)

Energy Micro

On July 1, 2013, the Company acquired Energy Micro. In fiscal 2015, the Company made the following payments in connection with the Energy Micro acquisition: (a) approximately $20.0 million was paid for the release of the holdback; and (b) approximately $6.3 million was paid for the first annual period of the earn-out. Approximately $1.8 million of the earn-out payment was recorded as compensation expense during fiscal 2014. The remaining approximately $4.5 million of the earn-out payment represented additional consideration.

On March 11, 2016, the Company entered into an agreement with Energy AS, the former parent of Energy Micro. The agreement settled the amount of the earn-out to be paid for fiscal 2015 through 2018. The total settlement amount was approximately $16.0 million (in lieu of potential payments of up to $26.7 million) and was paid on May 11, 2016. The settlement amount represented approximately $11.4 million of additional consideration and approximately $4.6 million of compensation expense (of which approximately $2.7 million was recorded in fiscal 2016 and approximately $1.9 million was recorded in fiscal 2015). The compensation expense recorded in fiscal 2016 was offset in part by a gain of approximately $2.7 million to adjust the consideration portion of the earn-out to fair value due to the settlement.

9. Goodwill and Other Intangible Assets

Goodwill

The following summarizes the activity in goodwill for the years ended December 30, 2017 and December 31, 2016 (in thousands):

	Year Ended	
	December 30, 2017	December 31, 2016
Beginning balance	$276,130	$272,722
Additions due to business combinations	12,097	3,408
Ending balance	$288,227	$276,130

9. Goodwill and Other Intangible Assets (Continued)

Other Intangible Assets

The gross carrying amount and accumulated amortization of other intangible assets are as follows (in thousands):

	Weighted-Average Amortization Period (Years)	December 30, 2017		December 31, 2016	
		Gross Amount	Accumulated Amortization	Gross Amount	Accumulated Amortization
Core and developed technology	9	$161,700	$ (89,442)	$157,321	$(70,181)
Customer relationships	7	25,470	(16,180)	24,970	(11,356)
Patents	6	3,000	(2,750)	3,000	(2,250)
Trademarks	7	3,690	(2,344)	3,690	(1,629)
Total	8	$193,860	$(110,716)	$188,981	$(85,416)

Gross intangible assets increased $6.7 million in fiscal 2017 for assets added due to the acquisition of Zentri. This increase was offset by $1.8 million due to the removal of fully amortized assets.

Amortization expense related to intangible assets for fiscal 2017, 2016 and 2015 was $27.1 million, $27.3 million and $26.5 million, respectively. The estimated aggregate amortization expense for intangible assets subject to amortization for each of the five succeeding fiscal years is as follows (in thousands):

Fiscal Year	
2018	$24,034
2019	18,292
2020	15,797
2021	11,408
2022	7,905

10. Debt

1.375% Convertible Senior Notes

On March 6, 2017, the Company completed a private offering of $400 million principal amount convertible senior notes (the "Notes"). The Notes bear interest semi-annually at a rate of 1.375% per year and will mature on March 1, 2022, unless repurchased, redeemed or converted at an earlier date. The Company used $72.5 million of the proceeds to pay off the remaining balance of its Amended Credit Agreement.

The Notes are convertible at an initial conversion rate of 10.7744 shares of common stock per $1,000 principal amount of the Notes, or approximately 4.3 million shares of common stock, which is equivalent to a conversion price of approximately $92.81 per share. The conversion rate is subject to adjustment under certain circumstances. Holders may convert the Notes under the following circumstances: during any calendar quarter after the calendar quarter ending on June 30, 2017 if the closing price of the Company's common stock for at least 20 trading days in the 30 consecutive trading days ending on the last trading day of the preceding calendar quarter is greater than or equal to 130%

10. Debt (Continued)

of the conversion price of the Notes; during the five business day period after any ten consecutive trading day period (the "measurement period") in which the trading price per $1,000 principal amount of notes for each trading day of the measurement period was less than 98% of the product of the closing sale price of our common stock and the conversion rate on each such trading day; if specified distributions or corporate events occur; if the Notes are called for redemption; or at any time after December 1, 2021. The Company may redeem all or any portion of the Notes, at its option, on or after March 6, 2020, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days during any 30 consecutive trading day period. Upon conversion, the Notes may be settled in cash, shares of the Company's common stock or a combination of cash and shares, at the Company's election.

The principal balance of the Notes was separated into liability and equity components, and was recorded initially at fair value. The excess of the principal amount of the liability component over its carrying amount represents the debt discount, which is amortized to interest expense over the term of the Notes using the effective interest method. The carrying amount of the liability component was estimated by discounting the contractual cash flows of similar non-convertible debt at an appropriate market rate at the date of issuance.

The Company incurred debt issuance costs of approximately $10.6 million, which was allocated to the liability and equity components in proportion to the allocation of the proceeds. The costs allocated to the liability component are being amortized as interest expense over the term of the Notes using the effective interest method.

The carrying amount of the Notes consisted of the following (in thousands):

	December 30, 2017
Liability component	
Principal	$400,000
Unamortized debt discount	(50,499)
Unamortized debt issuance costs	(7,622)
Net carrying amount	$341,879
Equity component	
Net carrying amount	$ 57,735

The liability component of the Notes is recorded in convertible debt on the Consolidated Balance Sheet. The equity component of the Notes is recorded in additional paid-in capital. The effective interest rate for the liability component was 4.75%. As of December 30, 2017, the remaining period over which the debt discount and debt issuance costs will be amortized was 4.2 years.

10. Debt (Continued)

Interest expense related to the Notes was comprised of the following (in thousands):

	Year Ended December 30, 2017
Contractual interest expense	$ 4,492
Amortization of debt discount	8,816
Amortization of debt issuance costs	1,330
	$14,638

Amended Credit Agreement

On July 31, 2012, the Company and certain of its domestic subsidiaries (the "Guarantors") entered into a $230 million five-year Credit Agreement (the "Credit Agreement"), which consisted of a $100 million Term Loan Facility and a $130 million Revolving Credit Facility. On July 24, 2015, the Company and the Guarantors amended the Credit Agreement (the "Amended Credit Agreement") in order to, among other things, increase the borrowing capacity under the Revolving Credit Facility to $300 million (the "Credit Facility"), eliminate the Term Loan Facility and extend the maturity date to five years from the closing date. On July 24, 2015, the Company borrowed $82.5 million under the Amended Credit Agreement and paid off the remaining balance of its Term Loan Facility. In connection with the Company's offering of the Notes, it entered into a second amendment to the Credit Agreement (the "Second Amended Credit Agreement") on February 27, 2017 and paid off the remaining balance of $72.5 million.

The Second Amended Credit Agreement retained the key terms and provisions of the first Amended Credit Agreement, including a $25 million letter of credit sublimit and a $10 million swingline loan sublimit. The Company also has an option to increase the size of the borrowing capacity by up to an aggregate of $200 million in additional commitments, subject to certain conditions.

The Revolving Credit Facility, other than swingline loans, will bear interest at the Eurodollar rate plus an applicable margin or, at the option of the Company, a base rate (defined as the highest of the Wells Fargo prime rate, the Federal Funds rate plus 0.50% and the Eurodollar Base Rate plus 1.00%) plus an applicable margin. Swingline loans accrue interest at the base rate plus the applicable margin for base rate loans. The applicable margins for the Eurodollar rate loans range from 1.25% to 2.00% and for base rate loans range from 0.25% to 1.00%, depending in each case, on the leverage ratio as defined in the Agreement.

The Second Amended Credit Agreement contains various conditions, covenants and representations with which the Company must be in compliance in order to borrow funds and to avoid an event of default, including financial covenants that the Company must maintain a leverage ratio (funded debt/EBITDA) of no more than 3.00 to 1 and a minimum fixed charge coverage ratio (EBITDA/interest payments, income taxes and capital expenditures) of no less than 1.25 to 1. As of December 30, 2017, the Company was in compliance with all covenants of the Second Amended Credit Agreement. The Company's obligations under the Second Amended Credit Agreement are guaranteed by the Guarantors and are secured by a security interest in substantially all assets of the Company and the Guarantors.

11. Stockholders' Equity

Common Stock

The Company issued 0.8 million shares of common stock during fiscal 2017.

Share Repurchase Programs

The Board of Directors authorized the following share repurchase programs (in thousands):

Program Authorization Date	Program Termination Date	Program Amount
October 2017	December 2018	$100,000
January 2017	December 2017	$100,000
August 2015	December 2016	$100,000
October 2014	December 2015	$100,000

These programs allow for repurchases to be made in the open market or in private transactions, including structured or accelerated transactions, subject to applicable legal requirements and market conditions. The Company did not repurchase any shares of its common stock during fiscal 2017. The Company repurchased 0.9 million shares and 1.7 million shares of its common stock for $40.5 million and $71.4 million during fiscal 2016 and 2015, respectively. These shares were retired upon repurchase.

Reclassifications From Accumulated Other Comprehensive Income (Loss)

The following table summarizes the effect on net income from reclassifications out of accumulated other comprehensive income (loss) (in thousands):

	Year ended		
Reclassification	December 30, 2017	December 31, 2016	January 2, 2016
Gains (losses) on cash flow hedges to:			
Interest expense	$1,808	$(249)	$(499)
Income tax (expense) benefit	(633)	87	175
Total reclassifications	$1,175	$(162)	$(324)

11. Stockholders' Equity (Continued)

Income Tax Allocated to the Components of Other Comprehensive Income (Loss)

The income tax effects of the components of other comprehensive income (loss) were as follows (in thousands):

	Year ended		
Income tax (expense) benefit on:	**December 30, 2017**	**December 31, 2016**	**January 2, 2016**
Net changes to available-for-sale securities:			
Unrealized gains (losses) arising during the period	$255	$ 63	$ 145
Net changes to cash flow hedges:			
Unrealized gains (losses) arising during the period	—	(513)	255
Reclassification for losses included in net income	633	(87)	(171)
	$888	$(537)	$ 229

12. Stock-Based Compensation

In fiscal 2009, the stockholders of the Company approved the 2009 Stock Incentive Plan (the "2009 Plan") and the 2009 Employee Stock Purchase Plan (the "2009 Purchase Plan"). In fiscal 2017, the stockholders of the Company approved amendments to both the 2009 Plan and the 2009 Purchase Plan. These amendments authorized additional shares of common stock for issuance, to comply with changes in applicable law, improve the Company's corporate governance and to implement other best practices. The amended plans are currently effective.

2009 Stock Incentive Plan

Under the 2009 Plan, the following may be granted: stock options, stock appreciation rights, performance shares, performance stock units, RSUs, restricted stock awards (RSAs), performance-based awards and other awards (collectively, all such grants are referred to as "awards"). The fiscal 2017 amendments to the 2009 Plan created a single share pool. All awards now deduct one share from the 2009 Plan shares available for issuance for each share granted. Awards granted under the 2009 Plan generally contain vesting provisions ranging from three to four years. The exercise price of stock options offered under the 2009 Plan may not be less than 100% of the fair market value of a share of our common stock on the date of grant. To the extent awards granted under the 2009 Plan terminate, expire or lapse for any reason, or are settled in cash, shares subject to such awards will again be available for grant.

2000 Stock Incentive Plan

In fiscal 2000, the Company's Board of Directors and stockholders approved the 2000 Plan. The 2000 Plan contains programs for (i) the discretionary granting of stock options to employees, non-employee board members and consultants for the purchase of shares of the Company's common stock, (ii) the discretionary issuance of common stock directly (as granted under direct issuance shares in RSAs and RSUs), (iii) the granting of special below-market stock options to executive officers and other highly compensated employees of the Company for which the exercise price can be paid using

12. Stock-Based Compensation (Continued)

payroll deductions and (iv) the automatic issuance of stock options to non-employee board members. The discretionary issuance of common stock, RSUs and stock options generally contain vesting provisions ranging from three to eight years. If permitted by the Company, stock options can be exercised immediately and, similar to the direct issuance shares, are subject to repurchase rights which generally lapse in accordance with the vesting schedule. The repurchase rights provide that upon certain defined events, the Company can repurchase unvested shares at the price paid per share. The term of each stock option is no more than ten years from the date of grant.

Stock Grants and Modifications

The Company granted to its employees 0.7 million, 1.3 million and 0.9 million shares of full value awards and 0.0 million, 0.2 million, and 0.0 million stock options from the 2009 Plan during fiscal 2017, 2016 and 2015, respectively.

The Company recorded $0.9 million and $2.3 million in selling, general and administrative expense during fiscal 2016 and 2015, respectively, in connection with the modifications of certain equity awards. The modifications were pursuant to three employee terminations in fiscal 2016 and two employee terminations in fiscal 2015. There were no other significant modifications made to any stock grants during fiscal 2017, 2016 or 2015.

Included in the full value awards granted under the 2009 Plan in fiscal 2017, 2016 and 2015 were a total of 54 thousand, 65 thousand and 89 thousand market-based stock awards, respectively. The awards, also known as MSUs, provide the rights to acquire a number of shares of common stock for no cash consideration based upon achievement of specified levels of market conditions. The requisite service period for these MSUs is also the vesting period, which is generally three years. The performance criteria of the MSUs measure the difference between the total stockholders' return of the Company against that of the Philadelphia Semiconductor Sector Total Return Index.

Also included in the full value awards granted under the 2009 Plan during fiscal 2017 and fiscal 2016 were 54 thousand and 65 thousand performance-based stock awards, respectively. The awards, also known as PSUs, provide for the rights to acquire a number of shares of common stock for no cash consideration based upon the achievement of specified revenue objectives during the year. The requisite service period for these PSUs is approximately three years from the date of grant.

2009 Employee Stock Purchase Plan

The rights to purchase common stock granted under the 2009 Purchase Plan are intended to be treated as either (i) purchase rights granted under an "employee stock purchase plan," as that term is defined in Section 423(b) of the Internal Revenue Code (the "423(b) Plan"), or (ii) purchase rights granted under an employee stock purchase plan that is not subject to the terms and conditions of Section 423(b) of the Internal Revenue Code (the "Non-423(b) Plan"). The Company will retain the discretion to grant purchase rights under either the 423(b) Plan or the Non-423(b) Plan. Eligible employees may purchase a limited number of shares of the Company's common stock at no less than 85% of the fair market value of a share of common stock at prescribed purchase intervals during an offering period. Each offering period will be comprised of a series of one or more successive and/or overlapping purchase intervals and has a maximum term of 24 months. During fiscal 2017, 2016 and 2015, the Company issued 239 thousand, 224 thousand and 210 thousand shares, respectively, under the

12. Stock-Based Compensation (Continued)

2009 Purchase Plan to its employees. The weighted-average fair value for purchase rights granted in fiscal 2017 under the 2009 Purchase Plan was $19.55 per share.

Accounting for Stock-Based Compensation

Stock-based compensation costs are based on the fair values on the date of grant for stock awards and stock options and on the date of enrollment for the employee stock purchase plans. The fair values of stock awards (such as RSUs, PSUs and RSAs) are estimated based on their intrinsic values. The fair values of MSUs are estimated using a Monte Carlo simulation. The fair values of stock options and employee stock purchase plans are estimated using the Black-Scholes option-pricing model.

The Black-Scholes valuation calculation requires the Company to estimate key assumptions such as future stock price volatility, expected terms, risk-free rates and dividend yield. Expected stock price volatility is based upon a combination of both historical volatility and implied volatility derived from traded options on the Company's stock in the marketplace. Expected term is derived from an analysis of historical exercises and remaining contractual life of options. The risk-free rate is based on the U.S. Treasury yield curve in effect at the time of grant. The Company has never paid cash dividends and does not currently intend to pay cash dividends, thus it has assumed a 0% dividend yield.

The Monte Carlo simulation used to calculate the fair value of the MSUs simulates the present value of the potential outcomes of future stock prices of the Company and the Philadelphia Semiconductor Sector Total Return Index over the requisite service period. The projection of stock prices are based on the risk-free rate of return, the volatilities of the stock price of the Company and the Index, and the correlation of the stock price of the Company with the Index.

The Company estimates potential forfeitures of stock grants and adjusts compensation cost recorded accordingly. The estimate of forfeitures will be adjusted over the requisite service period to the extent that actual forfeitures differ, or are expected to differ, from such estimates. Changes in estimated forfeitures are recognized through a cumulative catch-up adjustment in the period of change and will also impact the amount of stock-based compensation expense to be recognized in future periods.

The fair values of stock options and RSUs are amortized as compensation expense on a straight-line basis over the vesting period of the grants. The fair values of RSAs are fully expensed in the period of grant, when shares are immediately issued with no vesting restrictions. The fair values of MSUs are amortized as compensation expense on a straight-line basis over the performance and service periods of the grants. The fair values of PSUs are amortized as compensation expense on a straight-line basis over the performance period when the performance is probable of achievement, and over the remaining service periods thereafter. Compensation expense recognized is shown in the operating activities section of the Consolidated Statements of Cash Flows.

12. Stock-Based Compensation (Continued)

The fair values estimated from the Black-Scholes option-pricing model for ESPP and stock options granted were calculated using the following assumptions:

	Year Ended		
Employee Stock Purchase Plan	**December 30, 2017**	**December 31, 2016**	**January 2, 2016**
Expected volatility	28%	30%	31%
Risk-free interest rate %	1.1%	0.6%	0.2%
Expected term (in months)	8	15	8
Dividend yield	—	—	—

	Year Ended		
Stock Options	**December 30, 2017**	**December 31, 2016**	**January 2, 2016**
Expected volatility	—	32%	—
Risk-free interest rate %	—	1.3%	—
Expected term (in years)	—	5.4	—
Dividend yield	—	—	—

The fair values estimated from Monte Carlo simulation for MSUs were calculated using the following assumptions:

	Year Ended		
MSUs	**December 30, 2017**	**December 31, 2016**	**January 2, 2016**
Expected volatility	31%	30%	31%
Risk-free interest rate %	1.6%	0.9%	1.0%
Expected term (in years)	2.9	2.9	2.9
Dividend yield	—	—	—

A summary of stock-based compensation activity with respect to fiscal 2017 follows:

Stock Options	**Shares (000s)**	**Weighted-Average Exercise Price**	**Weighted-Average Remaining Contractual Term (In Years)**	**Aggregate Intrinsic Value (000s)**
Outstanding at December 31, 2016	228	$37.95		
Exercised	(58)	$35.27		
Outstanding at December 30, 2017	170	$38.88	7.5	$8,387
Vested at December 30, 2017 and expected to vest	120	$40.39	8.1	$5,744
Exercisable at December 30, 2017	40	$33.98	5.3	$2,173

12. Stock-Based Compensation (Continued)

RSAs and RSUs	Shares (000s)	Weighted-Average Purchase Price	Weighted-Average Remaining Vesting Term (In Years)	Aggregate Intrinsic Value (000s)
Outstanding at December 31, 2016	1,689	$—		
Granted	625	$—		
Vested or issued	(726)	$—		
Cancelled or forfeited	(65)	$—		
Outstanding at December 30, 2017	1,523	$—	0.9	$134,534
Outstanding at December 30, 2017 and expected to vest	1,430	$—	0.9	$126,228

PSUs and MSUs	Shares (000s)	Weighted-Average Purchase Price	Weighted-Average Remaining Vesting Term (In Years)	Aggregate Intrinsic Value (000s)
Outstanding at December 31, 2016	229	$—		
Granted	107	$—		
Earned or issued	(11)	$—		
Cancelled or forfeited	(66)	$—		
Outstanding at December 30, 2017	259	$—	1.3	$22,911
Outstanding at December 30, 2017 and expected to vest	242	$—	1.3	$21,388

The following summarizes the Company's weighted average fair value at the date of grant:

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Per grant of RSAs and RSUs	$72.85	$40.55	$49.14
Per grant of PSUs and MSUs	$78.40	$32.23	$48.36
Per grant of stock options	$ —	$40.38	$ —

The following summarizes the Company's stock-based payment and stock option values (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Intrinsic value of stock options exercised	$ 2,174	$ 2,560	$ 6,612
Intrinsic value of RSAs and RSUs that vested	$53,093	$36,502	$45,298
Grant date fair value of RSAs and RSUs that vested	$32,449	$39,853	$41,072
Intrinsic value of MSUs and PSUs that vested	$ 687	$ —	$ —
Grant date fair value of MSUs and PSUs that vested	$ 633	$ —	$ —

12. Stock-Based Compensation (Continued)

The Company received cash of $11.8 million for the issuance of common stock, and paid $15.8 million for shares withheld for taxes, during fiscal 2017. The Company issues shares from the shares reserved under its stock plans upon the exercise of stock options, issuance of RSAs, vesting of RSUs and MSUs, and purchases through employee stock purchase plans. The Company does not currently expect to repurchase shares from any source to satisfy such obligation.

The following table presents details of stock-based compensation costs recognized in the Consolidated Statements of Income (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Cost of revenues	$ 1,090	$ 1,070	$ 960
Research and development	21,771	19,573	19,451
Selling, general and administrative	21,891	18,985	22,380
	44,752	39,628	42,791
Income tax benefit	11,073	8,496	9,264
	$33,679	$31,132	$33,527

The increase in income tax benefit in fiscal 2017 was primarily due to the recognition of excess tax benefits in connection with the Company's adoption of ASU 2016-09, offset in part by an adjustment in the deferred tax asset due to the recent tax reform. The Company had approximately $61.7 million of total unrecognized compensation costs related to granted stock options and awards as of December 30, 2017 that are expected to be recognized over a weighted-average period of approximately 2.0 years. There were no significant stock-based compensation costs capitalized into assets in any of the periods presented.

As of December 30, 2017, the Company had reserved shares of common stock for future issuance as follows (in thousands):

2000 Stock Incentive Plan	15
2009 Stock Incentive Plan	2,827
2009 Employee Stock Purchase Plan	1,208
Total shares reserved	4,050

13. Employee Benefit Plan

The Company maintains a defined contribution or 401(k) Plan for its qualified U.S. employees. Participants may contribute a percentage of their compensation on a pre-tax basis, subject to a maximum annual contribution imposed by the Internal Revenue Code. The Company may make discretionary matching contributions as well as discretionary profit-sharing contributions to the 401(k) Plan. The Company contributed $3.5 million, $3.4 million and $3.3 million to the 401(k) Plan during fiscal 2017, 2016 and 2015, respectively.

14. Commitments and Contingencies

Operating Leases

The Company leases certain facilities under operating lease agreements that expire at various dates through 2025. Some of these arrangements contain renewal options and require the Company to pay taxes, insurance and maintenance costs.

Rent expense under operating leases was $5.5 million, $4.7 million and $4.6 million and for fiscal 2017, 2016 and 2015, respectively. The minimum annual future rentals under the terms of these leases as of December 30, 2017 are as follows (in thousands):

Fiscal Year	
2018	$ 5,807
2019	4,278
2020	3,539
2021	3,016
2022	2,804
Thereafter	5,416
Total minimum lease payments	$24,860

Investment Commitment

As of December 30, 2017, the Company had an unfunded commitment to invest up to $10.0 million in a limited partnership. The investment will be accounted for using the equity method and recorded in other assets, net in the Consolidated Balance Sheet when it is funded.

Litigation

Patent Litigation

On January 28, 2014, Cresta Technology Corporation (“Cresta Technology”), a Delaware corporation, filed a lawsuit against the Company (among others) in the United States District Court in the District of Delaware, alleging infringement of three United States Patents (the “Cresta Patents”). Cresta Technology declared bankruptcy in 2016. One of its creditors, DBD Credit Funding LLC (“DBD”) and/or CF Crespe LLC (the “Cresta Successors”) assumed ownership of the Cresta Patents and has substituted in for Cresta Technology in related proceedings.

The Delaware proceedings are currently stayed. In 2014 and 2015, the Company challenged the validity of two sets of claims in the Cresta Patents at the Patent Trial and Appeal Board (PTAB) of the United States Patent and Trademark Office (USPTO). In each respective proceeding, the PTAB found the reviewed claims to be invalid. The Federal Circuit Court of Appeals affirmed both determinations.

On July 16, 2014, the Company filed a lawsuit against Cresta Technology in the United States District Court in the Northern District of California alleging infringement of six United States Patents. A motion to substitute the Cresta Successors as defendants in lieu of Cresta Technology is pending.

14. Commitments and Contingencies (Continued)

The Company intends to continue to vigorously defend the Delaware proceeding and to continue to pursue its claims against the Cresta Successors and their patents. At this time, the Company cannot predict the outcome of these matters or the resulting financial impact to it, if any.

Other

The Company is involved in various other legal proceedings that have arisen in the normal course of business. While the ultimate results of these matters cannot be predicted with certainty, the Company does not expect them to have a material adverse effect on its Consolidated Financial Statements.

15. Related Party Transactions

On July 1, 2013, Geir Førre joined the Company as senior vice president. Mr. Førre was chief executive officer of Energy Micro, until it was acquired by the Company. Mr. Førre was the beneficial owner of approximately 30% of the Energy Micro equity and accordingly received approximately $35 million at closing. In fiscal 2015, Mr. Førre received approximately $6.1 million of the $20.0 million paid for the holdback related to potential indemnification claims and approximately $1.9 million of the $6.3 million paid for the fiscal 2014 earn-out. On March 11, 2016, the Company entered into an agreement which settled the amount of the earn-out to be paid for fiscal 2015 through 2018. Under this agreement, Mr. Førre received approximately $4.8 million of the $16.0 million that was paid.

Alf-Egil Bogen served on the Company's board of directors from October 17, 2013 to April 21, 2016. Mr. Bogen was chief marketing officer of Energy Micro, until it was acquired by the Company. Mr. Bogen was the beneficial owner of approximately 2% of the Energy Micro equity and accordingly received approximately $0.9 million at closing. In fiscal 2015, Mr. Bogen received approximately $0.4 million of the $20.0 million paid for the holdback related to potential indemnification claims and approximately $0.1 million of the $6.3 million paid for the fiscal 2014 earn-out. Under the settlement agreement, Mr. Bogen received approximately $0.3 million of the $16.0 million that was paid for fiscal 2015 through 2018 earn-out. Mr. Bogen had invested approximately $0.8 million in Energy Micro prior to the acquisition.

16. Income Taxes

U.S. Tax Reform

On December 22, 2017, the U.S. government enacted comprehensive tax legislation commonly referred to as the Tax Cuts and Jobs Act (the "Tax Act"). The Tax Act makes broad and complex changes to the U.S. tax code that affect fiscal 2017, including, but not limited to requiring a one-time transition tax on certain unrepatriated earnings of foreign subsidiaries that is payable over eight years (the "Transition Tax"). The Tax Act also establishes new tax laws that will affect 2018 and later years, including, but not limited to, a reduction of the U.S. federal corporate tax rate from 35% to 21%, a general elimination of U.S. federal income taxes on dividends from foreign subsidiaries and a new provision designed to tax global intangible low-taxed income ("GILTI").

In connection with its initial analysis of the impact of the Tax Act, the Company has recorded a net tax expense of $26.3 million in fiscal 2017 which primarily consists of a net expense for the

16. Income Taxes (Continued)

Transition Tax of $54.4 million as well as a net expense of $21.8 million related to the revaluation of the Company's deferred tax assets and liabilities. These net expense items are partially offset by a benefit of $39.4 million realized primarily as a result of the write off of a deferred tax liability that the Company had previously recorded for anticipated future earnings of one of its foreign subsidiaries related to the treatment of stock-based compensation in the Company's intercompany cost-sharing arrangement. In addition, these net expense items were also offset by a benefit of $10.5 million for the release of valuation allowances related to certain U.S. federal tax attributes that are now expected to be fully utilized.

The Company has not completed its accounting for the income tax effects of the Tax Act. Where the Company has been able to make reasonable estimates of the effects for which its analysis is not yet complete, the Company has recorded provisional amounts in accordance with SEC Staff Accounting Bulletin No. 118. Where the Company has not yet been able to make reasonable estimates of the impact of certain elements, the Company has not recorded any amounts related to those elements and has continued accounting for them in accordance with ASC 740 on the basis of the tax laws in effect immediately prior to the enactment of the Tax Act.

The Company's accounting for the following elements of the Tax Act is incomplete. However, the Company was able to make reasonable estimates of certain effects and, therefore, has recorded provisional amounts as follows:

Revaluation of deferred tax assets and liabilities: The Tax Act reduces the U.S. federal corporate tax rate from 35% to 21% for tax years beginning after December 31, 2017. In addition, the Tax Act makes certain changes to the depreciation rules and implements new limits on the deductibility of certain executive compensation. The Company has evaluated these changes and has recorded a provisional decrease to net deferred tax assets of $21.8 million with a corresponding increase to deferred tax expense. The Company is still completing its calculation of the impact of these changes on its deferred tax balances.

100% dividends received deduction: Beginning in 2018, the Tax Act provides a 100% deduction for dividends received from 10-percent owned foreign corporations by U.S. corporate shareholders, subject to a one-year holding period. Prior to enactment of the Tax Act, while the Company had asserted indefinite reinvestment of the foreign earnings of its foreign subsidiaries, in 2015, the Company began accruing a deferred tax liability for future earnings to be generated by one of its foreign subsidiaries upon resolution of the Altera case. The deferred tax liability was accrued in order to provide for the future U.S. tax cost of such earnings as these future earnings were not considered by the Company to be indefinitely reinvested. Under the Tax Act, these future earnings should not be subject to U.S. tax and therefore, the Company has released the deferred tax liability for this item. This release resulted in an increase to the net deferred tax asset of $39.4 million with a corresponding deferred tax benefit. The Company believes this is a reasonable estimate of the impact of the Tax Act but considers the release of this deferred tax liability as provisional pending further interpretation and guidance regarding how to account for certain aspects of the Tax Act.

Transition Tax on unrepatriated foreign earnings: The Transition Tax on unrepatriated foreign earnings is a tax on previously untaxed accumulated and current earnings and profits ("E&P") of the Company's foreign subsidiaries. To determine the amount of the Transition Tax, the

16. Income Taxes (Continued)

Company must determine, among other factors, the amount of post-1986 E&P of its foreign subsidiaries, as well as the amount of non-U.S. income taxes paid on such earnings. The Company was able to make a reasonable estimate of the Transition Tax and has recorded a provisional Transition Tax expense of $54.4 million. The Company is continuing to gather additional information to more precisely compute the amount of the Transition Tax to complete its calculation of E&P as well as the final determination of non-U.S. income taxes paid.

Valuation allowances: The Company must assess whether its valuation allowance analyses for deferred tax assets are affected by various aspects of the Tax Act (e.g., deemed repatriation of deferred foreign income, future GILTI inclusions, new categories of foreign tax credits). Since, as discussed herein, the Company has recorded provisional amounts related to certain portions of the Tax Act, any corresponding determination of the need for or change in a valuation allowance is also provisional. Prior to 2017, the Company had recorded valuation allowances for certain tax attributes that the Company estimated were not more likely than not to be utilized prior to their expiration. Based on a preliminary review of its 2017 and future taxable income, the Company has recorded a provisional release of valuation allowance in the amount of $10.5 million with a corresponding deferred tax benefit.

The Company's accounting for the following elements of the Tax Act is incomplete, and it has not yet been able to make reasonable estimates of the effects of these items. Therefore, no provisional amounts were recorded.

Global intangible low taxed income ("GILTI"): The Tax Act creates a new requirement that certain income (i.e., GILTI) earned by foreign subsidiaries must be included currently in the gross income of the U.S. shareholder. Due to the complexity of the new GILTI tax rules, the Company is continuing to evaluate this provision of the Tax Act and the application of ASC 740. Under U.S. GAAP, the Company is permitted to make an accounting policy election to either treat taxes due on future inclusions in U.S. taxable income related to GILTI as a current-period expense when incurred or to factor such amounts into the Company's measurement of its deferred taxes. The Company has not yet completed its analysis of the GILTI tax rules and is not yet able to reasonably estimate the effect of this provision of the Tax Act or make an accounting policy election for the ASC 740 treatment of the GILTI tax. Therefore, the Company has not recorded any amounts related to potential GILTI tax in its financial statements and has not yet made a policy decision regarding whether to record deferred taxes on GILTI.

Indefinite reinvestment assertion: Beginning in 2018, the Tax Act provides a 100% deduction for dividends received from 10-percent owned foreign corporations by U.S. corporate shareholders, subject to a one-year holding period. Although dividend income is now exempt from U.S. federal tax in the hands of the U.S. corporate shareholders, companies must still apply the guidance of ASC 740-30-25-18 to account for the tax consequences of outside basis differences and other tax impacts of their investments in non-U.S. subsidiaries. While the Company has accrued the Transition Tax on the deemed repatriated earnings that were previously indefinitely reinvested, the Company was unable to determine a reasonable estimate of the remaining tax liability, if any, under the Tax Act for its remaining outside basis

16. Income Taxes (Continued)

differences or evaluate how the Tax Act will affect the Company's existing accounting position to indefinitely reinvest unremitted foreign earnings. Therefore, the Company has not included a provisional amount for this item in its financial statements for fiscal 2017. The Company will record amounts as needed for this item beginning in the first reporting period during the measurement period in which the Company obtains necessary information and is able to analyze and prepare a reasonable estimate.

Income before income taxes includes the following components (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Domestic	$ 9,700	$ 4,313	$ 2,249
Foreign	67,203	60,183	28,014
	$76,903	$64,496	$30,263

The provision for income taxes consists of the following (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Current:			
Domestic	$ 48,947	$ 2,639	$ 951
Foreign	7,077	4,421	3,015
Total Current	56,024	7,060	3,966
Deferred:			
Domestic	(25,760)	(2,430)	(5,825)
Foreign	(453)	(1,628)	2,536
Total Deferred	(26,213)	(4,058)	(3,289)
Provision for income taxes	$ 29,811	$ 3,002	$ 677

The current domestic provision for income taxes of $48.9 million includes a one-time amount payable for the net Transition Tax of $42.6 million. Under the provisions of the Tax Act, a company is permitted to elect to pay this liability over an eight year period without interest. The Company plans to make that election. The Company currently estimates that $3.4 million of this Transition Tax liability will be paid within the next twelve months.

16. Income Taxes (Continued)

The reconciliation of the federal statutory tax rate to the Company's effective tax rate is as follows:

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Federal statutory rate	35.0%	35.0%	35.0%
Foreign tax rate benefit	(25.2)	(27.2)	(30.7)
Research and development tax credits	(4.5)	(4.1)	(5.6)
Release of prior year unrecognized tax benefits	(0.6)	(1.7)	(1.9)
Excess officer compensation	1.5	1.4	3.2
Change in cost-sharing treatment of stock-based compensation	5.2	(0.5)	(7.1)
Excess tax benefit of stock-based compensation	(5.6)	—	—
Change in prior period valuation allowance	(1.3)	(0.6)	8.8
Transition tax on unremitted foreign earnings	70.8	—	—
Revaluation of deferred tax balances	28.2	—	—
Other deferred tax impacts of tax reform	(64.8)	—	—
Other	0.1	2.4	0.5
Effective Tax Rate	38.8%	4.7%	2.2%

The effective tax rate for fiscal 2017 increased from fiscal 2016 primarily due to the one-time Transition Tax on unrepatriated earnings of certain foreign subsidiaries as a result of the enactment of the Tax Act. Additional tax expense was also recognized for the revaluation of the Company's deferred tax assets and liabilities. These increases in tax expense were partially offset by the release of a deferred tax liability related to future foreign earnings expected under the Company's intercompany cost-sharing arrangement, as well as a decrease in the valuation allowance established on federal research and development tax credits.

The effective tax rate for fiscal 2016 increased from fiscal 2015 primarily due to fiscal 2015 including a net benefit from a change in the tax accounting treatment of stock-based compensation in a cost-sharing arrangement following a U.S. Tax Court case (Altera). The increase in the effective tax rate was offset by a reduction in the prior period valuation allowance.

On July 27, 2015, the U.S. Tax Court (the "Court") issued an opinion in Altera Corp. v. Commissioner related to the treatment of stock-based compensation expense in an intercompany cost-sharing arrangement. A final decision was entered by the Court on December 1, 2015. In its opinion, the Court accepted Altera's position of excluding stock-based compensation from its cost-sharing arrangement and concluded that the related U.S. Treasury Regulations were invalid. In February 2016, the U.S. Internal Revenue Service (the "IRS") appealed the decision to the U.S Court of Appeals for the Ninth Circuit. Although the IRS has appealed the decision, and the U.S. Treasury has not withdrawn the requirement to include stock-based compensation from its regulations, based on the facts and circumstances of the Tax Court Case, the Company believes that it is more likely than not that the Tax Court decision will be upheld. As of the end of fiscal 2017, after revaluation to the new U.S. federal tax rate under the Tax Act, the Company's financial statements reflect a deferred tax asset for this item of $22.0 million. Also as a result of the enactment of the Tax Act, the Company has

16. Income Taxes (Continued)

reversed the deferred tax liability of $39.4 million it had previously recorded for the U.S. tax cost of potential repatriation of the associated foreign earnings. The Company will continue to monitor ongoing developments and potential impacts to its Consolidated Financial Statements.

The Company's operations in Singapore are subject to reduced tax rates through June 30, 2019, as long as certain conditions are met. Without the impact of the one-time Transition Tax, the income tax benefit from the reduced Singapore tax rate reflected in earnings was approximately $11.0 million (representing $0.25 per diluted share) in fiscal 2017, approximately $7.7 million (representing $0.18 per diluted share) in fiscal 2016 and approximately $14.4 million (representing $0.34 per diluted share) in fiscal 2015.

Deferred Income Taxes

Deferred tax assets and liabilities are recorded for the estimated tax impact of temporary differences between the tax basis and book basis of assets and liabilities. Significant components of the Company's deferred taxes as of December 30, 2017 and December 31, 2016 are as follows (in thousands):

	December 30, 2017	December 31, 2016
Deferred tax assets:		
Net operating loss carryforwards	$12,925	$ 21,187
Research and development tax credit carryforwards	12,322	15,068
Stock-based compensation	5,256	7,396
Capitalized research and development	3,468	6,802
Deferred income on shipments to distributors	7,070	9,338
Expected future cost-sharing adjustment	19,961	29,719
Accrued liabilities and other	8,620	11,321
	69,622	100,831
Less: Valuation allowance	(6,518)	(12,361)
	63,104	88,470
Deferred tax liabilities:		
Acquired intangible assets	13,884	25,785
Depreciation and amortization	1,274	2,939
Unremitted foreign earnings for expected future cost-sharing adjustment	—	31,165
Convertible debt	10,351	—
Prepaid expenses and other	1,421	3,069
	26,930	62,958
Net deferred tax assets	$36,174	$ 25,512

As of December 30, 2017, the Company had federal net operating loss and research and development tax credit carryforwards of approximately $37.5 million and $1.9 million, respectively, as a result of the Silicon Clocks, Spectra Linear and Ember acquisitions. These carryforwards expire in fiscal

16. Income Taxes (Continued)

years 2020 through 2031. Recognition of these loss and credit carryforwards is subject to an annual limit, which may cause them to expire before they are used.

As of December 30, 2017, the Company had foreign net operating loss carryforwards of approximately $9.6 million as a result of the Energy Micro acquisition. These loss carryforwards do not expire and recognition is not subject to an annual limit.

The Company also had state loss, state tentative minimum tax credit, and research and development tax credit carryforwards of approximately $44.1 million, $0.1 million, and $13.4 million, respectively. A portion of these loss and credit carryforwards was generated by the Company and a portion was acquired through the Integration Associates, Silicon Clocks, Spectra Linear, Ember and Zentri acquisitions. Certain of these carryforwards expire in fiscal years 2018 through 2036, and others do not expire. Recognition of some of these loss and credit carryforwards is subject to an annual limit, which may cause them to expire before they are used.

A valuation allowance is established against a deferred tax asset when it is more likely than not that the deferred tax asset will not be realized. As of December 30, 2017, the Company maintains a valuation allowance with respect to certain deferred tax assets relating primarily to state research and development tax credit and net operating loss carryforwards.

Uncertain Tax Positions

The following table summarizes the activity related to gross unrecognized tax benefits (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Beginning balance	$3,054	$ 3,610	$3,929
Additions based on tax positions related to current year	456	439	432
Additions based on tax positions related to prior years	114	99	—
Reductions for tax positions as a result of a lapse of the applicable statute of limitations	(437)	(1,094)	(751)
Ending balance	$3,187	$ 3,054	$3,610

As of December 30, 2017, December 31, 2016 and January 2, 2016, the Company had gross unrecognized tax benefits of $3.2 million, $3.0 million and $3.6 million, respectively, of which $3.2 million, $2.2 million and $3.2 million, respectively, would affect the effective tax rate if recognized.

The Company recognizes interest and penalties related to unrecognized tax benefits in the provision for income taxes. These amounts were not material for fiscal years 2017, 2016 and 2015.

The Norwegian Tax Administration ("NTA") has completed its examination of the Company's Norwegian subsidiary for income tax matters relating to fiscal years 2013, 2014, 2015 and 2016. The Company received a final assessment from the NTA in December 2017 concerning an adjustment to its

16. Income Taxes (Continued)

2013 taxable income related to the pricing of an intercompany transaction. The adjustment to 2013 taxable income would result in additional Norwegian tax of approximately $30.0 million, excluding interest and penalties. The Company disagrees with the NTA's assessment and believes the Company's position on this matter is more likely than not to be sustained. The Company plans to exhaust all available administrative remedies, and if unable to resolve this matter through administrative remedies with the NTA, the Company plans to pursue judicial remedies. The Company believes that it is likely that the NTA will request a payment of approximately $15 million in 2018 during the appeal process.

The Company believes that it has accrued adequate reserves related to all matters contained in tax periods open to examination. Should the Company experience an unfavorable outcome in the NTA matter; however, such an outcome could have a material impact on its financial statements.

Tax years 2013 through 2017 remain open to examination by the major taxing jurisdictions to which the Company is subject. The Company is not currently under audit in any major taxing jurisdiction, except Norway.

The Company believes it is reasonably possible that the gross unrecognized tax benefits will decrease by approximately $1.8 million in the next 12 months due to the lapse of the statute of limitations applicable to tax deductions and tax credits claimed on prior year tax returns.

17. Segment Information

The Company has one operating segment, mixed-signal analog intensive products, consisting of numerous product areas. The Company's chief operating decision maker is considered to be its Chief Executive Officer. The chief operating decision maker allocates resources and assesses performance of the business and other activities at the operating segment level.

The Company groups its products into four categories, based on the markets and applications in which the products may be used. The following summarizes the Company's revenue by product category (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
Internet of Things	$395,012	$314,614	$262,329
Broadcast	152,980	157,746	161,787
Infrastructure	152,158	147,677	121,974
Access	68,717	77,589	98,736
Total	$768,867	$697,626	$644,826

17. Segment Information (Continued)

Revenue is attributed to a geographic area based on the shipped-to location. The following summarizes the Company's revenue by geographic area (in thousands):

	Year Ended		
	December 30, 2017	December 31, 2016	January 2, 2016
United States	$112,574	$ 94,583	$ 96,959
China	307,748	291,974	281,306
Rest of world	348,545	311,069	266,561
Total	$768,867	$697,626	$644,826

The following summarizes the Company's property and equipment, net by geographic area (in thousands):

	December 30, 2017	December 31, 2016
United States	$119,746	$124,163
Rest of world	7,936	5,396
Total	$127,682	$129,559

Supplementary Financial Information (Unaudited)

Quarterly financial information for fiscal 2017 and 2016 is as follows. All quarterly periods reported here had 13 weeks (in thousands, except per share amounts):

	Fiscal 2017			
	Fourth Quarter	Third Quarter	Second Quarter	First Quarter
Revenues	$201,018	$198,723	$190,098	$179,028
Gross margin	119,264	116,574	113,192	105,161
Operating income	26,390	24,968	20,934	12,682
Net income (loss)	$ (4,852)	$ 19,949	$ 16,569	$ 15,426
Earnings (loss) per share:				
Basic	$ (0.11)	$ 0.47	$ 0.39	$ 0.37
Diluted	$ (0.11)	$ 0.46	$ 0.38	$ 0.36

	Fiscal 2016			
	Fourth Quarter	Third Quarter	Second Quarter	First Quarter
Revenues	$182,610	$178,083	$174,908	$162,025
Gross margin	109,476	108,203	108,294	95,531
Operating income	20,083	21,732	17,614	6,848
Net income	$ 20,109	$ 20,018	$ 15,559	$ 5,808
Earnings per share:				
Basic	$ 0.48	$ 0.48	$ 0.37	$ 0.14
Diluted	$ 0.47	$ 0.47	$ 0.37	$ 0.14

(This page has been left blank intentionally.)

Supplementary Financial Information to the Annual Report

Appendix I. Reconciliation of GAAP to Non-GAAP Financial Measures

(This page has been left blank intentionally.)

Appendix I: Supplemental Financial Information (Unaudited)

The non-GAAP financial measurements provided below do not replace the presentation of Silicon Laboratories' GAAP financial results. These measurements merely provide supplemental information to assist investors in analyzing Silicon Laboratories' financial position and results of operations; however, these measures are not in accordance with, or an alternative to, GAAP and may be different from non-GAAP measures used by other companies. We are providing this information because it may enable investors to perform meaningful comparisons of operating results, and more clearly highlight the results of core ongoing operations.

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)

	Year Ended December 30, 2017								
Non-GAAP Income Statement Items	**GAAP Measure**	**GAAP Percent of Revenue**	**Stock Compensation Expense***	**Intangible Asset Amortization***	**Acquisition Related Items***	**Non-cash Interest Expense***	**Income Tax Adjustments**	**Non-GAAP Measure**	**Non-GAAP Percent of Revenue**
Revenues	$768,867								
Gross margin	454,191	59.1%	$ 1,090	$ —	$ 124	$ —	$ —	$455,405	59.2%
Research and development	209,491	27.2%	21,771	20,075	356	—	—	167,289	21.8%
Selling, general and administrative	159,726	20.8%	21,891	6,546	1,101	—	—	130,188	16.9%
Operating expenses	369,217	48.0%	43,662	26,621	1,457	—	—	297,477	38.7%
Operating income	84,974	11.1%	44,752	26,621	1,581	—	—	157,928	20.5%
Net income	47,092	6.1%	44,752	26,621	1,581	6,834	14,304	141,184	18.4%
Diluted shares outstanding	43,332		—	—	—	—	—	43,332	
Diluted earnings per share	$ 1.09							$ 3.26	

* Represents pre-tax amounts

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)
(Continued)

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Non-cash Interest Expense*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended December 30, 2017								
Revenues	$201,018								
Gross margin	119,264	59.3%	$ 287	$ —	$ —	$ —	$ —	$119,551	59.5%
Research and development	52,735	26.2%	5,611	4,943	—	—	—	42,181	21.0%
Selling, general and administrative	40,139	20.0%	5,847	1,647	(110)	—	—	32,755	16.3%
Operating expenses	92,874	46.2%	11,458	6,590	(110)	—	—	74,936	37.3%
Operating income	26,390	13.1%	11,745	6,590	(110)	—	—	44,615	22.2%
Net income (loss)	(4,852)	(2.4)%	11,745	6,590	(110)	2,748	24,631	40,752	20.3%

	GAAP Measure	Dilutive Securities Excluded From GAAP Measure Due to Net Loss	Non-GAAP Measure
Diluted shares outstanding	42,656	1,088	43,744
Diluted earnings per share	$ (0.11)		$ 0.93

* Represents pre-tax amounts

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Non-cash Interest Expense*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended September 30, 2017								
Revenues	$198,723								
Gross margin	116,574	58.7%	$ 281	$ —	$ —	$ —	$ —	$116,855	58.8%
Research and development	52,000	26.2%	5,411	5,187	—	—	—	41,402	20.8%
Selling, general and administrative	39,606	19.9%	5,663	1,647	161	—	—	32,135	16.2%
Operating expenses	91,606	46.1%	11,074	6,834	161	—	—	73,537	37.0%
Operating income	24,968	12.6%	11,355	6,834	161	—	—	43,318	21.8%
Net income	19,949	10.0%	11,355	6,834	161	2,674	(1,796)	39,177	19.7%
Diluted shares outstanding	43,374		—	—	—	—	—	43,374	
Diluted earnings per share	$ 0.46							$ 0.90	

* Represents pre-tax amounts

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)
(Continued)

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Non-cash Interest Expense*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended July 1, 2017								
Revenues	$190,098								
Gross margin	113,192	59.5%	$ 264	$ —	$ —	$ —	$ —	$113,456	59.7%
Research and development	52,432	27.6%	5,503	5,048	—	—	—	41,881	22.1%
Selling, general and administrative	39,826	20.9%	5,399	1,647	234	—	—	32,546	17.1%
Operating expenses	92,258	48.5%	10,902	6,695	234	—	—	74,427	39.2%
Operating income	20,934	11.0%	11,166	6,695	234	—	—	39,029	20.5%
Net income	16,569	8.7%	11,166	6,695	234	2,640	(3,319)	33,985	17.9%
Diluted shares outstanding	43,178		—	—	—	—	—	43,178	
Diluted earnings per share	$ 0.38							$ 0.79	

* Represents pre-tax amounts

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Non-cash Interest Expense*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended April 1, 2017								
Revenues	$179,028								
Gross margin	105,161	58.7%	$ 258	$ —	$ 124	$ —	$ —	$105,543	59.0%
Research and development	52,324	29.2%	5,246	4,897	356	—	—	41,825	23.4%
Selling, general and administrative	40,155	22.4%	4,982	1,605	816	—	—	32,752	18.3%
Operating expenses	92,479	51.6%	10,228	6,502	1,172	—	—	74,577	41.7%
Operating income	12,682	7.1%	10,486	6,502	1,296	—	—	30,966	17.3%
Net income	15,426	8.6%	10,486	6,502	1,296	(1,228)	(5,212)	27,270	15.2%
Diluted shares outstanding	43,030		—	—	—	—	—	43,030	
Diluted earnings per share	$ 0.36							$ 0.63	

* Represents pre-tax amounts

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)
(Continued)

	Year Ended December 31, 2016								
Non-GAAP Income Statement Items	**GAAP Measure**	**GAAP Percent of Revenue**	**Stock Compensation Expense***	**Intangible Asset Amortization***	**Acquisition Related Items***	**Termination Costs***	**Income Tax Adjustments**	**Non-GAAP Measure**	**Non-GAAP Percent of Revenue**
Revenues	$697,626								
Gross margin	421,504	60.4%	$ 1,070	$ 909	$ 427	$ —	$ —	$423,910	60.8%
Research and development	199,744	28.6%	19,573	20,090	(231)	236	—	160,076	22.9%
Selling, general and administrative	155,483	22.3%	18,985	5,780	569	1,460	—	128,689	18.5%
Operating expenses	355,227	50.9%	38,558	25,870	337	1,697	—	288,765	41.4%
Operating income	66,277	9.5%	39,628	26,779	764	1,697	—	135,145	19.4%
Net income	61,494	8.8%	39,628	26,779	764	1,697	(12,716)	117,646	16.9%
Diluted shares outstanding	42,376		—	—	—	—	—	42,376	
Diluted earnings per share	$ 1.45							$ 2.78	

* Represents pre-tax amounts

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)
(Continued)

Non-GAAP Income Statement Items	Three Months Ended December 31, 2016								
	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Termination Costs*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
Revenues	$182,610								
Gross margin	109,476	60.0%	$ 264	$ —	$ —	$ —	$ —	$109,740	60.1%
Research and development	50,626	27.7%	4,879	4,601	(232)	—	—	41,378	22.7%
Selling, general and administrative	38,767	21.3%	4,429	1,522	282	742	—	31,792	17.4%
Operating expenses	89,393	49.0%	9,308	6,123	50	742	—	73,170	40.1%
Operating income	20,083	11.0%	9,572	6,123	50	742	—	36,570	20.0%
Net income	20,109	11.0%	9,572	6,123	50	742	(4,585)	32,011	17.5%
Diluted shares outstanding	42,728		—	—	—	—	—	42,728	
Diluted earnings per share	$ 0.47							$ 0.75	

* Represents pre-tax amounts

Non-GAAP Income Statement Items	Three Months Ended October 1, 2016								
	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Termination Costs*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
Revenues	$178,083								
Gross margin	108,203	60.8%	$ 272	$ 130	$ —	$ —	$ —	$108,605	61.0%
Research and development	48,437	27.2%	4,580	4,257	—	—	—	39,600	22.2%
Selling, general and administrative	38,034	21.4%	4,343	1,420	311	552	—	31,408	17.7%
Operating expenses	86,471	48.6%	8,923	5,677	311	552	—	71,008	39.9%
Operating income	21,732	12.2%	9,195	5,807	311	552	—	37,597	21.1%
Net income	20,018	11.2%	9,195	5,807	311	552	(3,467)	32,416	18.2%
Diluted shares outstanding	42,307		—	—	—	—	—	42,307	
Diluted earnings per share	$ 0.47							$ 0.77	

* Represents pre-tax amounts

Unaudited Reconciliation of GAAP to Non-GAAP Financial Measures
(In thousands, except per share data)
(Continued)

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Termination Costs*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended July 2, 2016								
Revenues	$174,908								
Gross margin	108,294	61.9%	$ 269	$ 389	$—	$ —	$ —	$108,952	62.3%
Research and development	51,635	29.5%	5,205	5,616	—	236	—	40,578	23.2%
Selling, general and administrative	39,045	22.3%	5,044	1,419	—	63	—	32,519	18.6%
Operating expenses	90,680	51.8%	10,249	7,035	—	299	—	73,097	41.8%
Operating income	17,614	10.1%	10,518	7,424	—	299	—	35,855	20.5%
Net income	15,559	8.9%	10,518	7,424	—	299	(2,046)	31,754	18.2%
Diluted shares outstanding	42,284		—	—	—	—	—	42,284	
Diluted earnings per share	$ 0.37							$ 0.75	

* Represents pre-tax amounts

Non-GAAP Income Statement Items	GAAP Measure	GAAP Percent of Revenue	Stock Compensation Expense*	Intangible Asset Amortization*	Acquisition Related Items*	Termination Costs*	Income Tax Adjustments	Non-GAAP Measure	Non-GAAP Percent of Revenue
	Three Months Ended April 2, 2016								
Revenues	$162,025								
Gross margin	95,531	59.0%	$ 266	$ 390	$426	$ —	$ —	$96,613	59.6%
Research and development	49,046	30.3%	4,910	5,616	—	—	—	38,520	23.8%
Selling, general and administrative	39,637	24.5%	5,168	1,419	(24)	104	—	32,970	20.3%
Operating expenses	88,683	54.8%	10,078	7,035	(24)	104	—	71,490	44.1%
Operating income	6,848	4.2%	10,344	7,425	402	104	—	25,123	15.5%
Net income	5,808	3.6%	10,344	7,425	402	104	(2,618)	21,465	13.2%
Diluted shares outstanding	42,199		—	—	—	—	—	42,199	
Diluted earnings per share	$ 0.14							$ 0.51	

* Represents pre-tax amounts

Silicon Labs is a leading provider of silicon, software and solutions for a smarter, more connected world.

Founded in 1996 and headquartered in Austin, Texas, Silicon Labs has more than 1,600 patents issued or pending. The company's common stock is traded on the NASDAQ exchange under the ticker symbol "SLAB."

Board of Directors

Nav S. Sooch
Chief Executive Officer,
Ketra

Tyson Tuttle
President and
Chief Executive Officer,
Silicon Labs

Bill Bock
Independent Director

Jack Lazar
Independent Director

Gregg Lowe
President and
Chief Executive Officer,
Cree

Nina Richardson
Independent Director

Sumit Sadana
Executive Vice President and
Chief Business Officer,
Micron Technology

Bill Wood
General Partner,
Silverton Partners

Executive Officers

Tyson Tuttle
President and
Chief Executive Officer

John Hollister
Senior Vice President and
Chief Financial Officer

Brandon Tolany
Senior Vice President of
Worldwide Sales

Sandeep Kumar, PhD
Senior Vice President of
Worldwide Operations

Alessandro Piovaccari, PhD
Senior Vice President and
Chief Technical Officer

Corporate Information

Stock Listing
Common stock traded on
NASDAQ, symbol SLAB

Options
The Company's options are traded on the Chicago Board Option Exchange and the American Stock Exchange.

Legal Counsel
DLA Piper US LLP
401 Congress Avenue,
Suite 2500
Austin, Texas, 78701 USA

Independent Registered Public Accounting Firm
Ernst & Young LLP
401 Congress Avenue,
Suite 1800
Austin, Texas, 78701 USA

Transfer Agent and Registrar
American Stock Transfer &
Trust Company
59 Maiden Lane
Plaza Level
New York, New York, 10038 USA
+1 800-937-5449

Stock Data
As of 1/22/2018, there were 72 holders of record, holding a total of 42,708,559 shares. The table below shows the high and low per-share sales prices of our common stock for the periods indicated, as reported by NASDAQ.

	High	Low
Q1	$75.60	$63.15
Q2	$78.45	$66.85
Q3	$81.95	$66.35
Q4	$96.93	$80.17

Annual Meeting
The Silicon Laboratories Inc. annual meeting will be held on Thursday, April 19, 2018 at 9:00 a.m. Central Time at the Lady Bird Johnson Wildflower Center,
4801 La Crosse Avenue,
Austin, Texas, 78739 USA

Investor Relations
For more information about Silicon Labs, please visit our website at www.silabs.com, or contact:

Investor Relations
Silicon Labs
400 West Cesar Chavez Street
Austin, Texas, 78701 USA
+1 512-416-8500
investor.relations@silabs.com

Designed by Make It So Design, Austin, Texas

Silicon, software and solutions for a smarter, more connected world.