



Q2FY2017 EARNINGS CALL

MARCH 6, 2017



Safe Harbor

Any statements about future expectations, plans, and prospects for the Company, including statements containing the words “believes,” “anticipates,” “plans,” “expects,” and similar expressions, constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those indicated by such forward-looking statements as a result of various important factors, including risks relating to product development and commercialization, limited demand for the Company’s products, risks associated with competition, uncertainties associated with regulatory agency approvals, competitive pricing pressures, downturns in the economy, the risk of potential intellectual property litigation, acquisition related risks, and other factors discussed in our most recent quarterly or annual report filed with the Securities and Exchange Commission. In addition, the forward-looking statements included in this presentation represent the Company’s views as of the date of this document. While the Company anticipates that subsequent events and developments will cause the Company’s views to change, the Company specifically disclaims any obligation to update these forward-looking statements. These forward-looking statements should not be relied upon as representing the Company’s views as of any later date.

Use of Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures that are not in accordance with, nor an alternative to, generally accepted accounting principles and may be different from such non-GAAP measures used by other companies. In addition, these non-GAAP measures are not based on any comprehensive set of accounting rules or principles.

Management uses non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income, non-GAAP operating margin, non-GAAP net income and non-GAAP diluted earnings per share to evaluate the Company's operating performance against past periods and to budget and allocate resources in future periods. These non-GAAP measures also assist management in understanding and evaluating the underlying baseline operating results and trends in the Company's business.

With respect to forwarding looking measures, we provide an outlook for our non-GAAP operating margins and earnings. We do not provide operating margin or earnings outlook on a GAAP basis. Many of the items that we exclude from our Non-GAAP operating margin and earnings calculations, such as amortization of intangibles, acquisition related costs, restructuring expenses, and one-time tax adjustments, are less capable of being controlled or reliably predicted by management. These items could cause our GAAP operating margins and earnings to vary materially from the corresponding Non-GAAP figures presented in our outlook statements.

Non-GAAP financial measures should not be considered as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. They are limited in value because they exclude charges that have a material effect on our reported results and, therefore, should not be relied upon as the sole financial measures to evaluate our financial results. The non-GAAP financial measures are meant to supplement, and to be viewed in conjunction with, GAAP financial measures. A reconciliation of GAAP to non-GAAP financial measures can be found in the appendix to this presentation and our Second Quarter FY2017 press release issued March 6, 2017 available at our website <http://investor.analogic.com>.

Agenda

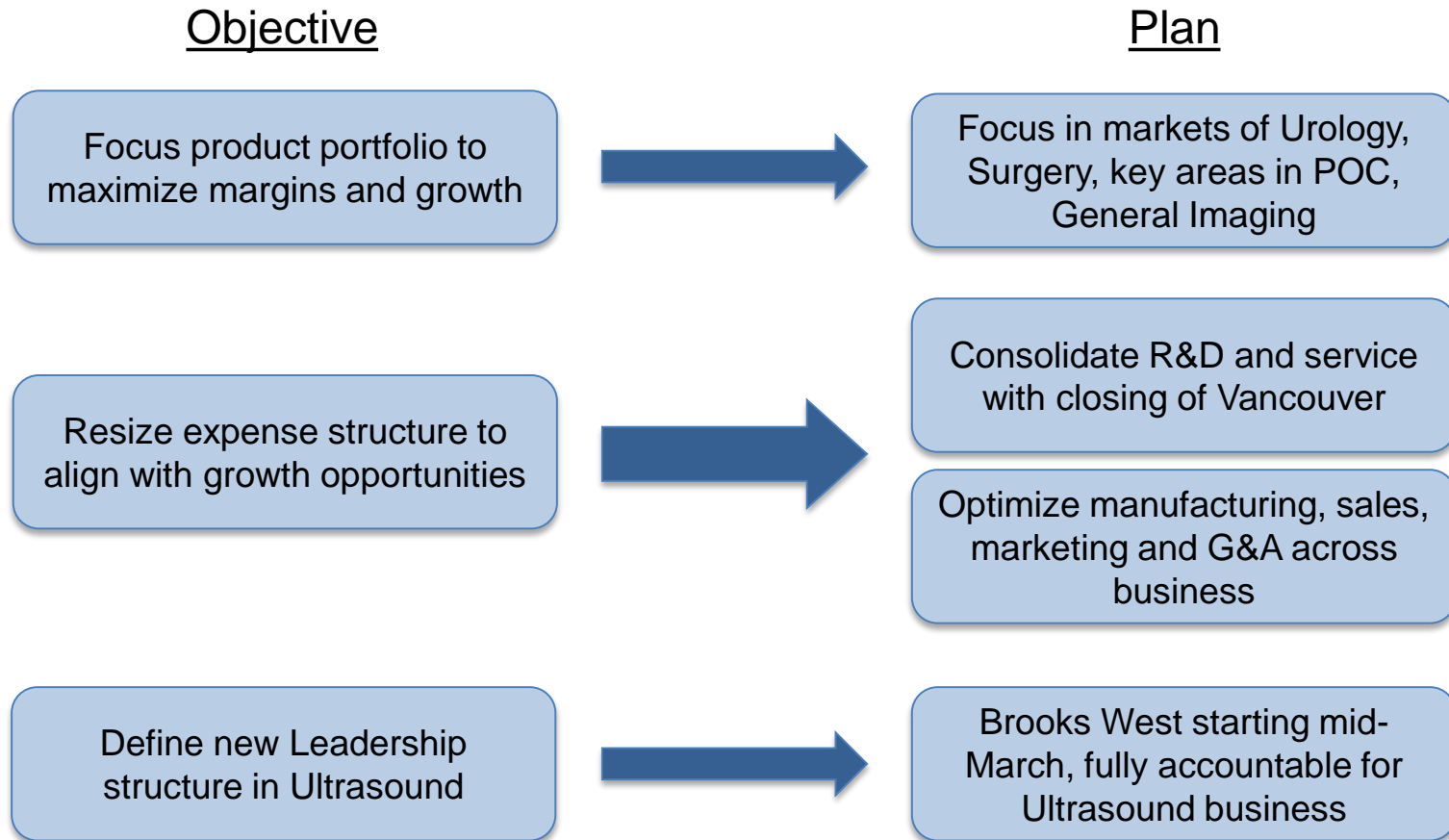
- Q2 FY17 Update/Restructuring Plan – Fred Parks, CEO
- Q2 FY17 Financial Results – Mark Frost, CFO
- Business Outlook – Fred Parks, CEO
- Q&A

Q2 FY17 Quarterly Update

- Met expectations on revenue and earnings for the quarter on strength in Security (up 71%)
 - Medical Imaging – Lower revenue on CT and Mammo offset by MRI
 - Ultrasound - Lower revenue on expected general imaging delays
- Completed assessment of Ultrasound portfolio and cost structure. Announced restructuring to focus on improving profitability and growth.

Ultrasound Restructuring

90 day assessment of Ultrasound has been completed

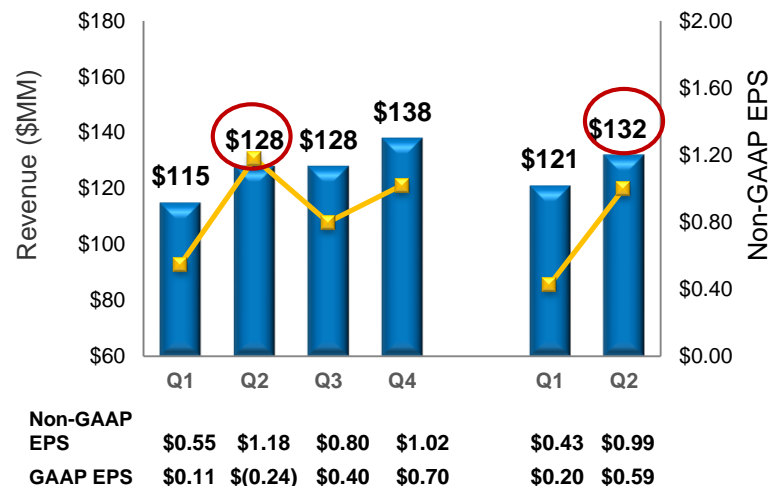


Q2 FY17 Financial Highlights

Strength in Security Offset by Ultrasound and Medical Imaging

- Revenue \$132M, up 3% on growth in Security
- GAAP Gross Margin 44%, down 2 pts.
- GAAP Operating Margin 7%, Non-GAAP* Operating Margin of 13%
- GAAP EPS \$0.59, up \$0.83
 - Includes \$8.2 million, \$0.41 per share, benefit on contingent consideration adjustment on lower forecasted revenues from Oncura
 - Includes \$10.4 million, \$0.52 per share, on impairment charges
- Non-GAAP* EPS \$0.99, down \$0.19

Revenue and Non-GAAP* EPS



Total restructuring charges of up to \$5.0 million in FY17, \$0.5 million recorded in Q2 FY17. Cost savings between \$12 - \$15 million in FY18

* Non-GAAP operating margin/income figures exclude certain charges; please refer to the non-GAAP reconciliation table in the back of this presentation and in Analogic's Q2 FY 2017 earnings release available at <http://investor.analogic.com>.

Q2 FY17 Financial Results

(In millions, except per share data)

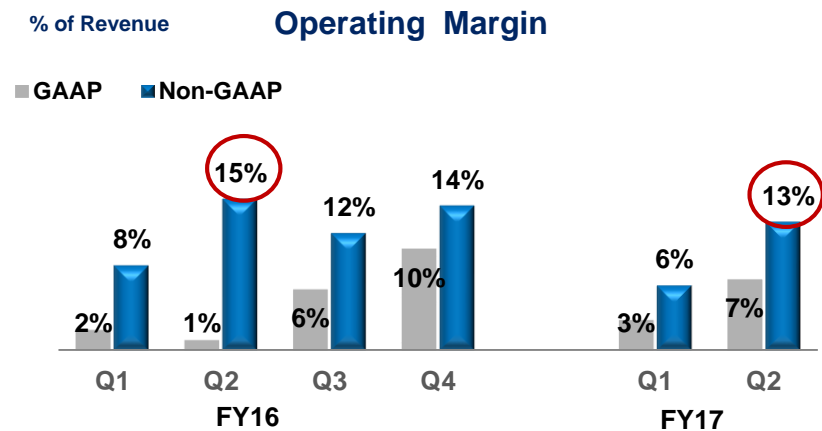
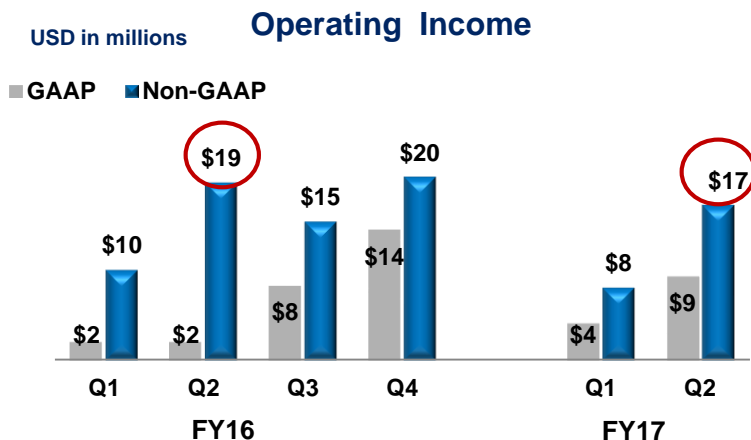
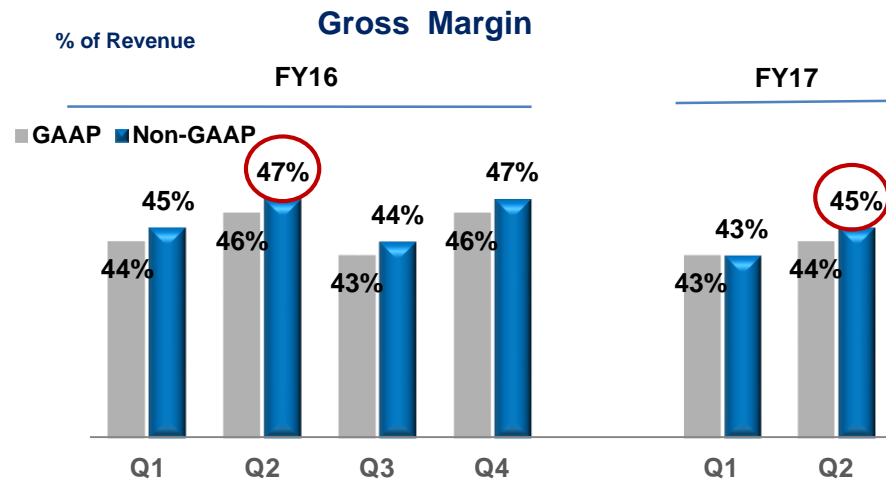
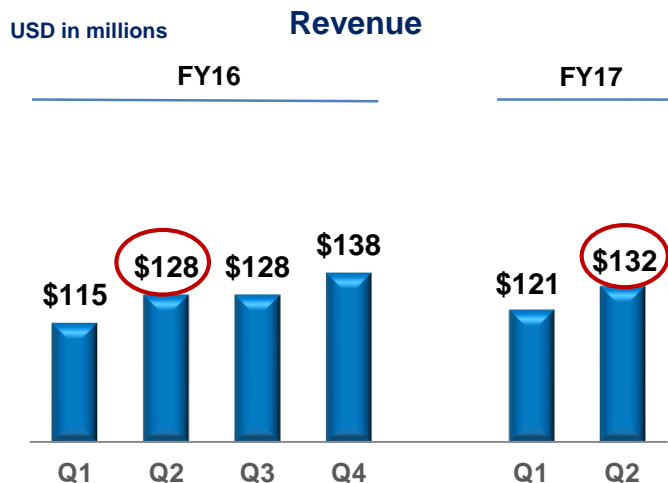
	GAAP		Non-GAAP	
	Three months ended January 31		Three months ended January 31	
	Q2 FY17	Q2 FY16	Q2FY17	Q2FY16
Products	\$ 130.3	\$ 125.9	\$ 130.5	\$ 126.0
Engineering	1.2	1.9	1.2	1.9
Total Revenue	\$ 131.5	\$ 127.9	131.7	\$ 128.0
Gross Profit	57.7	58.8	58.7	59.8
Gross Margin	43.9%	46.0%	44.6%	46.7%
Research & Development	16.2	16.6	15.6	16.0
Selling & Marketing	17.4	15.2	15.7	13.7
General & Administrative	4.0	22.3	10.7	11.0
Restructuring	0.3	3.1	(0.0)	(0.0)
Asset Impairment Charges	10.4	-	-	-
Operating Expenses	48.2	57.3	42.0	40.7
Op Ex % of Revenue	36.7%	44.8%	31.9%	31.8%
Operating Income	9.5	1.5	16.7	19.1
Operating Margin	7.2%	1.2%	12.7%	14.9%
Other Income (Expense)	0.0	(3.5)	0.0	(0.3)
Income Before Taxes	9.5	(2.0)	16.7	18.8
Income Tax Provision (Benefit)	2.0	1.0	4.1	3.9
Effective tax rate	20.8%	-49.4%	24.7%	20.9%
Net Income (Loss)	\$ 7.5	\$ (3.0)	\$ 12.6	\$ 14.9
Diluted EPS	\$ 0.59	\$ (0.24)	\$ 0.99	\$ 1.18

- GAAP Operating Expenses decreased \$9M compared to Q2'16
 - G&A down \$18.3M on prior year expenses related to the BK Distributor Matter and contingent consideration adjustments
 - Restructuring down \$2.9M
 - Asset Impairment of \$10.4M
 - Sales & Marketing up \$2.1M with \$1.7M on Oncura acquisition.
- Non-GAAP Operating Expenses increased \$1.3M; \$2.0M in Sales and Marketing - \$1.6M on Oncura acquisition and higher sales headcount related costs, offset by lower R&D and G&A.
- GAAP Operating Margin is up 6.0 pts compared to Q2'16 on lower operating expenses
- GAAP Other Expense lower by \$3.5M related to the BK Distributor matter in Q2 FY16

* Non-GAAP operating margin/income figures exclude certain charges; please refer to the non-GAAP reconciliation table in the back of this presentation and in Analogic's Q2 FY 2017 earnings release available at <http://investor.analogic.com>.

(Amounts and percentages may not foot due to rounding to millions)

Quarterly Performance Trends



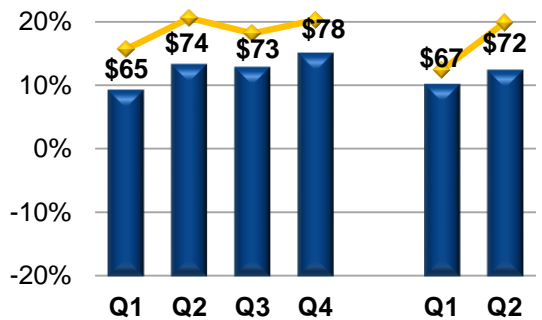
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Operating Performance by Segment

Revenue \$M and Non-GAAP* Operating Margin Trend

Medical Imaging

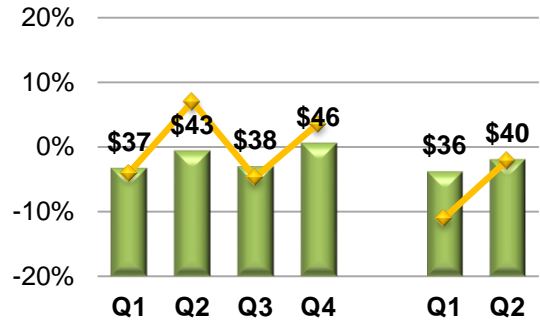
FY16 FY17



	Q1	Q2	Q3	Q4	Q1	Q2
Non-GAAP OM	16%	21%	18%	20%	12%	20%
GAAP OM	10%	16%	14%	17%	10%	17%

Ultrasound

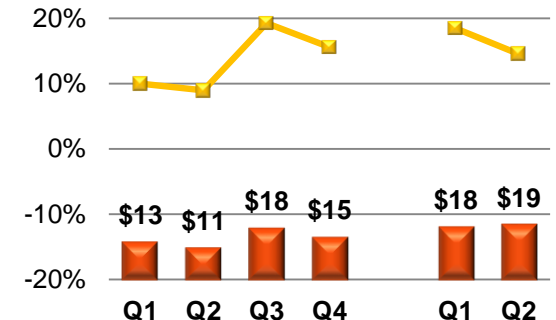
FY16 FY17



	Q1	Q2	Q3	Q4	Q1	Q2
Non-GAAP OM	-5%	7%	-5%	4%	-11%	-2%
GAAP OM	-13%	-23%	-13%	-2%	-16%	-11%

Security & Detection

FY16 FY17



	Q1	Q2	Q3	Q4	Q1	Q2
Non-GAAP OM	10%	9%	19%	16%	18%	15%
GAAP OM	2%	-2%	14%	11%	17%	9%

— Non-GAAP Operating Margin*

- **Medical Imaging** revenue down -2% on decreases in CT and Mammography offset by favorability in MRI; non-GAAP op margin is flat
- **Ultrasound** down -7%. Delays in general imaging and lower OEM probes offset by strength in Europe and China; non-GAAP op margin down 8 pts due to lower sales volume and higher comparative operating expenses from Oncura acquisition
- **Security & Detection** revenue up 71% on higher volume in international high speed and Rapid DNA; non-GAAP op margin up 6 pts. from operating leverage at higher volume

* Non-GAAP operating margin/income figures exclude certain charges; please refer to the non-GAAP reconciliation table in the back of this presentation and in Analogic's Q2 FY 2017 earnings release available at <http://investor.analogic.com>.

Six Months FY17 Financial Results

(In millions, except per share data)

	GAAP		Non-GAAP	
	Six months ended January 31		Six months ended January 31	
	FY17	FY16	FY17	FY16
Products	\$ 250.6	\$ 240.1	\$ 250.9	\$ 240.2
Engineering	2.1	2.8	2.1	2.8
Total Revenue	\$ 252.7	\$ 242.8	\$ 252.9	\$ 243.0
Gross Profit	109.3	109.7	111.3	111.8
Gross Margin	43.3%	45.2%	44.0%	46.0%
Research & Development	32.1	33.8	31.1	32.7
Selling & Marketing	35.5	30.5	32.2	27.3
General & Administrative	17.6	35.5	23.5	22.9
Restructuring	0.3	6.4	-	(0.0)
Asset Impairment Charges	10.4	-	-	-
Operating Expenses	95.9	106.2	86.9	82.9
Op Ex % of Revenue	38.0%	43.7%	34.3%	34.1%
Operating Income	13.4	3.5	24.5	28.9
Operating Margin	5.3%	1.4%	9.7%	11.9%
Other Income (Expense)	(0.4)	(4.0)	(0.4)	(0.8)
Income Before Taxes	13.0	(0.5)	24.0	28.1
Income Tax Provision (Benefit)	2.9	1.1	6.1	6.3
Effective tax rate	22.7%	-243.7%	25.3%	22.2%
Net Income (Loss)	\$ 10.0	\$ (1.6)	\$ 18.0	\$ 21.9
Diluted EPS	\$ 0.79	\$ (0.13)	\$ 1.41	\$ 1.73

- GAAP Operating Expenses decreased \$10.3M compared to YTD'16
 - G&A down \$17.9M on prior year expenses related to the BK Distributor Matter and contingent consideration adjustments offset by CEO transition expenses of \$1.8M
 - Restructuring down \$6.1M
 - R&D down 1.7M on lower material expenses.
 - Sales & Marketing up \$5.1M with \$4M related to Oncura acquisition
 - Asset Impairment of \$10.4M.
- Non-GAAP Operating Expenses increased \$4.0M; \$4.9M in Sales and Marketing - \$3.6M on Oncura acquisition and higher sales headcount related costs, offset by lower R&D.
- GAAP Operating Margin is up 3.9 pts. compared to YTD'16 on lower operating expenses.
- GAAP Other Expense lower by \$3.6M related to the BK Distributor matter in FY16

* Non-GAAP operating margin/income figures exclude certain charges; please refer to the non-GAAP reconciliation table in the back of this presentation and in Analogic's Q2 FY 2017 earnings release available at <http://investor.analogic.com>.

(Amounts and percentages may not foot due to rounding to millions)

Working Capital and Cash Flow

(Unaudited - in millions)

	Q2 FY17	Q1 FY17	Q4 FY16	Q3 FY16	Q2 FY16	Q1 FY16
Cash and Investments	\$ 153.0	\$ 142.0	\$ 118.7	\$ 128.1	\$ 120.1	\$ 130.5
Accounts receivable	\$ 91.6	\$ 91.9	\$ 112.4	\$ 95.3	\$ 95.2	\$ 93.8
Inventories	143.8	145.3	145.5	153.5	149.7	144.6
Other Working Capital, Net	(57.7)	(62.6)	(66.3)	(69.9)	(63.8)	(50.9)
Non-Cash Working Capital	\$ 177.7	\$ 174.6	\$ 191.6	\$ 178.8	\$ 181.1	\$ 187.6
Net Working Capital	\$ 330.7	\$ 316.6	\$ 310.3	\$ 307.0	\$ 301.2	\$ 318.1

Cash Flow

(Unaudited - in millions)

	Q2 FY17	Q1 FY17	Q4 FY16	Q3 FY16	Q2 FY16	Q1 FY16
Operating Cash Flow from operations	\$ 14.2	\$ 26.5	\$ (1.9)	\$ 16.0	\$ 5.2	\$ 13.7
Capital Spending	2.4	3.3	3.5	5.1	1.7	2.8
Free cash flow*	11.8	23.2	(5.4)	10.9	3.5	10.9
Stock repurchased and dividends paid	1.3	1.2	3.2	5.8	4.9	4.9
Cash flow after stock repurchase and dividends	\$ 10.5	\$ 22.0	\$ (8.6)	\$ 5.1	\$ (1.4)	\$ 6.0

- **Operating cash flow** of \$14M in Q2, **Cap Ex** at \$2M resulting in **Free cash flow** of \$12M
- **Accounts receivables** lower driving **DSO** down by 3 days sequentially to 53 days
- **Inventory** down \$2M sequentially on higher volume of shipments

*Free cash flow is defined as operating cash flow minus capital expenditures

(Amounts may not foot due to rounding to millions)

FY17 and Long Term Outlook

FY17 - Expect flat revenue growth with non-GAAP operating margin between 10.0% and 11.5% resulting in non-GAAP diluted EPS of between \$3.00 and \$3.45

Ultrasound: Mid-single digit revenue declines with negative low-single digit op margin

- Restructuring actions will disrupt FY17 and benefit longer term
- General imaging delays through end of year, FY18 shipments to begin
- Direct Ultrasound growth driven by Urology and Surgery at mid-single digits

Medical Imaging: Low single digit revenue declines with continued high teens operating margins

- Sourcing decisions by significant OEM in CT to affect revenue growth in FY17 and FY18
- Highly Ruggedized CT system growth in China
- MRI and Mammography softening

Security and Detection: Strong double digit revenue growth with mid-teens operating margin

- Solid growth outlook with strong backlog from International high speed tenders

Fiscal 2018 - Total company revenues expected to be down low-single digits with Non-GAAP operating margins up approximately 1 point.

Long Term – Mid-single digit revenue growth by FY19 with non-GAAP operating margin expansion of approximately 1 pt. per year

Q&A

Appendix

Non-GAAP Statement of Operations Reconciliation

(In thousands, except per share data)

	Three Months Ended		Six Months Ended	
	January 31, 2017	January 31, 2016	January 31, 2017	January 31, 2016
GAAP Income From Operations	\$ 9,450	\$ 1,509	\$ 13,408	\$ 3,497
Share-based compensation expense (Note 1)	2,597	1,760	4,160	4,143
Acquisition-related revenues and expenses (Note 2)	(6,065)	2,492	(3,853)	4,554
BK Medical distributor matter inquiry related costs (Note 3)	12	10,208	15	10,234
Restructuring (Note 4)	267	3,147	299	6,430
Asset impairment charges (Note 5)	10,423	-	10,423	-
Non-GAAP Income From Operations	<u>\$ 16,684</u>	<u>\$ 19,116</u>	<u>\$ 24,452</u>	<u>\$ 28,857</u>
Percentage of Total Net Revenue	13%	15%	10%	12%
GAAP Other Income (Expense), net	\$ 28	\$ (3,507)	\$ (414)	\$ (3,965)
BK Medical distributor matter inquiry related costs (Note 3)	-	3,211	-	3,211
Acquisition related loss	-	-	-	-
Non-GAAP Other Income (Expense), net	<u>\$ 28</u>	<u>\$ (296)</u>	<u>\$ (414)</u>	<u>\$ (754)</u>
Percentage of Total Net Revenue	0%	0%	0%	0%
GAAP Tax Provision (Note 6)	\$ 1,968	\$ 987	\$ 2,948	\$ 1,141
GAAP Tax Rate	20.8%	-49.4%	22.7%	-243.7%
Non-GAAP Tax Provision (Note 5)	4,124	3,938	\$ 6,074	\$ 6,252
Non-GAAP Tax Rate	24.7%	20.9%	25.3%	22.2%
GAAP Net Income (Loss)	\$ 7,510	\$ (2,985)	\$ 10,046	\$ (1,609)
Share-based compensation expense (Note 1)	1,791	1,228	2,857	2,912
Acquisition-related revenues and expenses (Note 2)	(3,500)	1,989	(1,748)	3,711
BK Medical distributor matter inquiry related costs (Note 3)	8	12,640	10	12,657
Restructuring (Note 4)	169	2,010	189	4,181
Asset impairment charges (Note 5)	6,610	-	6,610	-
Non-GAAP Net Income	<u>\$ 12,588</u>	<u>\$ 14,882</u>	<u>\$ 17,964</u>	<u>\$ 21,851</u>
Percentage of Total Net Revenue	10%	12%	7%	9%
GAAP Diluted Net Income (Loss) Per Share	\$ 0.59	\$ (0.24)	\$ 0.79	\$ (0.13)
Effect of non-GAAP adjustments	\$ 0.40	\$ 1.42	0.62	1.86
Non-GAAP Diluted Net Income Per Share	<u>\$ 0.99</u>	<u>\$ 1.18</u>	<u>\$ 1.41</u>	<u>\$ 1.73</u>

(Amounts may not foot due to rounding to millions)

Non-GAAP Statement of Operations Reconciliation

(In thousands, except per share data)

	31-Oct-15	31-Jan-16	30-Apr-16	31-Jul-16	31-Oct-16	31-Jan-17
GAAP Income From Operations	\$ 1,988	\$ 1,509	\$ 7,626	\$ 14,090	\$ 3,953	\$ 9,450
Share-based compensation expense	2,382	1,760	2,934	1,720	1,563	2,597
BK Medical distributor matter inquiry related costs	26	10,208	39	195	4	12
Restructuring	3,283	3,147	1,839	1,372	32	267
Acquisition-related revenues and expenses	2,061	2,492	2,462	2,360	2,212	(6,065)
Asset impairment charges						10,423
Non-GAAP Income From Operations	\$ 9,740	\$ 19,116	\$ 14,900	\$ 19,737	\$ 7,764	\$ 16,684
Percentage of Total Net Revenue	8%	15%	12%	14%	6%	13%
GAAP Other Income (Expense), net	\$ (458)	\$ (3,507)	\$ (934)	\$ 3	\$ (442)	\$ 28
BK Medical distributor matter inquiry related costs	-	3,211	-	-	-	-
Non-GAAP Other Income (Expense), net	\$ (458)	\$ (296)	\$ (934)	\$ 3	\$ (442)	\$ 28
Percentage of Total Net Revenue	0%	0%	-1%	0%	0%	0%
GAAP Net Income (Loss)	\$ 1,376	\$ (2,985)	\$ 4,970	\$ 8,767	\$ 2,531	\$ 7,510
Share-based compensation expense	1,684	1,228	1,996	1,121	1,066	1,791
BK Medical distributor matter inquiry related costs	17	12,640	30	133	2	8
Restructuring	2,171	2,010	1,146	858	21	169
Acquisition related revenues, expenses and loss	1,722	1,989	1,958	1,898	1,752	(3,500)
Asset impairment charges						6,610
Non-GAAP Net Income	\$ 6,969	\$ 14,882	\$ 10,100	\$ 12,777	\$ 5,372	\$ 12,588
Percentage of Total Net Revenue	6%	12%	8%	9%	4%	10%
GAAP Diluted Net Income (Loss) Per Share	\$ 0.11	\$ (0.24)	\$ 0.40	\$ 0.70	\$ 0.20	\$ 0.59
Effect of non-GAAP adjustments	0.44	1.43	0.40	0.32	0.23	0.40
Non-GAAP Diluted Net Income Per Share	\$ 0.55	\$ 1.18	\$ 0.80	\$ 1.02	\$ 0.43	\$ 0.99

(Amounts may not foot due to rounding to millions)

Non-GAAP Segment Financial Reconciliation

(in thousands, except per share data)

	Three Months Ended					
	31-Oct-15	31-Jan-16	30-Apr-16	31-Jul-16	31-Oct-16	31-Jan-17
Medical Imaging						
GAAP Income from Operations	\$ 6,249	\$ 11,636	\$ 10,198	\$ 13,403	\$ 6,722	\$ 12,339
Share-based compensation expense	1,054	708	1,394	779	889	1,424
Restructuring	1,975	1,830	920	903	20	85
Acquisition related expenses	749	981	774	745	733	733
Non-GAAP Income From Operations	\$ 10,027	\$ 15,155	\$ 13,285	\$ 15,829	\$ 8,363	\$ 14,581
Percentage of Total Net Revenue	15%	21%	18%	20%	12%	20%
Ultrasound						
GAAP Income (Loss) from Operations	\$ (4,421)	\$ (9,938)	\$ (4,938)	\$ (860)	\$ (5,807)	\$ (4,568)
Share-based compensation expense	744	522	830	513	415	745
BK Medical distributor matter inquiry related costs	26	10,208	39	195	4	12
Restructuring	735	786	652	207	6	172
Acquisition related revenues and expenses	1,178	1,410	1,647	1,582	1,428	(6,815)
Asset impairment charges	-	-	-	-	-	9,811
Non-GAAP Income (Loss) From Operations	\$ (1,739)	\$ 2,987	\$ (1,770)	\$ 1,636	\$ (3,954)	\$ (643)
Percentage of Total Net Revenue	-4%	7%	-5%	4%	-11%	-2%
Security and Detection						
GAAP Income (Loss) from Operations	\$ 160	\$ (189)	\$ 2,366	\$ 1,547	\$ 3,038	\$ 1,679
Share-based compensation expense	584	530	711	428	259	428
Restructuring	573	531	267	262	6	10
Acquisition related expenses	35	102	42	33	52	17
Asset impairment charges	-	-	-	-	-	612
Non-GAAP Income From Operations	\$ 1,352	\$ 974	\$ 3,386	\$ 2,271	\$ 3,355	\$ 2,746
Percentage of Total Net Revenue	10%	9%	19%	16%	18%	15%
Analogic						
GAAP Income from Operations	\$ 1,988	\$ 1,509	\$ 7,626	\$ 14,090	\$ 3,953	\$ 9,450
Share-based compensation expense	2,382	1,760	2,934	1,720	1,563	\$ 2,597
BK Medical distributor matter inquiry related costs	26	10,208	39	195	4	\$ 12
Restructuring	3,283	3,147	1,839	1,372	32	\$ 267
Acquisition related gains and expenses	2,062	2,492	2,462	2,360	2,212	\$ (6,065)
Asset impairment charges	-	-	-	-	-	\$ 10,423
Non-GAAP Income From Operations	\$ 9,741	\$ 19,116	\$ 14,900	\$ 19,736	\$ 7,764	\$ 16,684
Percentage of Total Net Revenue	8%	15%	12%	14%	6%	13%

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