



 QUALCOMM TO
ACQUIRE ATHEROS

January 5, 2011



Safe Harbor

Before we proceed with our presentation, we would like to point out that the following discussion will contain forward-looking statements from industry consultants, Qualcomm and others regarding industry trends, anticipated future results and product availability, potential market size, market shares and other factors that inherently involve risks and uncertainties, including the rate of development, deployment and commercial acceptance of CDMA- and OFDMA-based networks and technology and fluctuations in the demand for CDMA- and OFDMA-based products, services or applications.

These and other risks and uncertainties relating to Qualcomm's business are outlined in detail in our most recent 10-K form filed with the Securities and Exchange Commission.

Please consult those documents for a more complete understanding of these risks and uncertainties.

Additional Information

Additional information and where to find it

In connection with the proposed transaction, Atheros intends to file a definitive proxy statement and other relevant materials with the SEC. Before making any voting decision with respect to the proposed transaction, stockholders of Atheros are urged to read the proxy statement and other relevant materials because these materials will contain important information about the proposed transaction. The proxy statement and other relevant materials, and any other documents filed by Atheros with the SEC, may be obtained free of charge at the SEC's website at www.sec.gov or from Atheros at www.atheros.com or by contacting Atheros Investor Relations at: David.Allen@Atheros.com and 408.830.5762.

Participants in the solicitation

Atheros and Qualcomm and each of their executive officers and directors may be deemed to be participants in the solicitation of proxies from Atheros' stockholders in favor of the proposed transaction. A list of the names of Atheros' executive officers and directors and a description of their respective interests in Atheros are set forth in the proxy statement for Atheros' 2010 Annual Meeting of Stockholders, which was filed with the SEC on April 7, 2010, and in any documents subsequently filed by its directors and executive officers under the Securities and Exchange Act of 1934, as amended. Certain executive officers and directors of Atheros have interests in the proposed transaction that may differ from the interests of stockholders generally, including benefits conferred under retention, severance and change in control arrangements and continuation of director and officer insurance and indemnification. These interests and any additional benefits in connection with the proposed transaction will be described in the definitive proxy statement.

Qualcomm to Acquire Atheros

- Qualcomm to acquire Atheros for \$45 per share in cash
- Enterprise value of \$3.1 billion
- Expected to close in first half 2011 subject to:
 - Atheros stockholder vote
 - Regulatory approvals
 - Other customary closing conditions
- Modestly accretive to Qualcomm earnings per share in fiscal 2012, excluding amortization of acquired intangibles



Overview

“It is Qualcomm's strategy to continually integrate additional technologies into mobile devices to make them the primary way that people communicate, compute and access content. This acquisition is a natural extension of that strategy into other types of devices. The combination of Qualcomm and Atheros is intended to accelerate this opportunity by utilizing best-in-class products for communications, computing and consumer electronics to broaden existing customer relationships and expand access to new partners and distribution channels.”

- Dr. Paul E. Jacobs, chairman and CEO of Qualcomm



Overview (cont.)

“Qualcomm and Atheros have a long history of collaboration and share a culture of technical innovation and execution excellence. The Atheros team will build upon Qualcomm’s strengths and leadership to bolster our customers’ ability to deliver innovative and differentiated products in the increasingly connected world.”

- Craig Barratt, president and CEO of Atheros



Overview (cont.)

“With this acquisition and our complementary products, Qualcomm will be in a strong position to take our successful mobile strategy of bringing the best technologies together into a systems solution and apply this to new opportunities. We see this strategy as central to helping our customers capitalize on the ubiquitous connectivity and seamless experiences that are developing across mobile phones, computing and consumer electronics.”

- Steve Mollenkopf, EVP &
Group President of Qualcomm




About Atheros

- Headquartered in San Jose, CA
- Global semiconductor company providing innovative technologies for wireless and wired solutions
- Customer base across computing, retail, carrier and enterprise networking, and mobile and digital home consumer electronics markets
- Expert in designing single-chip wireless systems solutions in standard digital CMOS
- Record revenues in Q3 2010: \$247 million
- 9 consecutive years of revenue growth
- 1,700+ employees globally

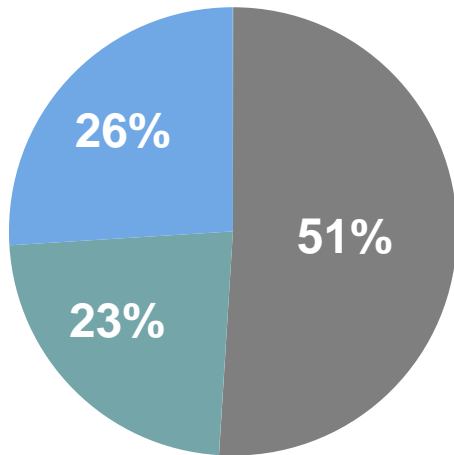


Atheros' Solutions

	Networking	Computing	Consumer
Atheros Products 	<ul style="list-style-type: none"> Wireless LAN client and SoC chips Network processor chips Ethernet transceivers Ethernet switches Powerline SoCs 	<ul style="list-style-type: none"> Wireless LAN client chips Ethernet controllers Ethernet transceivers and controllers Bluetooth SoCs GPS SoCs 	<ul style="list-style-type: none"> ROCm Wireless LAN Ethernet transceivers Bluetooth SoCs GPS SoCs
Device Categories	<ul style="list-style-type: none"> Wireless access points and routers Broadband gateways (DSL, Cable and PON) Ethernet switches Powerline adapters Cardbus and USB adapters Hybrid WiFi/Powerline routers 	<ul style="list-style-type: none"> Notebook computers Netbook computers Desktop computers Smartbook computers Tablets 	<ul style="list-style-type: none"> Mobile gaming Handsets and smartphones Media adapters PNDs Printers Televisions Blu-Ray players VoIP phones e-Books

Atheros' Revenue Mix and Customers

Exposure To Several High Growth Opportunities



■ Networking ■ Computing ■ Consumer

Total Q3 2010 Revenue: \$247M

Representative Customers





THANK YOU

