



Rambus Fourth Quarter and Full Year 2011 Financial Results

January 26, 2012

Safe Harbor Provision

This presentation will contain forward-looking statements regarding our financial prospects, demand for our products, and product development, among other things. Such forward looking statements are based on current expectations, estimates and projections about the Company's industry, and management's beliefs and assumptions. These statements are subject to risks and uncertainties, which are more fully described in the documents that we file with the SEC, including our 10-Ks, 10-Qs and 8-Ks, and these statements may differ materially from our actual results.

This presentation contains non-GAAP financial measures. Reconciliations of these non-GAAP financial measures to the most directly comparable measures calculated in accordance with GAAP are posted on our website at www.rambus.com.

Business Highlights

- Quarterly revenue of \$83.4 million; annual revenue of \$312.4 million
- Signed or re-signed five license agreements during 2011
- 1386 issued patents, 1059 pending applications
- Key innovations in current and emerging technologies
 - Mobile: smartphones and tablets
 - Lighting and display
 - Security

Q4'11 Actual Results Versus Guidance

\$M's	Actual	Guidance		
	Q4'11			
Revenue	\$ 83.4	\$ 83.0	-	\$ 83.0
Other patent royalties received	\$ 1.1			
Total customer licensing income	\$ 84.5			
Pro forma operating costs and expenses*	\$ 66.4	\$ 62.0	-	\$ 58.0
Pro forma net income	\$ 9.7			
* Litigation (included above)	\$ 16.8	\$ 15.0	-	\$ 12.0

Q4'11 Customer Licensing Income

\$M's	Actual Q4'11	Actual Q3'11	Variance Q4 vs. Q3	Actual Q4'10	Variance YoY
Revenue	\$ 83.4	\$ 100.3		\$ 90.9	
Adjustments:					
Other patent royalties received	\$ 1.1	\$ (8.6)		\$ -	
Gain from settlement	\$ -	\$ -		\$ 10.3	
Total customer licensing income	\$ 84.5	\$ 91.6	\$ (7.2)	\$ 101.2	\$ (16.7)

Q4'11 Pro Forma Operating Costs and Expenses

\$M's	Actual Q4'11	Actual Q3'11	Variance Q4 vs. Q3	Actual Q4'10	Variance YoY
Operating costs and expenses	\$ 101.5	\$ 89.5		\$ 48.0	
Adjustments:					
Stock-based compensation	\$ (6.5)	\$ (7.2)		\$ (7.3)	
CRI related deal costs and retention bonus	\$ (7.9)	\$ (7.7)		\$ -	
Amortization	\$ (7.3)	\$ (6.9)		\$ (1.5)	
Costs of restatement	\$ (13.5)	\$ (0.8)		\$ (0.8)	
Gain from settlement	\$ -	\$ -		\$ 10.3	
Pro forma operating costs and expenses*	\$ 66.4	\$ 66.8	\$ (0.5)	\$ 48.7	\$ 17.6
* Litigation (included above)	\$ 16.8	\$ 23.5	(6.7)	\$ 5.8	\$ 11.0

Q4'11 Pro Forma Net Income

\$M's	Actual Q4'11	Actual Q3'11	Variance Q4 vs. Q3	Actual Q4'10	Variance YoY
Total customer licensing income	\$ 84.5	\$ 91.6		\$ 101.2	
Pro forma operating costs and expenses*	\$ 66.4	\$ 66.8		\$ 48.7	
Pro forma operating income	\$ 18.1	\$ 24.8		\$ 52.5	
Interest expense	\$ (3.0)	\$ (2.9)		\$ (2.3)	
Pro forma Pre-tax income	\$ 15.1	\$ 21.9		\$ 50.1	
Pro forma Income Tax	\$ 5.4	\$ 7.9		\$ 18.0	
Pro forma net income	\$ 9.7	\$ 14.0	\$ (4.3)	\$ 32.1	\$ (22.4)
Pro forma Basic EPS	\$ 0.09	\$ 0.12		\$ 0.29	
Pro forma Diluted EPS	\$ 0.08	\$ 0.12		\$ 0.28	
* Litigation (included above)	\$ 16.8	\$ 23.5	\$ (6.7)	\$ 5.8	\$ 11.0

2011 Customer Licensing Income

\$M's	Actual 2011	Actual 2010	Variance 2011 vs. 2010
Revenue	\$ 312.4	\$ 323.4	
Adjustments:			
Other patent royalties received	\$ (0.8)	\$ -	
Gain from settlement	\$ 6.2	\$ 126.8	
Total customer licensing income	\$ 317.8	\$ 450.2	\$ (132.4)

2011 Pro Forma Operating Costs and Expenses

\$M's	Actual 2011	Actual 2010	Variance 2011 vs. 2010
Operating costs and expenses	\$ 313.9	\$ 96.5	
Adjustments:			
Stock-based compensation	\$ (28.0)	\$ (30.5)	
CRI related deal costs and retention bonus	\$ (21.9)	\$ -	
Amortization	\$ (20.2)	\$ (5.1)	
Costs of restatement	\$ (16.2)	\$ (4.2)	
Gain from settlement	\$ 6.2	\$ 126.8	
Pro forma operating costs and expenses*	\$ 233.8	\$ 183.5	\$ 50.3
* Litigation (included above)	\$ 61.0	\$ 22.7	38.3

2011 Pro Forma Net Income

\$M's	Actual	Actual	Variance
	2011	2010	2011 vs. 2010
Total customer licensing income	\$ 317.8	\$ 450.2	
Pro forma operating costs and expenses*	\$ 233.8	\$ 183.5	
Pro forma operating income	\$ 84.0	\$ 266.7	
Interest expense	\$ (11.6)	\$ (7.8)	
Pro forma Pre-tax income	\$ 72.4	\$ 258.9	
Pro forma Income Tax	\$ 26.1	\$ 93.2	
Pro forma net income	\$ 46.3	\$ 165.7	\$ (119.4)
Pro forma Basic EPS	\$ 0.42	\$ 1.47	
Pro forma Diluted EPS	\$ 0.41	\$ 1.43	
* Litigation (included above)	\$ 61.0	\$ 22.7	\$ 38.3

Q1'12 Guidance

\$M's	Guidance			
Revenue	\$	59.0	-	\$ 64.0
Other patent royalties received	\$	2.0	-	\$ 2.0
Total customer licensing income	\$	61.0	-	\$ 66.0
Pro forma operating costs and expenses*	\$	61.0	-	\$ 57.0
Pro forma net income (loss)	\$	(2.0)	-	\$ 4.0
* Litigation (included above)	\$	10.0	-	\$ 7.0



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