

First Quarter 2016 Results

April 27, 2016



Cautionary Note Regarding Forward-Looking Statements

- This presentation contains “forward-looking statements” within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, which are subject to a number of risks and uncertainties. All statements other than statements of historical facts contained in this presentation, including statements in the section “Q216 and FY16 Guidance”, “Sonus Vision and Strategy” and statements regarding our future results of operations and financial position, business strategy, strategic position, plans and objectives of management for future operations and plans for future product development and manufacturing, are forward-looking statements. Without limiting the foregoing, the words “anticipates”, “believes”, “could”, “estimates”, “expects”, “expectations”, “intends”, “may”, “plans”, “seeks”, “projects” and other similar language, whether in the negative or affirmative, are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words.
- Forward-looking statements are based on our current expectations and assumptions regarding our business, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including, but not limited to, the timing of customer purchasing decisions and our recognition of revenues; economic conditions; our ability to recruit and retain key personnel; difficulties supporting our strategic focus on channel sales; difficulties retaining and expanding our customer base; difficulties leveraging market opportunities; the impact of restructuring and cost-containment activities; our ability to realize benefits from the Network Equipment Technologies, Inc. (NET) and Performance Technologies, Incorporated (PT) acquisitions and the Treq Labs, Inc. (Treq) asset acquisition; the effects of disruption from the PT and Treq transactions, making it more difficult to maintain relationships with employees, customers, business partners or government entities; the success implementing the integration strategies of NET, PT and Treq assets; litigation; actions taken by significant stockholders; difficulties providing solutions that meet the needs of customers; market acceptance of our products and services; rapid technological and market change; our ability to protect our intellectual property rights; our ability to maintain partner, reseller, distribution and vendor support and supply relationships; higher risks in international operations and markets; the impact of increased competition; currency fluctuations; changes in the market price of our common stock; and/or failure or circumvention of our controls and procedures. These statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. We therefore caution you against relying on any of these forward-looking statements. Important factors that could cause actual results to differ materially from those in these forward-looking statements are discussed in Part II, Item 7 “Management’s Discussion and Analysis of Financial Condition and Results of Operations”, Part II, Item 7A “Quantitative and Qualitative Disclosures About Market Risk” and Part I, Item 1A “Risk Factors” in the Company’s Annual Report on Form 10-K filed with the SEC on February 23, 2016. Any forward-looking statement made by us in this presentation speaks only as of the date of this presentation. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.
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Ray Dolan

President and Chief Executive Officer

Q116 Highlights

Revenue up 18% Year-over-Year

- Total revenue \$59.2M
- Product revenue of \$34.8M

Gross Margins¹ Exceeded Guidance by 190 bps

- Gross margins¹ of 68.4%, 690 BPs improvement YoY

EPS¹ Exceeded Guidance midpoint by \$0.05

- \$0.03 diluted EPS¹ vs. guidance of loss per share of \$0.03 to \$0.01
- Cash and investments of \$142.4M (flat vs. FYE 15)

1) Non-GAAP financial measures; please see reconciliation in presentation appendix.

2) All references to guidance are related to guidance as provided on 02/16/16

Mark Greenquist

Chief Financial Officer

Q116 Results

	Q116 Results	Q116 Guidance ²
Total Revenue	\$59.2M	\$58M to \$59M
Gross Margin ¹	68.4%	66.5%
Opex ¹	\$38M	\$39.5M to \$40.5M
Diluted earnings per share (loss) per share ¹	\$0.03	(\$0.03) to (\$0.01)
Diluted Shares	49.7M	50.0M
Cash and Investments	\$142.4M	Not provided

1) Non-GAAP financial measures; please see reconciliation in presentation appendix.

2) Guidance as provided on 02/16/16

Q216 and FY16 Guidance

	Q216 Guidance	FY16 Guidance
Total Revenue	\$59M to \$60M	\$255M to \$265M
Gross Margin ¹	68.5%	Not provided
Opex ¹	\$38M to \$39M	Not provided
Diluted earnings per share ¹	\$0.03 to \$0.04	\$0.27 to \$0.34
Diluted Shares	50M	50M

1) Non-GAAP financial measures; please see reconciliation in presentation appendix

Ray Dolan

President and Chief Executive Officer

Sonus Vision and Strategy



NFV / Cloud

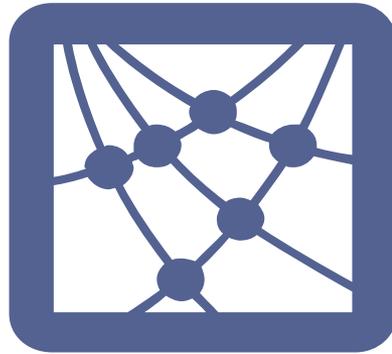


SDN



Security

Security is the Killer App in SDN



Q&A

Discussion of Non-GAAP Financial Measures

Sonus management uses a number of different financial measures, both GAAP and non-GAAP, in analyzing and assessing the overall performance of the business, making operating decisions, planning and forecasting future periods, and determining payments under compensation programs. Our annual financial plan is prepared both on a GAAP and non-GAAP basis, and the non-GAAP annual financial plan is approved by our board of directors. Continuous budgeting and forecasting for revenue and expenses are conducted on a non-GAAP basis (in addition to GAAP) and actual results on a non-GAAP basis are assessed against the annual financial plan. We consider the use of non-GAAP financial measures helpful in assessing the core performance of our continuing operations and liquidity, and when planning and forecasting future periods. By continuing operations, we mean the ongoing results of the business excluding certain expenses and credits, including, but not limited to: stock-based compensation, amortization of intangible assets, acquisition-related expense and restructuring. We consider the use of non-GAAP earnings (loss) per share helpful in assessing the performance of the continuing operations of our business. While our management uses non-GAAP financial measures as a tool to enhance their understanding of certain aspects of our financial performance, our management does not consider these measures to be a substitute for, or superior to, GAAP measures. In addition, our presentations of these measures may not be comparable to similarly titled measures used by other companies. These non-GAAP financial measures should not be considered alternatives for, or in isolation from, the financial information prepared and presented in accordance with GAAP.

Investors are cautioned that there are material limitations associated with the use of non-GAAP financial measures as an analytical tool. In particular, many of the adjustments to Sonus' financial measures reflect the exclusion of items that are recurring and will be reflected in our financial results for the foreseeable future.

Stock-based compensation is different from other forms of compensation, as it is a non-cash expense. For example, a cash salary generally has a fixed and unvarying cash cost. In contrast, the expense associated with an equity-based award is generally unrelated to the amount of cash ultimately received by the employee, and the cost to us is based on a stock-based compensation valuation methodology and underlying assumptions that may vary over time. We believe that excluding non-cash stock-based compensation expense from our operating results facilitates the comparison of our financial statements to compare our financial results to our historical operating results and to other companies in our industry.

Discussion of Non-GAAP Financial Measures (continued)

We exclude the amortization of acquired intangible assets from non-GAAP expense and income measures. These amortization amounts are inconsistent in frequency and amount and are significantly impacted by the timing and size of acquisitions. Although we exclude amortization of acquired intangible assets from our non-GAAP expenses, we believe that it is important for investors to understand that intangible assets contribute to revenue generation. We believe that excluding the non-cash amortization of intangible assets facilitates the comparison of our financial results to our historical operating results and to other companies in our industry as if the acquired intangible assets had been developed internally rather than acquired.

We consider certain transition, integration and other acquisition-related costs to be unpredictable and dependent on a significant number of factors that may be outside of our control. We do not consider these acquisition-related costs to be related to the continuing operations of the acquired business or the Company. In addition, the size, complexity and/or volume of an acquisition, which often drives the magnitude of acquisition-related costs, may not be indicative of such future costs. We believe that excluding acquisition-related costs facilitates the comparison of our financial results to our historical operating results and to other companies in our industry.

We have recorded restructuring expense to streamline operations and reduce operating costs by closing and consolidating certain facilities and reducing our worldwide workforce. We review our restructuring accruals regularly and record adjustments (both expense and credits) to these estimates as required. We believe that excluding restructuring expense and credits facilitates the comparison of our financial results to our historical operating results and to other companies in our industry.

We believe that providing non-GAAP information to investors, in addition to the GAAP presentation, will allow investors to view the financial results in the way management views the operating results. We further believe that providing this information helps investors to better understand our financial performance and evaluate the efficacy of the methodology and information used by our management to evaluate and measure such performance.

Q116 and Q115 Actuals: GAAP to Non-GAAP Reconciliation

	Three months ended	
	March 31, 2016	March 27, 2015
(In thousands, except percentages and per share amounts)		
GAAP total gross margin	64.9%	58.3%
Stock-based compensation expense % of revenue	0.7%	0.9%
Amortization of intangible assets % of revenue	2.8%	2.3%
Non-GAAP total gross margin	<u>68.4%</u>	<u>61.5%</u>
GAAP operating expenses	\$ 42,284	\$ 48,096
Stock-based compensation expense	(4,012)	(4,366)
Amortization of intangible assets	(319)	(479)
Acquisition-related expense	-	(107)
Restructuring	-	339
Non-GAAP operating expenses	<u>\$ 37,953</u>	<u>\$ 43,483</u>
GAAP net loss	\$ (4,654)	\$ (19,359)
Stock-based compensation expense	4,415	4,820
Amortization of intangible assets	1,946	1,647
Acquisition-related expense	-	107
Restructuring	-	(339)
Non-GAAP net income (loss)	<u>\$ 1,707</u>	<u>\$ (13,124)</u>
Diluted earnings per share/(loss) per share		
GAAP	\$ (0.09)	\$ (0.39)
Non-GAAP	\$ 0.03	\$ (0.27)
Shares used to compute diluted earnings per share/(loss) per share		
GAAP shares used to compute loss per share	49,484	49,423
Non-GAAP shares used to compute diluted earnings per share/(loss) per share	49,685	49,423

Q116 Guidance: GAAP to Non-GAAP Reconciliation

(in millions, except percentages and per share amounts)	Guidance (A)	
	Three months ended March 31, 2016	
	Range	
Gross margin		
GAAP outlook	63.0%	63.1%
Stock-based compensation expense % of revenue	0.7%	0.7%
Amortization of intangible assets % of revenue	2.8%	2.7%
Non-GAAP guidance	66.5%	66.5%
Operating expenses		
GAAP outlook	\$ 44.1	\$ 45.1
Stock-based compensation expense	(4.3)	(4.3)
Amortization of intangible assets	(0.3)	(0.3)
Non-GAAP guidance	\$ 39.5	\$ 40.5
Loss per share		
GAAP outlook	\$ (0.16)	\$ (0.14)
Stock-based compensation expense	0.09	0.09
Amortization of intangible assets	0.04	0.04
Non-GAAP guidance	\$ (0.03)	\$ (0.01)

(A) As provided by the Company on February 16, 2016

Q216 Guidance: GAAP to Non-GAAP Reconciliation

	Guidance (A)	
	Three months ending June 30, 2016	
	Range	
(in millions, except percentages and per share amounts)		
Gross margin		
GAAP outlook	65.2%	65.2%
Stock-based compensation expense % of revenue	0.8%	0.8%
Amortization of intangible assets % of revenue	2.5%	2.5%
Non-GAAP guidance	68.5%	68.5%
Operating expenses		
GAAP outlook	\$ 43.0	\$ 44.0
Stock-based compensation expense	(4.7)	(4.7)
Amortization of intangible assets	(0.3)	(0.3)
Non-GAAP guidance	\$ 38.0	\$ 39.0
Income (loss) per share		
GAAP outlook	\$ (0.11)	\$ (0.10)
Stock-based compensation expense	0.10	0.10
Amortization of intangible assets	0.04	0.04
Non-GAAP guidance	\$ 0.03	\$ 0.04

(A) As provided by the Company on April 27, 2016

FY16 Guidance: GAAP to Non-GAAP Reconciliation

	Guidance (A)	
	Year ending December 31, 2016	
	Range	
Income (loss) per share		
GAAP outlook	\$ (0.26)	\$ (0.19)
Stock-based compensation expense	0.38	0.38
Amortization of intangible assets	0.15	0.15
Non-GAAP guidance	\$ 0.27	\$ 0.34

(A) As provided by the Company on April 27, 2016