Fourth Quarter 2010 Earnings Supplementary Slides

February 17, 2011

Safe Harbor Statement

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that do not represent historical facts and may be based on underlying assumptions. The company uses words and phrases such as “visibility,” “guidance,” “backlog,” “on plan,” “plan,” “roadmap,” “allocated,” “booked,” “in process,” “to begin,” “pipeline,” “bookings,” “financing plan,” “targeting” and similar expressions to identify forward-looking statements. Forward-looking statements are made in this presentation regarding management’s plans and expectations regarding future financial results, operating results, business strategies, cost roadmap, products and utilities projects and competitive positions, industry trends, and management’s plans and objectives for future operations, including: (a) executing and monetizing the company’s backlog; (b) visibility into contracted MW and ASPs, and ability to monetize the company’s UPP and R&C bookings and pipelines, including sale of Italian projects, and the timing of realizing revenue from pipelines; (c) ability to successfully develop and bring to market its technology innovations; (d) AUO SunPower’s ability to ramp up production and achieve cost savings, and extending the cost savings to Fab1 and Fab2; (e) achieving the manufacturing cost reduction roadmap, including yield improvements, a 40% step reduction by 2014, manufacturing improvements, capacity increase, cost reduction of Oasis systems, and achieving cost targets; (f) visibility into, and ability to execute against the company’s cost reduction efforts, across the value chain; (g) continued strong downstream demand; (h) balance of UPP deployment in NA and Europe; (i) obtaining permits and DOE loan guarantee for CVSR, and ability to sell CVSR to NRG; (j) delivery schedule of SCE projects; (k) growth in the dealer partner network; (l) expansion of commercial systems in Europe; (m) exposure to the Euro in 2011 (n) 2011 MW expected to be recognized; and (o) Q1 2011 and 2011 GAAP and non-GAAP financial forecasts (revenue, gross margin, OpEx, OIE, tax rate, EPS, CapEx, WASO and JV contributions). Such forward-looking statements are based on information available to the company as of the date of this presentation and involve a number of risks and uncertainties, some beyond the company’s control, that could cause actual results to differ materially from those anticipated by these forward-looking statements, including risks and uncertainties such as: (i) increasing competition in the industry and lower average selling prices; (ii) the company’s ability to obtain and maintain an adequate supply of raw materials, components, and solar panels, as well as the price it pays for such items; (iii) general business and economic conditions, including seasonality of the industry; (iv) growth trends in the solar power industry; (v) the continuation of governmental and related economic incentives promoting the use of solar power; (vi) the company’s ability to increase or sustain its growth rate; (vii) the significant investment required to construct power plants and the company’s ability to monetize power plants; (viii) fluctuations in the company’s operating results and its unpredictability, especially revenues from the UPP segment; (ix) the improved availability of financing arrangements for the company’s utilities projects and the company’s customers; (x) potential difficulties associated with operating AUO SunPower and integrating the SunRay business, and the company’s ability to achieve the anticipated synergies, including ramping Fab 3 according to plan; (xi) the company’s ability to remain competitive in its product offering while continuing to reduce costs; (xii) the company’s liquidity, substantial indebtedness, and its ability to obtain additional financing; (xiii) construction difficulties or potential delays, including obtaining land use rights, permits, license, other governmental approvals, and transmission access and upgrades; (xiv) manufacturing difficulties that could arise; (xv) the success of the company’s ongoing R&D efforts and the acceptance of the company’s new products and services; (xvi) company’s exposure to foreign exchange, credit and interest rate risk; (xvii) possible impairment of goodwill; (xviii) possible consolidation of AUO SunPower; and (xix) other risks described in the company’s Annual Report on Form 10-K for the year ended January 3, 2010 and Quarterly Report on Form 10-Q for the quarter ended October 3, 2010, and other filings with the Securities and Exchange Commission. These forward-looking statements should not be relied upon as representing the company's views as of any subsequent date, and the company is under no obligation to, and expressly disclaims any responsibility to, update or alter its forward-looking statements, whether as a result of new information, future events or otherwise.

Agenda

- Q4 and 2010 results
- Cost reduction initiatives update
- 2011 demand visibility
- 2011 guidance

2010 Execution

- Exceeded 2010 plan in both R&C and UPP, 546 MW recognized
  - R&C partners up 50%, doubled NA Commercial backlog from 2009
  - Record delivery in UPP, >270 MW
  - Successfully integrated SunRay acquisition, financed and sold Montalto
  - UPP and R&C pipelines drive visibility based on contracted MW and ASP
- Delivered important innovations: technology, JV strategy, finance
  - 24% cell, Oasis, LCPV, AUO SunPower Fab 3 JV, Italian solar bonds
- On track with cost reduction plan:
  - Record production in Fabs 1 and 2 / Fab 3 on plan – yields ahead of plan

2011-2014 Panel Cost Reduction Roadmap

- Yield improvements achieved via step combination/automation in 2010
- 40% step reduction by 2014 from 2010
  - More step reductions designed into Fab 3 for implementation in 2012
  - Retrofit step reduction in Fabs 1 and 2
  - Reduced panel manufacturing footprint by 50%
- Process redesign, thinner wafers, higher efficiency
- 2011 capacity increased 10% at Fabs 1 and 2: 60 MW at low CapEx/W
- Oasis cost reduction on plan to deliver 25% BOS savings
- <$1/W panel roadmap in 2014, $1.08/W efficiency adjusted in Q411

2011 Cost Reduction Visibility

Value Chain Step	$/W	Cost Reduction Actions
Q410 Cost/Watt	**$1.71**	
Poly	($0.04)	90% contracted, finalizing M.Setek value chain
Ingot	($0.03)	WJE and M.Setek scaling and lowering costs
Wafer	($0.04)	Reduced wafer thickness, Scale at FPSC Ramping on site wafering at Fab 3
Cell	($0.07)	Chemical consumption reduction ($0.02), OEE and yield ($0.05)
Panel	($0.05)	Lean manufacturing ($0.02), outsourced module production cost improvement ($0.02), materials cost reduction ($0.01)
Q411 Cost/Watt	**$1.48**	
Total Savings 2011	**($0.23)**	

2011 Demand Visibility

- Downstream strategy driving strong 2011 demand
  - 2011 is fully allocated – strong demand in US/Italy
  - UPP Americas >95% booked, NA Commercial >90%
- Geographic and BU flexibility optimizes allocation 2011/2012
  - 2011 UPP deployment balances North America and Europe
  - 2/3 of global dealer base in Europe: focused on long-term rooftop markets
  - Italy UPP: up to 130 MW, ~50% in construction/sold by September 1, 2011
- UPP Americas visibility continues to increase
  - CVSR: NRG sales agreement: permit, DOE Loan Guarantee in process
  - SCE: 711 MW to begin delivery 2013, 200 MW roof program year 2 of 5

UPP Pipeline – 2011 Visibility

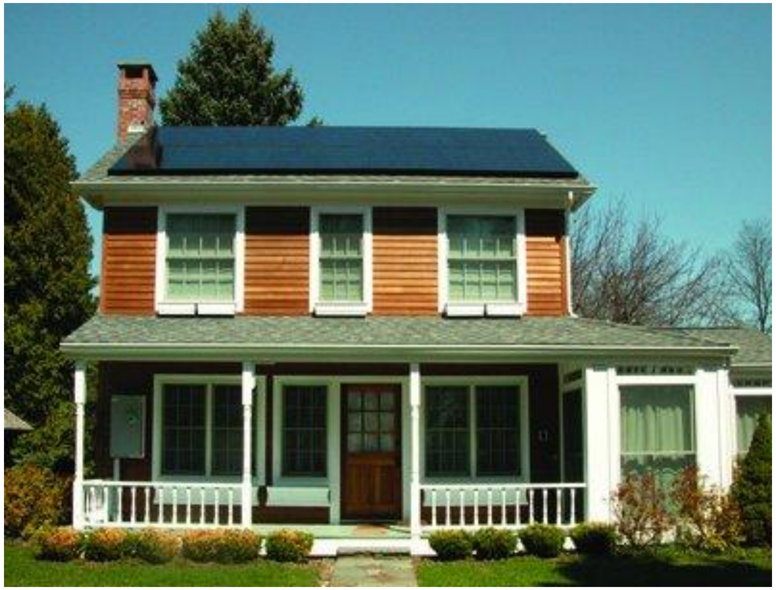
Italy Projects	MW ac	Timing
Pofi	5	2011
Galatina	9	2011
Scalo	18	2011
Lanuvio	16	2011
Campovillano	9	2011
Montebello	17	2011
Formicone	17	2011
Sugherelle	19	2011
Other Italy / EU	20+	2011

Selected Components Contracts	MW dc	Timing
SCE Roofs	190	2011-2014
Casino Stores	25	2011
Toshiba	40	2011

N America Projects in Construction	MW ac	Timing	Owner	Location
Amherstburg Solar Park	20	2011	Macquarie Power	Canada
Dover Sun Park	10	2011	LS Power	Delaware
Alamosa	30	2011	Iberdrola	Colorado
Copper Crossing	20	2011	Iberdrola	Arizona

N America Projects in Development	MW ac	Timing	Owner	Location
Murfreesboro Solar Project	5	2011	Duke Energy Renewables	N. Carolina
McHenry Solar Farm	25	2011-2012	Modesto Irrigation District	California
CVSR - PG&E	250	2011-2013	NRG	California
Quinto - SCE	110	2013-2016	TBD	California
Antelope Valley 1 & 2 - SCE	601	2013-2016	TBD	California

R&C Channel Visibility



- Strong Dealer Growth
  - Global footprint, #1 in US
  - Gaining share with Fab 3 ramp
  - Current backlog: 3 months
  - 1,500 partners, 8 countries 2010
  - 2,000 partners, 11 countries 2011
- Commercial Systems Momentum
  - #1 in US, EU expansion
  - Record bookings entering 2011
  - >90% booked for 2011
  - Balanced technology portfolio
  - 11 MW, 51 site CA School District

Financial Results

($ Millions except per share data)	Quarter Ending 1/2/11	Quarter Ending 1/3/10	Quarter Ending 10/3/10	Fiscal YR 2010	Fiscal YR 2009
Non-GAAP Revenues	**$937.1**	**$547.9**	**$553.8**	**$2,230.3**	**$1,524.3**
UPP	*$664.2*	*$224.9*	*$261.0*	*$1,197.1*	*$653.5*
R&C	*$272.9*	*$323.1*	*$292.8*	*$1,033.2*	*$870.8*
Gross Margin % (Non-GAAP)	**26.6%**	**21.7%**	**22.3%**	**24.8%**	**20.4%**
UPP	*27.7%*	*24.1%*	*20.0%*	*25.4%*	*20.9%*
R&C	*23.8%*	*19.9%*	*24.3%*	*24.1%*	*20.1%*
Tax Rate (non-GAAP)	12.2%	20.3%	15.4%	13.4%	22.8%
Net Income (Loss) (GAAP)	$152.2	$8.5	$20.1	$178.7	$32.5
Net Income (Loss) (Non-GAAP)	$143.4	$45.9	$26.3	$189.2	$93.7
Diluted Wtg. Avg. Shares Out.	*106.4***	*96.4**	*105.6***	*105.7***	*92.7**
EPS (GAAP)	**$1.44**	**$0.09**	**$0.21**	**$1.75**	**$0.35**
EPS (Non-GAAP)	**$1.36**	**$0.47**	**$0.26**	**$1.85**	**$1.01**

Note: Non-GAAP figures are reconciled to comparable GAAP figures in appendix on company website
*not converted method **if converted method
Current and historical figures reflect Q2'10 change to new business unit segmentation

Balance Sheet, Liquidity and FX

- Finished 2010 with over $900M in cash & investments
- Established new liquidity sources
  - $70 M revolver using Woongjin Energy equity as collateral
  - €75 M revolver for working capital/construction financing
  - $50 M funded from IFC's $75M commitment
- Debt/Total Capital improves to 35.8% from 37.4%
- Capital Expenditures of $15 M (Q4) and $119 M (2010)
- Free Cashflow positive in Q4 and 2010, excluding purchase of SunRay
- Foreign Exchange:
  - Q1 2011: 100% hedged at $1.37 to 1 Euro
  - Full year 2011: 65% hedged at $1.34 to 1 Euro

Updated 2011 Non-GAAP Guidance

	Q1 2011 Guidance	FY 2011 Guidance
MW Recognized	140-160MW	**825-920MW**
Revenue	$475-$525M	**$2.80-$2.95B**
UPP %	55%-60%	**50%-55%**
R&C %	40%-45%	**45%-50%**
Gross Margin	20%-22% (a)	**20%-22% (b)**
UPP %	20%-22% (a)	**20%-22% (b)**
R&C %	21%-23% (a)	**21%-23% (b)**
Op Ex	$76-$78M (c)	**10%-12% (d)**
OIE	$16-$18M (e)	**$65-$75M (f)**
Tax rate%	19% - 21% (g)	**19% - 21% (g)**
EPS	$0.15-$0.21 (h)	**$2.00-$2.20 (i)**
WASO	97-98MM (j)	**99-100M (j)**
CapEx	$50-$55M	**$130-$150M**
JV Contributions	$70-$75M	**$180-$190M**

* Footnotes to 2011 Non-GAAP guidance available in the appendix

Appendix

February 17, 2011

2011 Guidance – MW Recognized

	Q1 Guidance	Q2 Outlook	Q3 Outlook	Q4 Outlook	**2011 Guidance**
Total Recognized MW	**140-160MW**	175-200MW	200-225MW	310-335MW	**825-920MW**
Segmentation %					
UPP	**55%-60%**	48%-53%	45%-50%	55%-60%	**50%-55%**
R&C	**40%-45%**	47%-52%	50%-55%	40%-45%	**45%-50%**
Geography					
US	**55 - 60**	90 - 100	95 - 105	125 - 135	**360 - 400**
Europe	**70 - 80**	70 - 80	80 - 90	155 - 165	**375 - 415**
ROW	**15 - 20**	15 - 20	25 - 30	30 - 35	**90 - 105**

Updated 2011 GAAP Guidance

	Q1 2011 Guidance	FY 2011 Guidance
MW Recognized	140-160MW	**825-920MW**
Revenue	$475-$525M	**$2.80-$2.95B**
UPP %	55%-60%	**50%-55%**
R&C %	40%-45%	**45%-50%**
Gross Margin	19%-21%	**19%-21%**
UPP %	19%-21%	**19%-21%**
R&C %	20%-22%	**20%-22%**
Op Ex	$94-$97M	**13%-15%**
OIE	$22-$24M	**$90-$100M**
Tax rate%	35%-37%	**35%-37%**
EPS	($0.09)-($0.03)	**$0.70-$0.90**
WASO	96-97MM	**108-109M**
CapEx	$50-$55M	**$130-$150M**
JV Contributions	$70-$75M	**$180-$190M**

2011 Non-GAAP Guidance Footnotes

(a) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $0.07-$0.13 million, estimated stock-based compensation expense of approximately $4.31-$4.49 million and estimated non-cash interest expense of approximately $0.68-$0.75 million.

(b) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $0.30-$0.50 million, estimated stock-based compensation expense of approximately $17.96-$18.24 million and estimated non-cash interest expense of approximately $2.70-$3.00 million.

(c) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $6.67-$6.88 million, estimated stock-based compensation expense of approximately $11.19-$11.26 million and amortization of promissory notes of approximately $0.75 million.

(d) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $26.70-$27.50 million, estimated stock-based compensation expense of approximately $44.04-$44.76 million and amortization of promissory notes of approximately $3.00 million.

(e) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated non-cash interest expense of approximately $6.32-$7.00 million.

(f) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated non-cash interest expense of approximately $25.30-$28.00 million.

(g) Tax rate after the adjustments described.

(h) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $6.75-$7.00 million, estimated stock-based compensation expense of approximately $15.50-$15.75 million, estimated non-cash interest expense of approximately $7.00-$7.75 million and amortization of promissory notes of approximately $0.75 million.

(i) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $27.00-$28.00 million, estimated stock-based compensation expense of approximately $62.00-$63.00 million, estimated non-cash interest expense of approximately $28.00-$31.00 million and amortization of promissory notes of approximately $3.00 million.

(j) Weighted average shares used in the calculation of diluted earnings per share is based on the not converted method.

GAAP to Non-GAAP Reconciliation

SUNPOWER CORPORATION
RECONCILIATIONS OF GAAP MEASURES TO NON-GAAP MEASURES
(Unaudited)
(In thousands, except per share data)

STATEMENT OF OPERATIONS DATA:

	THREE MONTHS ENDED										TWELVE MONTHS ENDED			
	Jan. 2, 2011		Oct. 3, 2010		Jul. 4, 2010		Apr. 4, 2010		Jan. 3, 2010		Jan. 2, 2011		Jan. 3, 2010	
GAAP utility and power plants revenue	$664,158		$257,803		$119,999		$144,094		$ 224,863		$ 1,186,054		$ 653,531	
Discontinued operations	-		3,176		7,905		-		-		11,081		-	
Non-GAAP utility and power plants revenue	$664,158		$260,979		$127,904		$144,094		$ 224,863		$ 1,197,135		$ 653,531	
GAAP total revenue	$937,073		$550,645		$384,238		$347,274		$ 547,938		$ 2,219,230		$ 1,524,283	
Discontinued operations	-		3,176		7,905		-		-		11,081		-	
Non-GAAP total revenue	$937,073		$553,821		$392,143		$347,274		$ 547,938		$ 2,230,311		$ 1,524,283	
GAAP utility and power plants gross margin	$177,010	27%	$ 45,277	18%	$ 22,775	19%	$ 32,666	23%	$ 51,624	23%	$ 277,728	23%	$ 126,681	19%
Amortization of intangible assets	353		946		774		689		683		2,762		2,732	
Stock-based compensation expense	2,343		2,442		1,632		1,191		1,718		7,608		5,808	
Non-cash interest expense	4,443		293		275		401		257		5,412		1,231	
Discontinued operations	-		3,176		7,905		-		-		11,081		-	
Non-GAAP utility and power plants gross margin	$184,149	28%	$ 52,134	20%	$ 33,361	26%	$ 34,947	24%	$ 54,282	24%	$ 304,591	25%	$ 136,452	21%
GAAP residential and commercial gross margin	$ 60,704	22%	$ 67,308	23%	$ 65,076	25%	$ 39,077	19%	$ 59,353	18%	$ 232,165	22%	$ 157,039	18%
Amortization of intangible assets	1,650		1,745		2,125		2,124		2,124		7,644		8,465	
Stock-based compensation expense	2,362		1,941		2,327		1,491		2,525		8,121		8,190	
Non-cash interest expense	330		270		393		502		377		1,495		1,508	
Non-GAAP residential and commercial gross margin	$ 65,046	24%	$ 71,264	24%	$ 69,921	26%	$ 43,194	21%	$ 64,379	20%	$ 249,425	24%	$ 175,202	20%
GAAP total gross margin	$237,714	25%	$112,585	20%	$ 87,851	23%	$ 71,743	21%	$ 110,977	20%	$ 509,893	23%	$ 283,720	19%
Amortization of intangible assets	2,003		2,691		2,899		2,813		2,807		10,406		11,197	
Stock-based compensation expense	4,705		4,383		3,959		2,682		4,243		15,729		13,998	
Non-cash interest expense	4,773		563		668		903		634		6,907		2,739	
Discontinued operations	-		3,176		7,905		-		-		11,081		-	
Non-GAAP total gross margin	$249,195	27%	$123,398	22%	$103,282	26%	$ 78,141	23%	$ 118,661	22%	$ 554,016	25%	$ 311,654	20%
GAAP operating income	$135,354		$ 8,188		$ (1,731)		$ (2,944)		$ 42,669		$ 138,867		$ 61,834	
Amortization of intangible assets	10,438		11,578		11,702		4,759		4,178		38,477		16,474	
Stock-based compensation expense	16,308		15,665		11,591		10,808		12,790		54,372		46,994	
Amortization of promissory notes	2,113		6,022		2,919		-		-		11,054		-	
Non-cash interest expense	4,773		563		668		903		634		6,907		2,739	
Discontinued operations	-		3,176		7,883		-		-		11,059		-	
Non-GAAP operating income	$168,986		$ 45,192		$ 33,032		$ 13,526		$ 60,271		$ 260,736		$ 128,041	
GAAP net income	$152,251		$ 20,116		$ (6,216)		$ 12,573		$ 8,543		$ 178,724		$ 32,521	
Amortization of intangible assets	10,438		11,578		11,702		4,759		4,178		38,477		16,474	
Stock-based compensation expense	16,308		15,665		11,591		10,808		12,790		54,372		46,994	
Amortization of promissory notes	2,113		6,022		2,919		-		-		11,054		-	
Non-cash interest expense	8,441		6,407		9,378		6,390		5,873		30,616		22,582	
Gain on deconsolidation of consolidated subsidiary	-		(36,849)		-		-		-		(36,849)		-	
Gain (loss) on change in equity interest in unconsolidated invest	270		-		(28,348)		-		-		(28,078)		-	
Mark-to-market derivatives	(6,879)		2,967		(34,070)		2,218		-		(35,764)		(21,193)	
Gain on share lending arrangement	(24,000)		-		-		-		-		(24,000)		-	
Tax effect	(15,583)		377		47,457		(31,589)		14,540		662		(3,702)	
Non-GAAP net income	$143,359		$ 26,283		$ 14,413		$ 5,159		$ 45,924		$ 189,214		$ 93,676	

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GAAP to Non-GAAP Reconciliation

NET INCOME PER SHARE:

	THREE MONTHS ENDED					TWELVE MONTHS ENDED	
	Jan. 2, 2011	Oct. 3, 2010	Jul. 4, 2010	Apr. 4, 2010	Jan. 3, 2010	Jan. 2, 2011	Jan. 3, 2010
Basic:							
GAAP net income per share	$ 1.58	$ 0.21	$ (0.07)	$ 0.13	$ 0.09	$ 1.87	$ 0.36
Reconciling items:							
Amortization of intangible assets	0.10	0.12	0.12	0.05	0.04	0.39	0.18
Stock-based compensation expense	0.16	0.16	0.12	0.11	0.13	0.56	0.51
Amortization of promissory notes	0.02	0.06	0.03	-	-	0.12	-
Non-cash interest expense	0.09	0.07	0.10	0.07	0.06	0.32	0.25
Gain on deconsolidation of consolidated subsidiary	-	(0.38)	-	-	-	(0.39)	-
Gain (loss) on change in equity interest in unconsolidated invest	-	-	(0.30)	-	-	(0.29)	-
Mark-to-market derivatives	(0.07)	0.03	(0.35)	0.02	-	(0.37)	(0.23)
Gain on share lending arrangement	(0.23)	-	-	-	-	(0.25)	-
Tax effect	(0.16)	0.00	0.50	(0.33)	0.16	0.01	(0.04)
Non-GAAP net income per share	$1.49	$0.27	$0.15	$ 0.05	$ 0.48	$ 1.97	$ 1.03
Diluted:							
GAAP net income per share	$ 1.44	$ 0.21	$ (0.07)	$ 0.13	$ 0.09	$ 1.75	$ 0.35
Reconciling items:							
Amortization of intangible assets	0.10	0.11	0.12	0.05	0.04	0.37	0.18
Stock-based compensation expense	0.16	0.15	0.12	0.11	0.13	0.52	0.51
Amortization of promissory notes	0.02	0.06	0.03	-	-	0.10	-
Non-cash interest expense	0.08	0.06	0.10	0.07	0.06	0.29	0.24
Gain on deconsolidation of consolidated subsidiary	-	(0.36)	-	-	-	(0.35)	-
Gain (loss) on change in equity interest in unconsolidated invest	-	-	(0.30)	-	-	(0.27)	-
Mark-to-market derivatives	(0.06)	0.03	(0.35)	0.02	-	(0.34)	(0.23)
Gain on share lending arrangement	(0.23)	-	-	-	-	(0.23)	-
Tax effect	(0.15)	0.00	0.50	(0.33)	0.15	0.01	(0.04)
Non-GAAP net income per share	$1.36	$0.26	$ 0.15	$ 0.05	$ 0.47	$1.85	$ 1.01
Weighted-average shares:							
GAAP net income per share:							
- Basic	96,081	95,840	95,564	95,154	94,910	95,660	91,050
- Diluted	106,431	105,648	95,564	96,472	96,447	105,698	92,746
Non-GAAP net income per share:							
- Basic	96,081	95,840	95,564	95,154	94,910	95,660	91,050
- Diluted	106,431	105,648	96,816	96,472	96,447	105,698	92,746

2011 GUIDANCE:	**Q1 2011**	**FY2011**
Revenue	$475,000-$525,000	$2,800,000-$2,950,000
Gross margin (non-GAAP)	20%-22% (a)	20%-22% (b)
Gross margin (GAAP)	19%-21%	19%-21%
Net income per diluted share (non-GAAP)	$0.15-$0.21 (c)	$2.00-$2.20 (d)
Net income (loss) per diluted share (GAAP)	($0.09)-($0.03)	$0.70-$0.90

(a) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $0.07-$0.13 million, estimated stock-based compensation expense of approximately $4.31-$4.49 million and estimated non-cash interest expense of approximately $0.68-$0.75 million.

(b) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $0.30-$0.50 million, estimated stock-based compensation expense of approximately $17.96-$18.24 million and estimated non-cash interest expense of approximately $2.70-$3.00 million.

(c) Estimated non-GAAP amounts above for Q1 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $6.75-$7.00 million, estimated stock-based compensation expense of approximately $15.50-$15.75 million, estimated non-cash interest expense of approximately $7.00-$7.75 million and amortization of promissory notes of approximately $0.75 million.

(d) Estimated non-GAAP amounts above for 2011 reflect adjustments that exclude the estimated amortization of intangible assets of approximately $27.00-$28.00 million, estimated stock-based compensation expense of approximately $62.00-$63.00 million, estimated non-cash interest expense of approximately $28.00-$31.00 million and amortization of promissory notes of approximately $3.00 million.

Earnings Per Share Calculation

	Three Months Ended January 2, 2011				Twelve Months Ended January 2, 2011			
	GAAP		Non-GAAP		GAAP		Non-GAAP	
(in thousands)	If Converted Method	Not Converted Method	If Converted Method	Not Converted Method	If Converted Method	Not Converted Method	If Converted Method	Not Converted Method
Net income	$ 152,251	$ 152,251	$ 143,359	$ 143,359	$ 178,724	$ 178,724	$ 189,214	$ 189,214
Net income allocated to unvested restricted stock awards	(160)	(160)	(151)	(151)	(276)	(276)	(292)	(292)
Net income allocated to class A and class B common stock	152,091	152,091	143,208	143,208	178,448	178,448	188,922	188,922
Basic weighted-average shares	96,081	96,081	96,081	96,081	95,660	95,660	95,660	95,660
Net income per share – basic	$ 1.58	$ 1.58	$ 1.49	$ 1.49	$ 1.87	$ 1.87	$ 1.97	$ 1.97
Net income	$ 152,251	$ 152,251	$ 143,359	$ 143,359	$ 178,724	$ 178,724	$ 189,214	$ 189,214
(A) Interest expense on 4.75% debentures, net of tax	1,666	-	1,666	-	6,664	-	6,664	-
Net income allocated to unvested restricted stock awards	(146)	(157)	(137)	(148)	(259)	(272)	(274)	(288)
Net income allocated to class A and class B common stock	153,771	152,094	144,888	143,211	185,129	178,452	195,604	188,926
Diluted weighted-average shares before consideration of 4.5% debentures	97,719	97,719	97,719	97,719	96,986	96,986	96,986	96,986
Shares issued if 100% of 4.5% Debentures are converted to equity	8,712	-	8,712	-	8,712	-	8,712	-
Diluted weighted-average shares	106,431	97,719	106,431	97,719	105,698	96,986	105,698	96,986
Net income per share – diluted	$ 1.44	$ 1.56	$ 1.36	$ 1.47	$ 1.75	$ 1.84	$ 1.85	$ 1.95

(A) Under the "If Converted Method" we calculated diluted earnings per share using the more dilutive of the following two methods:

Method One:

Numerator = Income Available to Common Shareholders + Interest on 4.5% Debentures, Net of Tax

Denominator = Stock Outstanding + Common Shares Issued if 100% Coversion of 4.5% Debentures

Method Two:

Numerator = Income Available to Common Shareholders

Denominator = Stock Outstanding

Fourth Quarter 2010 Earnings Supplementary Slides

February 17, 2011