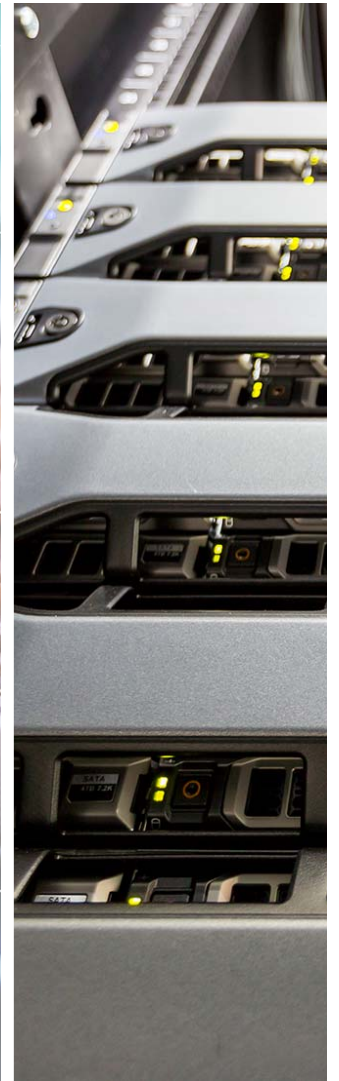


*Rambus*

Rambus Fourth  
Quarter 2020  
Financial Results



## Safe Harbor for Forward-Looking Statements; Other Disclosures

This presentation contains forward-looking statements under the Private Securities Litigation Reform Act of 1995 including Rambus' financial guidance for future periods, product and investment strategies, timing of expected product launches, demand for existing and newly-acquired technologies, the growth opportunities of the various markets we serve, the expected benefits of our merger, acquisition and divestiture activity, including the success of our integration efforts, and the effects of ASC 606 on reported revenue, amongst other things.

Such forward-looking statements are based on current expectations, estimates and projections, management's beliefs and certain assumptions made by Rambus' management. Actual results may differ materially. Our business is subject to a number of risks which are described more fully in our periodic reports filed with the Securities and Exchange Commission, as well risks and the potential adverse impacts related to, or arising from, the Novel Coronavirus (COVID -19). Rambus undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date hereof.

Effective January 1, 2018, the Company adopted Accounting Standards Update No. 2014-09, Revenue from Contracts with Customers in ASC 606. The adoption of ASC 606 materially impacted the timing of revenue recognition for the Company's fixed-fee intellectual property licensing arrangements. The adoption of ASC 606 did not have a material impact on the Company's other revenue streams, net cash provided by operating activities, or its underlying financial position.

This presentation contains non-GAAP financial measures, including operating costs and expenses, interest and other income (expense), net and diluted net income (loss) per share. In computing these non-GAAP financial measures, stock-based compensation expenses, acquisition-related transaction costs and retention bonus expense, amortization expenses, depreciation expense on unused Electronic Design Automation ("EDA") software licenses, expense on abandoned operating leases, non-cash interest expense and certain other one-time adjustments were considered. The non-GAAP financial measures should not be considered a substitute for, or superior to, financial measures calculated in accordance with GAAP, and the financial results calculated in accordance with GAAP and reconciliations from these results should be carefully evaluated. Management believes the non-GAAP financial measures are appropriate for both its own assessment of, and to show investors, how the Company's performance compares to other periods. Reconciliation from GAAP to non-GAAP results are made available and more fully described on our website as well as the back of this deck and in the earnings release.

## Fourth Quarter and Fiscal Year 2020 Highlights



Delivered strong Q4 results, in line with revenue and exceeding profitability expectations



Beat guidance for FY20 revenue and earnings; positioned well for continued profitable growth



Generated \$185.5 million in cash provided by operating activities for the full year, up 44% YoY



Record annual product revenue, driven by significant share gain in Memory Interface Chips, up 56% YoY



New and renewed DRAM and SoC patent licenses solidify sustained foundation for overall growth



Financials  
Profitable Growth

**Rambus**  
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## Financial Highlights



Delivered strong Q4 results, in line with revenue and exceeding profitability expectations



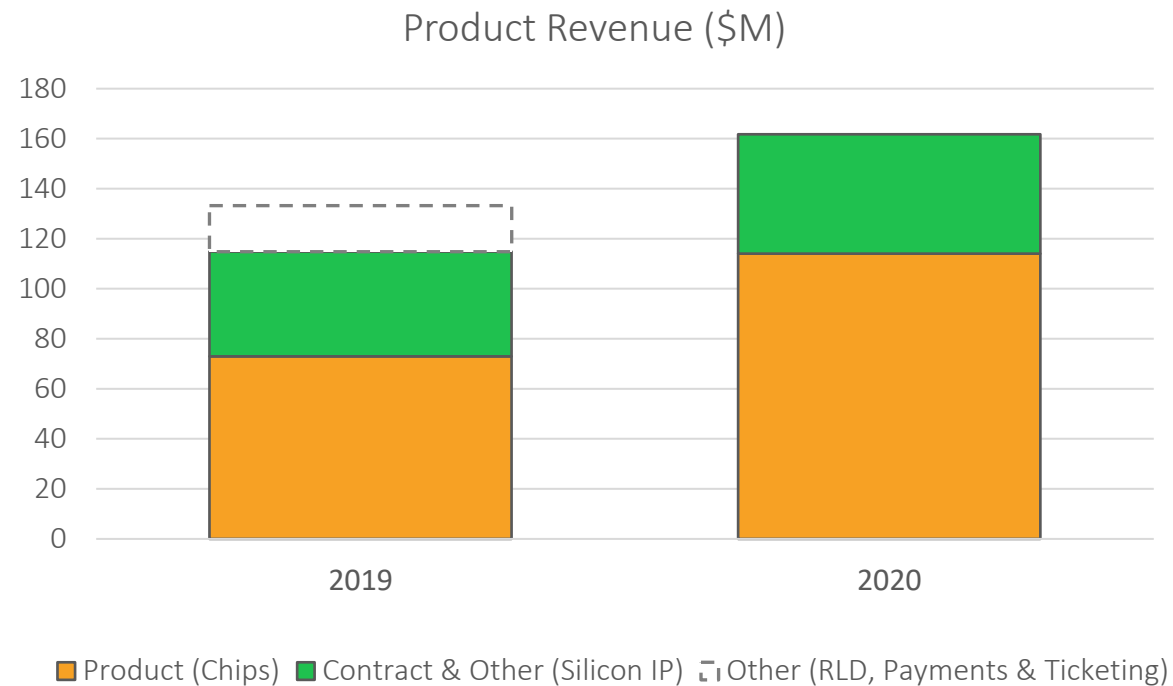
Excellent Q4 cash from operations of \$42.1M, further strengthening the balance sheet



Growth through focus on core business and execution on strategic initiatives

# Chip Growth Outpacing Market

Continued momentum in Silicon IP



## Contract & Other (~Silicon IP)

\$47.8M FY20 revenue  
up 14% over 2019

## Product (~Chips)

\$114.0M FY20 revenue  
up 56% over 2019

## Continued Strong Cash Generation

| <i>In Millions</i>                              | <u>ASC 606</u><br>Q4 2019 | <u>ASC 606</u><br>Q1 2020 | <u>ASC 606</u><br>Q2 2020 | <u>ASC 606</u><br>Q3 2020 | <u>ASC 606</u><br>Q4 2020 |   |
|---|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|---|
| Revenue   | \$59.9                    | \$64.0                    | \$59.9                    | \$56.9                    | \$61.9                    | Product growth and key licensing agreements driving revenue   |
| Total Operating Costs and Expenses <sup>1</sup> | \$62.3                    | \$63.5                    | \$59.5                    | \$56.7                    | \$55.8                    | Disciplined expense management through refocus on core growth initiatives   |
| Operating Income (Loss) <sup>1</sup>            | (\$2.3)                   | \$0.5                     | \$0.4                     | \$0.2                     | \$6.1                     | Operating results under ASC 606 do not reflect significant cash flows from fixed-fee licensing arrangements signed prior to the standard becoming effective |
| Cash from Operations                            | \$35.4                    | \$37.3                    | \$62.0                    | \$44.1                    | \$42.1                    | Sustained strong cash generation  |

<sup>1</sup>Please refer to reconciliations of non-GAAP financial measures included in this presentation and in our earnings release

## Solid Balance Sheet Supports Strategic Initiatives

| <i>In Millions</i>                 | Q4 2019   | Q1 2020   | Q2 2020   | Q3 2020   | Q4 2020   |  |
|------------------------------------|-----------|-----------|-----------|-----------|-----------|--|
| Total Cash & Marketable Securities | \$407.7   | \$435.4   | \$486.1   | \$520.2   | \$502.6   | Driven by strong cash from operations partly offset by \$50M accelerated share repurchase in Q4  |
| Total Assets                       | \$1,339.0 | \$1,319.5 | \$1,316.6 | \$1,309.0 | \$1,243.9 | Strong balance sheet with limited debt<br><br>\$368M and \$402M contract assets in Q4 2020 and Q3 2020 respectively, related to ASC 606 adoption |
| Stockholders' Equity               | \$970.9   | \$965.7   | \$965.2   | \$958.2   | \$905.1   |  |
| Cash from Operations               | \$35.4    | \$37.3    | \$62.0    | \$44.1    | \$42.1    | Sustained strong cash generation   |



## Q1 2021 Non-GAAP Outlook

| Outlook <sup>(1)</sup>                                       |              | Outlook (ASC 606) <sup>(2)</sup>       |              |
|--|--------------|--|--------------|
| Licensing Billings <sup>(3)</sup><br>(~Architecture License) | \$60 – \$66M | Total Operating Costs <sup>(2)</sup>   | \$61 – \$57M |
| Contract & Other Revenue<br>(~Silicon IP)                    | \$7 – \$13M  | Interest Income/Expense <sup>(2)</sup> | (\$1M)       |
| Product Revenue<br>(~Chips)                                  | \$27 – \$33M | Fully Diluted Shares Outstanding       | 116M         |

(1) The Q1 2021 outlook for Royalty revenue (a component of total revenue) is \$23 - \$29M. The Company believes that providing non-GAAP additional disclosure will help investors and analysts understand the impact of the change in revenue recognition standards, especially given the material difference expected in the timing of revenue recognition for fixed-fee licensing arrangements as between ASC 606 and the prior standard, ASC 605.

(2) Assumes a tax rate of 24%. Excludes stock-based compensation expense (\$7M), amortization expense (\$4.6M), non-cash interest expense of (\$1.8M) and interest income associated with the significant financing component of licensing agreements as a result of the adoption of ASC 606 of (\$2.7M).

(3) Licensing billings is an operational metric that reflects amounts invoiced to our licensing customers during the period, as adjusted for certain differences.

## Rambus Investment Summary



Pioneer of industry-leading chips and silicon IP enabling critical performance improvements for data center and cloud



Continued innovation feeds patent portfolio and product roadmap expansion



Superior technical execution and strong operational discipline drive solid financial results and profitable growth



Strong balance sheet and cash generation fuel strategic initiatives and return of capital to shareholders



Thank you

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## Reconciliation of Non-GAAP Financial Measures

| Net Income (Loss) in Millions                        | Q4 2019<br>(ASC 606) | Q1 2020<br>(ASC 606) | Q2 2020<br>(ASC 606) | Q3 2020<br>(ASC 606) | Q4 2020<br>(ASC 606) |
|--|----------------------|----------------------|----------------------|----------------------|----------------------|
| GAAP Net Loss  | (\$10)               | (\$8)                | (\$11)               | (\$13)               | (\$12)               |
| Adjustments:   |                      |                      |                      |                      |                      |
| Stock-based compensation                             | \$5                  | \$6                  | \$7                  | \$7                  | \$6                  |
| Acquisition-related/divestiture costs                | \$4                  | \$2                  | \$2                  | \$1                  | \$1                  |
| Amortization   | \$4                  | \$5                  | \$5                  | \$5                  | \$5                  |
| Restructuring and other charges                      | \$5                  | \$1                  | \$0                  | \$0                  | \$3                  |
| Non-cash interest expense                            | \$2                  | \$2                  | \$2                  | \$2                  | \$2                  |
| Recovery on assets held for sale                     | (\$8)                | \$0                  | \$0                  | \$0                  | \$0                  |
| Facility restoration costs                           | \$1                  | \$0                  | \$0                  | \$0                  | \$0                  |
| Change in fair value of earn-out liability           | \$0                  | (\$2)                | \$0                  | \$0                  | \$0                  |
| Depreciation expense on unused EDA software licenses | \$0                  | \$0                  | \$0                  | \$0                  | \$2                  |
| Expense on abandoned operating leases                | \$0                  | \$0                  | \$0                  | \$0                  | \$0                  |
| Provision for (benefit from) income taxes            | (\$1)                | (\$1)                | (\$1)                | \$0                  | (\$0)                |
| <b>Non-GAAP Net Income</b>                           | <b>\$2</b>           | <b>\$5</b>           | <b>\$3</b>           | <b>\$2</b>           | <b>\$6</b>           |

| Operating Income (Loss) in Millions                  | Q4 2019<br>(ASC 606) | Q1 2020<br>(ASC 606) | Q2 2020<br>(ASC 606) | Q3 2020<br>(ASC 606) | Q4 2020<br>(ASC 606) |
|--|----------------------|----------------------|----------------------|----------------------|----------------------|
| GAAP Operating Loss                                  | (\$13)               | (\$11)               | (\$12)               | (\$13)               | (\$11)               |
| Adjustments:   |                      |                      |                      |                      |                      |
| Stock-based compensation                             | \$5                  | \$6                  | \$7                  | \$7                  | \$6                  |
| Acquisition-related/divestiture costs                | \$4                  | \$2                  | \$2                  | \$1                  | \$1                  |
| Amortization   | \$4                  | \$5                  | \$5                  | \$5                  | \$5                  |
| Restructuring and other charges                      | \$5                  | \$1                  | \$0                  | \$0                  | \$3                  |
| Recovery on assets held for sale                     | (\$8)                | \$0                  | \$0                  | \$0                  | \$0                  |
| Facility restoration costs                           | \$1                  | \$0                  | \$0                  | \$0                  | \$0                  |
| Depreciation expense on unused EDA software licenses | \$0                  | \$0                  | \$0                  | \$0                  | \$2                  |
| Expense on abandoned operating leases                | \$0                  | \$0                  | \$0                  | \$0                  | \$0                  |
| Change in fair value of earn-out liability           | \$0                  | (\$2)                | \$0                  | \$0                  | \$0                  |
| <b>Non-GAAP Operating Income (Loss)</b>              | <b>(\$2)</b>         | <b>\$1</b>           | <b>\$0</b>           | <b>\$0</b>           | <b>\$6</b>           |
| Depreciation   | \$5                  | \$5                  | \$5                  | \$5                  | \$7                  |
| <b>Adjusted EBITDA</b>                               | <b>\$3</b>           | <b>\$5</b>           | <b>\$5</b>           | <b>\$5</b>           | <b>\$13</b>          |

## Revenue and Licensing Billings

| In Thousands               | ASC 606         |                 |                 |                 |                  | ASC 606         |                 |                 |                 |                  |
|----------------------------|-----------------|-----------------|-----------------|-----------------|------------------|-----------------|-----------------|-----------------|-----------------|------------------|
|                            | Q1'19           | Q2'19           | Q3'19           | Q4'19           | FY 2019          | Q1'20           | Q2'20           | Q3'20           | Q4'20           | FY 2020          |
| Royalty Revenue            | \$24,853        | \$27,050        | \$19,448        | \$19,434        | \$90,785         | \$19,694        | \$16,957        | \$16,602        | \$27,732        | \$80,985         |
| Product Revenue            | \$8,964         | \$16,031        | \$21,377        | \$26,600        | \$72,972         | \$30,728        | \$31,725        | \$29,769        | \$21,774        | \$113,996        |
| Contract and Other Revenue | \$14,567        | \$15,216        | \$16,574        | \$13,913        | \$60,270         | \$13,567        | \$11,248        | \$10,544        | \$12,407        | \$47,766         |
| <b>Total</b>               | <b>\$48,384</b> | <b>\$58,297</b> | <b>\$57,399</b> | <b>\$59,947</b> | <b>\$224,027</b> | <b>\$63,989</b> | <b>\$59,930</b> | <b>\$56,915</b> | <b>\$61,913</b> | <b>\$242,747</b> |

| In Thousands                    | ASC 606         |                 |                 |                 |                  | ASC 606         |                 |                 |                 |                  |
|---------------------------------|-----------------|-----------------|-----------------|-----------------|------------------|-----------------|-----------------|-----------------|-----------------|------------------|
|                                 | Q1'19           | Q2'19           | Q3'19           | Q4'19           | FY 2019          | Q1'20           | Q2'20           | Q3'20           | Q4'20           | FY 2020          |
| Royalty Revenue                 | \$24,853        | \$27,050        | \$19,448        | \$19,434        | \$90,785         | \$19,694        | \$16,957        | \$16,602        | \$27,732        | \$80,985         |
| Licensing Billings <sup>1</sup> | \$75,460        | \$64,948        | \$63,058        | \$63,758        | \$267,224        | \$67,072        | \$60,687        | \$63,135        | \$64,195        | \$255,089        |
| <b>Delta</b>                    | <b>\$50,607</b> | <b>\$37,898</b> | <b>\$43,610</b> | <b>\$44,324</b> | <b>\$176,439</b> | <b>\$47,378</b> | <b>\$43,730</b> | <b>\$46,533</b> | <b>\$36,463</b> | <b>\$174,104</b> |

| In Thousands                         | ASC 606 |         |         |         |          | ASC 606 |         |         |         |          |
|--------------------------------------|---------|---------|---------|---------|----------|---------|---------|---------|---------|----------|
|                                      | Q1'19   | Q2'19   | Q3'19   | Q4'19   | FY 2019  | Q1'20   | Q2'20   | Q3'20   | Q4'20   | FY 2020  |
| ASC 606 Interest Income <sup>2</sup> | \$5,707 | \$5,288 | \$4,925 | \$4,469 | \$20,389 | \$4,368 | \$3,697 | \$3,289 | \$2,895 | \$14,249 |

<sup>1</sup> Licensing billings is an operational metric that reflects amounts invoiced to our patent and technology licensing customers during the period, as adjusted for certain differences.

<sup>2</sup> Interest income associated with the significant financing component of licensing agreements as a result of the adoption of ASC 606.

## GAAP to Non-GAAP Income Statement

| In \$ Millions                           | GAAP<br>Actual<br>Q4'20 | Non-GAAP<br>Actual<br>Q4'20 | Delta<br>to<br>GAAP |
|--|-------------------------|-----------------------------|---------------------|
| Revenue                                  | \$61.9                  | \$61.9                      | \$-                 |
| Cost of revenue                          | 13.4                    | 9.1                         | (4.3)               |
| Research and development                 | 34.8                    | 29.6                        | (5.1)               |
| Sales, general and administrative        | 21.5                    | 17.1                        | (4.4)               |
| Restructuring and other charges          | 3.3                     | 0.0                         | (3.3)               |
| Total operating cost and expenses        | 72.9                    | 55.8                        | (17.1)              |
| Operating income (loss)                  | (11.0)                  | 6.1                         | 17.1                |
| Interest and other income (expense), net | 0.5                     | 2.3                         | 1.8                 |
| Income (loss) before income taxes        | (10.5)                  | 8.4                         | 18.9                |
| Provision for income taxes               | 1.5                     | 2.0                         | 0.5                 |
| Net income (loss)                        | (\$12.1)                | \$6.4                       | \$18.5              |

Certain amounts may be off \$0.1M due to rounding.