

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) – August 1, 2018

**LITTELFUSE, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State of other jurisdiction  
of incorporation)

0-20388  
(Commission  
File Number)

36-3795742  
(IRS Employer  
Identification No.)

8755 W. Higgins Road, Suite 500, Chicago, IL 60631  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (773) 628-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**ITEM 2.02            Results of Operations and Financial Condition**

The information contained within Item 2.02 of this Form 8-K and the Exhibits attached hereto shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 and shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

On August 1, 2018, Littelfuse, Inc. (the "Company") issued a press release announcing the results of its operations for the quarter ended June 30, 2018. A copy of the press release is attached as Exhibit 99.1 to this Form 8-K and incorporated by reference to this Item 2.02 as if fully set forth herein.

The press release attached to this Form 8-K includes forward-looking statements that are intended to be covered by the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include but are not limited to comments with respect to the objectives and strategies, financial condition, results of operations and business of the Company. These forward-looking statements involve numerous assumptions, inherent risks and uncertainties, both general and specific, and the risk that predictions and other forward-looking statements will not be achieved. The Company cautions you not to place undue reliance on these forward-looking statements as a number of important factors could cause actual future results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements.

A copy of the press release is also posted on the Company's website.

**Item 8.01    Other Items.**

The information contained in this Item 8.01, including Exhibit 99.2, shall not be deemed "filed" with the Securities and Exchange Commission nor incorporated by reference into any filing by Littelfuse, Inc. under the Securities Act or the Securities Exchange Act of 1934, as amended.

Littelfuse, Inc. provides the Supplemental GAAP to Non-GAAP Reconciliation attached as Exhibit 99.2 to this Form 8-K.

**ITEM 9.01            Financial Statements and Exhibits**

d) Exhibits.

The following exhibit is furnished with this Form 8-K:

- |      |  |
|------|--|
| 99.1 | <a href="#">Press Release, dated August 1, 2018</a>                                |
| 99.2 | <a href="#">Supplemental GAAP to Non-GAAP Reconciliation, dated August 1, 2018</a> |
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**Signature**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Littelfuse, Inc.

Date: August 1, 2018

By: /s/ Meenal A. Sethna

Meenal A. Sethna

Executive Vice President and Chief Financial Officer

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## **Exhibit Index**

- 99.1 Press release, dated August 1, 2018
- 99.2 Supplemental GAAP to Non-GAAP Reconciliation, dated August 1, 2018

**NEWS****NEWS RELEASE**

Littelfuse Inc.  
8755 West Higgins Road, Suite 500  
Chicago, Illinois 60631  
p: (773) 628-1000 f: (773) 628-0802  
[www.littelfuse.com](http://www.littelfuse.com)

**LITTELFUSE REPORTS SECOND QUARTER RESULTS**

*Company delivers record sales and adjusted earnings per share*

**CHICAGO, August 1, 2018** – Littelfuse, Inc. (NASDAQ: LFUS), the global leader in circuit protection with advancing platforms in power control and sensor technologies, today reported financial results for the second quarter ended June 30, 2018:

- Net sales were \$459.2 million, up 47% versus the prior year. Organic revenue growth was 11%.
- Growth by segment versus the prior year period:
  - Electronics sales increased 77% (up 14% organically)
  - Automotive sales increased 9% (up 5% organically)
  - Industrial sales increased 19% (up 18% organically)
- GAAP diluted EPS was \$1.67; this includes \$26 million of after-tax charges primarily related to certain purchase accounting adjustments, acquisition and integration costs related to IXYS Corporation and non-operating foreign exchange losses
- Adjusted diluted EPS of \$2.68 increased 28% over last year
- GAAP and adjusted effective tax rate were both 19.1% for the quarter
- Cash flow from operations was \$71.6 million and free cash flow was \$49.2 million
- During the quarter, the company exited its Custom business within its Industrial segment; this is not expected to have a material impact to the company's future sales and earnings
- The electronics segment book-to-bill ratio exiting the second quarter was 1.02 (excluding the IXYS business)

"We are pleased with our record second quarter results driven by strong demand for our products across all segments and consistent operational performance, including the ongoing integration of the IXYS business," said Dave Heinzmann, Littelfuse Chief Executive Officer. "With our diversified product portfolio and global presence, we are benefiting from broad-based market demand. Looking ahead, we remain well-positioned to leverage the global mega trends of a safer, greener and increasingly connected world as we execute our long-term strategy and drive double-digit sales and earnings growth."

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For the third quarter of 2018\*:

- Net sales are expected to be in the range of \$434 to \$446 million, up 38% on a reported basis and up 8% organically, at the midpoint versus the prior year quarter
- Adjusted diluted earnings per share are expected to be in the range of \$2.31 to \$2.45, representing 13% growth over the prior year quarter at the midpoint
- Adjusted effective tax rate is expected to be approximately 21%

For the 2018 full year, the company expects an adjusted effective tax rate in the range of 18% – 21%.

*\*All comparisons are to the prior year period unless otherwise noted. Littelfuse provides guidance on a non-GAAP (adjusted) basis. GAAP items excluded from guidance may include the after-tax impact of items including acquisition and integration costs, impairment and severance charges, certain purchase accounting adjustments, foreign exchange adjustments and significant and unusual items. These items are uncertain, depend on various factors, and could be material to results computed in accordance with GAAP. Littelfuse is not able to forecast the excluded items in order to provide the most directly comparable GAAP financial measure without unreasonable efforts.*

#### Dividend

- The company's Board of Directors approved a 16% increase in the quarterly cash dividend from \$0.37 to \$0.43. This equates to an annualized dividend of \$1.72 per share. The dividend will be paid on September 6, 2018 to shareholders of record as of August 23, 2018.

#### Conference Call and Webcast Information

Littelfuse will host a conference call today, Wednesday, August 1, 2018, at 9:00 a.m. Central Time to discuss the results. The call will be broadcast live and available for replay at Littelfuse.com.

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About Littelfuse

Founded in 1927, Littelfuse is the global leader in circuit protection with advancing platforms in power control and sensor technologies. The company serves customers in the electronics, automotive and industrial markets with products that include fuses, semiconductors, polymers, ceramics, relays and sensors. Littelfuse has more than 11,000 employees in more than 50 locations worldwide. For more information, please visit [Littelfuse.com](http://Littelfuse.com).

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995

The statements in this press release that are not historical facts are intended to constitute "forward-looking statements" entitled to the safe-harbor provisions of the PSLRA. These statements may involve risks and uncertainties, including, but not limited to, risks relating to product demand and market acceptance; economic conditions; the impact of competitive products and pricing; product quality problems or product recalls; capacity and supply difficulties or constraints; coal mining exposures reserves; failure of an indemnification for environmental liability; exchange rate fluctuations; commodity price fluctuations; the effect of Littelfuse, Inc.'s ("Littelfuse" or the "Company") accounting policies; labor disputes; restructuring costs in excess of expectations; pension plan asset returns less than assumed; uncertainties related to political or regulatory changes; the integration of the recently acquired business of IXYS Corporation ("IXYS") and the risk that expected benefits, synergies and growth prospects of the acquisition of IXYS may not be achieved in a timely manner, or at all; and other risks which may be detailed in the company's Securities and Exchange Commission filings. Should one or more of these risks or uncertainties materialize or should the underlying assumptions prove incorrect, actual results and outcomes may differ materially from those indicated or implied in the forward-looking statements. This release should be read in conjunction with information provided in the financial statements appearing in the company's Annual Report on Form 10-K for the year ended December 30, 2017. For a further discussion of the risk factors of the company, please see Item 1A. "Risk Factors" to the company's Annual Report on Form 10-K for the year ended December 30, 2017.

Non-GAAP Financial Measures

The information included in this press release includes the non-GAAP financial measures of organic revenue growth, adjusted operating income, adjusted operating margin, adjusted EBITDA, adjusted EBITDA margin, adjusted diluted earnings per share, adjusted effective tax rate and free cash flow. Many of these non-GAAP financial measures exclude the effect of certain expenses and income not related directly to the underlying performance of our fundamental business operations. A reconciliation of these non-GAAP financial measures to the most directly comparable GAAP financial measures is set forth in the attached schedules.

The company believes that organic revenue growth, adjusted operating income, adjusted operating margin, adjusted EBITDA, adjusted EBITDA margin, adjusted diluted earnings per share, and adjusted effective tax rate provide useful information to investors regarding its operational performance because they enhance an investor's overall understanding of our core financial performance and facilitate comparisons to historical results of operations, by excluding items that are not related directly to the underlying performance of our fundamental business operations or were not part of our business operations during a comparable period. The company believes free cash flow is a useful measure of its ability to generate cash. The company believes that all of these non-GAAP financial measures are commonly used by financial analysts and others in the industries in which we operate, and thus further provide useful information to investors. Management additionally uses these measures when assessing the performance of the business and for business planning purposes. Note that our definitions of these non-GAAP financial measures may differ from those terms as defined or used by other companies.

**CONTACT: Trisha Tuntland**  
**Head of Investor Relations**  
**(773) 628-2163**

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**LITTELFUSE, INC.**  
**Net Sales and Operating Income by Segment**  
(In thousands of USD, unaudited)

	Second Quarter			Year-to-Date		
	2018	2017	% Growth / (Decline)	2018	2017	% Growth / (Decline)
<b>Net Sales</b>						
Electronics	\$ 299,357	\$ 169,387	77%	\$ 563,768	\$ 323,154	74%
Automotive	127,172	116,457	9%	253,302	224,297	13%
Industrial	32,654	27,511	19%	59,926	51,346	17%
<b>Total net sales</b>	<b>\$ 459,183</b>	<b>\$ 313,355</b>	<b>47%</b>	<b>\$ 876,996</b>	<b>\$ 598,797</b>	<b>46%</b>
	Second Quarter			Year-to-Date		
	2018	2017	% Growth / (Decline)	2018	2017	% Growth / (Decline)
<b>Operating Income/(Expense)</b>						
Electronics	\$ 67,311	\$ 42,967	57%	\$ 121,275	\$ 78,173	55%
Automotive	15,711	15,713	-	34,102	30,778	11%
Industrial	5,279	1,905	177%	9,988	2,012	396%
Other <sup>(1)</sup>	(28,679)	(315)	N.M.	(68,172)	(1,840)	N.M.
<b>Total operating income</b>	<b>\$ 59,622</b>	<b>\$ 60,270</b>	<b>(1%)</b>	<b>\$ 97,193</b>	<b>\$ 109,123</b>	<b>(11%)</b>
<i>Operating margin</i>	<i>13.0%</i>	<i>19.2%</i>		<i>11.1%</i>	<i>18.2%</i>	
Interest expense	5,782	3,281		11,205	6,401	
Foreign exchange loss (gain)	3,200	(558)		(7,354)	(2,115)	
Other (income) expense, net	(1,678)	190		(3,621)	52	
Income before taxes	<b>\$ 52,318</b>	<b>\$ 57,357</b>	<b>(9%)</b>	<b>\$ 96,963</b>	<b>\$ 104,785</b>	<b>(7%)</b>

N.M. - Not meaningful

(1) "Other" typically includes non-GAAP adjustments such as acquisition-related costs, purchase accounting inventory adjustments and other charges, restructuring costs, asset impairments, and gains and losses on asset sales. (See Supplemental Financial Information for details.)

	Second Quarter			Year-to-Date		
	2018	2017	Growth / (Decline)	2018	2017	Growth / (Decline)
<b>Operating Margins</b>						
Electronics	22.5%	25.4%	(2.9%)	21.5%	24.2%	(2.7%)
Automotive	12.4%	13.5%	(1.1%)	13.5%	13.7%	(0.2%)
Industrial	16.2%	6.9%	9.3%	16.7%	3.9%	12.8%



**LITTELFUSE, INC.**  
**Condensed Consolidated Balance Sheets**  
(In thousands of USD)

	<u>June 30, 2018</u>	<u>December 30, 2017</u>
	(Unaudited)	
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 408,147	\$ 429,676
Short-term investments	34	35
Accounts receivable, less allowances	260,444	182,699
Inventories	239,201	140,789
Prepaid income taxes and income taxes receivable	4,648	1,689
Prepaid expenses and other current assets	45,727	37,452
Total current assets	958,201	792,340
Property, plant and equipment:		
Land	29,198	9,547
Buildings	118,432	86,599
Equipment	558,855	505,838
	706,485	601,984
Accumulated depreciation	(367,730)	(351,407)
Net property, plant and equipment	338,755	250,577
Intangible assets, net of amortization:		
Patents, licenses and software	124,798	81,911
Distribution network	10,434	12,872
Customer lists, trademarks and tradenames	248,007	109,067
Backlog	6,813	-
Goodwill	832,227	453,414
	1,222,279	657,264
Investments	31,326	10,993
Deferred income taxes	10,320	11,858
Other assets	27,113	17,070
Total assets	<u>\$ 2,587,994</u>	<u>\$ 1,740,102</u>
<b>LIABILITIES AND EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 127,290	\$ 101,844
Accrued payroll	43,047	49,962
Accrued expenses	66,341	48,994
Accrued severance	1,049	1,459
Accrued income taxes	19,376	16,285
Current portion of long-term debt	10,060	6,250
Total current liabilities	267,163	224,794
Long-term debt, less current portion	687,538	489,361
Deferred income taxes	53,996	17,069
Accrued post-retirement benefits	33,210	18,742
Other long-term liabilities	76,067	62,580
Total equity	1,470,020	927,556
Total liabilities and equity	<u>\$ 2,587,994</u>	<u>\$ 1,740,102</u>

**LITTELFUSE, INC.**  
**Condensed Consolidated Statements of Comprehensive Income**  
(In thousands of USD, except per share data, unaudited)

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2018	July 1, 2017	June 30, 2018	July 1, 2017
Net sales	\$ 459,183	\$ 313,355	\$ 876,996	\$ 598,797
Cost of sales	<u>290,196</u>	<u>180,747</u>	<u>558,386</u>	<u>352,539</u>
Gross profit	168,987	132,608	318,610	246,258
Selling, general and administrative expenses	73,244	53,438	150,758	100,139
Research and development expenses	22,748	12,729	45,288	24,881
Amortization of intangibles	<u>13,373</u>	<u>6,171</u>	<u>25,371</u>	<u>12,115</u>
	109,365	72,338	221,417	137,135
Operating income	59,622	60,270	97,193	109,123
Interest expense	5,782	3,281	11,205	6,401
Foreign exchange loss (gain)	3,200	(558)	(7,354)	(2,115)
Other (income) expense, net	<u>(1,678)</u>	<u>190</u>	<u>(3,621)</u>	<u>52</u>
Income before income taxes	52,318	57,357	96,963	104,785
Income taxes	<u>9,992</u>	<u>8,719</u>	<u>18,609</u>	<u>17,255</u>
Net income	<u>\$ 42,326</u>	<u>\$ 48,638</u>	<u>\$ 78,354</u>	<u>\$ 87,530</u>
Net income per share:				
Basic	<u>\$ 1.69</u>	<u>\$ 2.13</u>	<u>\$ 3.18</u>	<u>\$ 3.84</u>
Diluted	<u>\$ 1.67</u>	<u>\$ 2.11</u>	<u>\$ 3.12</u>	<u>\$ 3.80</u>
Weighted average shares outstanding:				
Basic	<u>25,004</u>	<u>22,822</u>	<u>24,671</u>	<u>22,785</u>
Diluted	<u>25,401</u>	<u>23,023</u>	<u>25,086</u>	<u>23,005</u>
Comprehensive income	<u>\$ 26,384</u>	<u>\$ 44,485</u>	<u>\$ 62,133</u>	<u>\$ 89,004</u>

**LITTELFUSE, INC.**  
**Condensed Consolidated Statements of Cash Flows**  
(In thousands of USD, unaudited)

	For the Six Months Ended	
	June 30, 2018	July 1, 2017
<b>OPERATING ACTIVITIES:</b>		
Net income	\$ 78,354	\$ 87,530
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	24,431	18,575
Amortization of intangibles	25,371	12,115
Provision for bad debts	(2)	1,895
Deferred revenue	1,921	-
Stock-based compensation	15,883	8,590
Non-cash inventory charges	36,927	-
Impairment charges	1,125	-
Unrealized gain on investments	(3,311)	-
Loss on sale of property, plant and equipment	780	593
Deferred income taxes	2,434	1,514
Changes in operating assets and liabilities		
Accounts receivable	(33,481)	(32,039)
Inventories	(1,502)	(8,739)
Accounts payable	13,684	7,985
Accrued expenses (including post-retirement)	3,773	3,912
Accrued payroll and severance	(13,745)	(13,190)
Accrued taxes	(6,411)	515
Prepaid expenses and other	(5,316)	4,317
Net cash provided by operating activities	140,915	93,573
<b>INVESTING ACTIVITIES:</b>		
Purchases of property, plant and equipment	(40,315)	(28,278)
Acquisition of businesses, net of cash acquired	(310,487)	(14,172)
Proceeds from maturities of short-term investments	-	3,739
Decrease in entrusted loan receivable	-	2,416
Proceeds from sale of property, plant and equipment	68	178
Net cash used in investing activities	(350,734)	(36,117)
<b>FINANCING ACTIVITIES:</b>		
Proceeds of revolving credit facility	60,000	-
Proceeds of term loan	75,000	-
Payments of revolving credit facility	(60,000)	(112,500)
Payments of term loan	(40,025)	(3,125)
Net proceeds from senior notes payable	175,000	125,000
Payments of entrusted loan	-	(2,416)
Debt issuance costs paid	(878)	(1)
Cash dividends paid	(18,458)	(14,963)
Net proceeds (payments) related to stock-based award activities	5,568	(2,074)
Net cash provided by (used in) financing activities	196,207	(10,079)
Effect of exchange rate changes on cash and cash equivalents	(7,917)	(608)
Increase (decrease) in cash and cash equivalents	(21,529)	46,769
Cash and cash equivalents at beginning of period	429,676	275,124
Cash and cash equivalents at end of period	\$ 408,147	\$ 321,893

**LITTELFUSE, INC.**  
**Supplemental Financial Information**  
(in millions of USD except per share amounts, unaudited)

**Non-GAAP EPS reconciliation**

	Q2-18	Q2-17	YTD-18	YTD-17
GAAP diluted EPS	\$ 1.67	\$ 2.11	\$ 3.12	\$ 3.80
EPS impact of Non-GAAP adjustments (below)	1.01	(0.01)	1.95	(0.01)
Adjusted diluted EPS	<u>\$ 2.68</u>	<u>\$ 2.10</u>	<u>\$ 5.07</u>	<u>\$ 3.79</u>

**Non-GAAP adjustments - (income)/expense**

	Q2-18	Q2-17	YTD-18	YTD-17
Acquisition related and integration costs	\$ 2.3	\$ 0.3	\$ 14.1	\$ 1.8
Restructuring and other charges	3.2	-	3.9	-
Amortization backlog - IXYS	3.1	-	5.6	-
Impairments	1.1	-	1.1	-
Change in control - IXYS	-	-	2.1	-
Acquisition related stock-based compensation charge	-	-	4.5	-
Purchase accounting inventory adjustments	19.0	-	36.9	-
Non-GAAP adjustments to operating income	28.7	0.3	68.2	1.8
Non-operating foreign exchange loss (gain)	3.2	(0.6)	(7.4)	(2.2)
Non-GAAP adjustments to income before income taxes	31.9	(0.3)	60.8	(0.4)
Income taxes	6.1	-	11.9	-
Non-GAAP adjustments to net income	<u>\$ 25.8</u>	<u>\$ (0.3)</u>	<u>\$ 48.9</u>	<u>\$ (0.4)</u>
Total EPS impact	<u>\$ 1.01</u>	<u>\$ (0.01)</u>	<u>\$ 1.95</u>	<u>\$ (0.01)</u>

**Adjusted operating margin / Adjusted EBITDA reconciliation**

	Q2-18	Q2-17	YTD-18	YTD-17
Net sales	<u>\$ 459.2</u>	<u>\$ 313.4</u>	<u>\$ 877.0</u>	<u>\$ 598.8</u>
GAAP operating income	\$ 59.6	\$ 60.3	\$ 97.2	\$ 109.2
Add back non-GAAP adjustments	28.7	0.3	68.2	1.8
Adjusted operating income	\$ 88.3	\$ 60.6	\$ 165.4	\$ 111.0
Adjusted operating margin	19.2%	19.3%	18.9%	18.5%
Add back amortization	10.3	6.2	19.8	12.1
Add back depreciation	12.8	9.4	24.4	18.5
Adjusted EBITDA	<u>\$ 111.4</u>	<u>\$ 76.2</u>	<u>\$ 209.6</u>	<u>\$ 141.6</u>
Adjusted EBITDA margin	24.3%	24.3%	23.9%	23.6%

**Net sales reconciliation**

	Q2-18 vs. Q2-17			
	Electronics	Automotive	Industrial	Total
Net sales growth	77%	9%	19%	47%
Less:				
Acquisitions	61%	-	-	33%
Divestitures	-	-	-	-
FX impact	2%	4%	1%	3%
Organic net sales growth	<u>14%</u>	<u>5%</u>	<u>18%</u>	<u>11%</u>

**Income tax reconciliation**

	Q2-18	Q2-17	YTD-18	YTD-17
Income taxes	\$ 10.0	\$ 8.7	\$ 18.6	\$ 17.2
Effective rate	19.1%	15.2%	19.2%	16.5%
Non-GAAP adjustments - income taxes	6.1	-	11.9	-
Adjusted income taxes	<u>\$ 16.1</u>	<u>\$ 8.7</u>	<u>\$ 30.5</u>	<u>\$ 17.2</u>
Adjusted effective rate	19.1%	15.2%	19.3%	15.2%

**Free cash flow reconciliation**

	Q2-18	Q2-17	YTD-18	YTD-17
Net cash provided by operating activities	\$ 71.6	\$ 70.6	\$ 140.9	\$ 93.6
Less: Purchases of property, plant and equipment	(22.4)	(15.9)	(40.3)	(28.3)
Free cash flow	<u>\$ 49.2</u>	<u>\$ 54.7</u>	<u>\$ 100.6</u>	<u>\$ 65.3</u>

Note: Totals will not always foot due to rounding

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**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	GAAP As Reported June 30, 2018 QTD	Non-GAAP Adjustments June 30, 2018 QTD	Non-GAAP June 30, 2018 QTD	GAAP As Reported July 1, 2017 QTD	Non-GAAP Adjustments July 1, 2017 QTD	Non-GAAP July 1, 2017 QTD
Net sales	\$ 459,183	\$ -	\$ 459,183	\$ 313,355	\$ -	\$ 313,355
Cost of sales	290,196	(19,454) <sup>(a)</sup>	270,742	180,747	-	180,747
Gross profit	168,987	19,454	188,441	132,608	-	132,608
Selling, general and administrative expenses	73,244	(6,123) <sup>(b)</sup>	67,121	53,438	(315) <sup>(d)</sup>	53,123
Research and development expenses	22,748	-	22,748	12,729	-	12,729
Amortization of intangibles	13,373	(3,103) <sup>(c)</sup>	10,270	6,171	-	6,171
Total operating expenses	109,365	(9,226)	100,139	72,338	(315)	72,023
Operating income	59,622	28,680	88,302	60,270	315	60,585
Interest expense	5,782	-	5,782	3,281	-	3,281
Foreign exchange loss (gain)	3,200	(3,200)	-	(558)	558	-
Other (income) expense, net	(1,678)	-	(1,678)	190	-	190
Income before income taxes	52,318	31,880	84,198	57,357	(243)	57,114
Income taxes	9,992	6,073	16,065	8,719	(38)	8,681
Net income	<u>\$ 42,326</u>	<u>\$ 25,807</u>	<u>\$ 68,133</u>	<u>\$ 48,638</u>	<u>\$ (205)</u>	<u>\$ 48,433</u>
Net income per share:						
Basic	<u>\$ 1.69</u>	<u>\$ 1.03</u>	<u>\$ 2.72</u>	<u>\$ 2.13</u>	<u>\$ (0.01)</u>	<u>\$ 2.12</u>
Diluted	<u>\$ 1.67</u>	<u>\$ 1.01</u>	<u>\$ 2.68</u>	<u>\$ 2.11</u>	<u>\$ (0.01)</u>	<u>\$ 2.10</u>
Weighted average shares outstanding:						
Basic	<u>25,004</u>		<u>25,004</u>	<u>22,822</u>		<u>22,822</u>
Diluted	<u>25,401</u>		<u>25,401</u>	<u>23,023</u>		<u>23,023</u>
Comprehensive income	\$ 26,384		\$ 52,191	\$ 44,486		\$ 44,281

(a) Cost of sales included \$19.0 million for purchase accounting inventory adjustments and \$0.5 million of restructuring charges

(b) Selling, general and administrative included \$2.3 million for acquisition related and integration costs and \$3.8 million of restructuring, impairment and other charges

(c) Amortization of intangibles included \$3.1 million of IXYS backlog amortization

(d) Selling, general and administrative included \$0.3 million for acquisition related costs

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	GAAP As Reported June 30, 2018 YTD	Non-GAAP Adjustments June 30, 2018 YTD	Non-GAAP June 30, 2018 YTD	GAAP As Reported July 1, 2017 YTD	Non-GAAP Adjustments July 1, 2017 YTD	Non-GAAP July 1, 2017 YTD
Net sales	\$ 876,996	\$ -	\$ 876,996	\$ 598,797	\$ -	\$ 598,797
Cost of sales	558,386	(38,332) <sup>(a)</sup>	520,054	352,539	(22)	352,517
Gross profit	318,610	38,332	356,942	246,258	22	246,280
Selling, general and administrative expenses	150,758	(22,627) <sup>(b)</sup>	128,131	100,139	(1,818) <sup>(e)</sup>	98,321
Research and development expenses	45,288	(1,606) <sup>(c)</sup>	43,682	24,881	-	24,881
Amortization of intangibles	25,371	(5,607) <sup>(d)</sup>	19,764	12,115	-	12,115
Total operating expenses	221,417	(29,840)	191,577	137,135	(1,818)	135,317
Operating income	97,193	68,172	165,365	109,123	1,840	110,963
Interest expense	11,205	-	11,205	6,401	-	6,401
Foreign exchange loss (gain)	(7,354)	7,354	-	(2,115)	2,115	-
Other (income) expense, net	(3,621)	-	(3,621)	52	-	52
Income before income taxes	96,963	60,818	157,781	104,785	(275)	104,510
Income taxes	18,609	11,878	30,487	17,255	(42)	17,213
Net income	\$ 78,354	\$ 48,940	\$ 127,294	\$ 87,530	\$ (233)	\$ 87,297
Net income per share:						
Basic	\$ 3.18	\$ 1.98	\$ 5.16	\$ 3.84	\$ (0.01)	\$ 3.83
Diluted	\$ 3.12	\$ 1.95	\$ 5.07	\$ 3.80	\$ (0.01)	\$ 3.79
Weighted average shares outstanding:						
Basic	24,671		24,671	22,785		22,785
Diluted	25,086		25,086	23,005		23,005
Comprehensive income	\$ 62,133		\$ 111,073	\$ 89,004		\$ 88,771

(a) Cost of sales included \$36.9 million for purchase accounting inventory adjustments, \$0.5 million for acquisition related stock-based compensation charges and \$0.9 million of restructuring charges

(b) Selling, general and administrative included \$14.1 million for acquisition related and integration costs, \$2.4 million for acquisition related stock-based compensation charges, \$2.1 million for IXYS change in control and \$4.1 million of restructuring, impairment and other charges

(c) Research and development expenses included \$1.6 million for acquisition related stock-based compensation charges

(d) Amortization of intangibles included \$5.6 million of IXYS backlog amortization

(e) Selling, general and administrative included \$1.8 million for acquisition related and integration costs

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	<u>GAAP As Reported</u> <u>April 1, 2017 QTD</u>	<u>Non-GAAP</u> <u>Adjustments</u> <u>April 1, 2017 QTD</u>	<u>Non-GAAP</u> <u>April 1, 2017 QTD</u>
Net sales	\$ 285,441	\$ -	\$ 285,441
Cost of sales	171,791	(22)	171,770
Gross profit	113,650	22	113,672
Selling, general and administrative expenses	46,703	(1,504) <sup>(a)</sup>	45,199
Research and development expenses	12,151	-	12,151
Amortization of intangibles	5,944	-	5,944
Total operating expenses	64,798	(1,504)	63,294
Operating income	48,852	1,525	50,377
Interest expense	3,120	-	3,120
Foreign exchange loss (gain)	(1,557)	1,557	-
Other (income) expense, net	(139)	-	(139)
Income before income taxes	47,428	(32)	47,396
Income taxes	8,537	(6)	8,531
Net income	<u>\$ 38,891</u>	<u>\$ (26)</u>	<u>\$ 38,865</u>
Net income per share:			
Basic	<u>\$ 1.71</u>	<u>\$ (0.00)</u>	<u>\$ 1.71</u>
Diluted	<u>\$ 1.69</u>	<u>\$ (0.00)</u>	<u>\$ 1.69</u>
Weighted average shares outstanding:			
Basic	<u>22,748</u>		<u>22,748</u>
Diluted	<u>22,989</u>		<u>22,989</u>
Comprehensive income	\$ 44,518		\$ 44,492

(a) Selling, general and administrative included \$1.5 million for acquisition related and integration costs

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.



**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	<u>GAAP As Reported</u> <u>July 1, 2017 QTD</u>	<u>Non-GAAP</u> <u>Adjustments</u> <u>July 1, 2017 QTD</u>	<u>Non-GAAP</u> <u>July 1, 2017 QTD</u>
Net sales	\$ 313,355	\$ -	\$ 313,355
Cost of sales	180,747	-	180,747
Gross profit	132,608	-	132,608
Selling, general and administrative expenses	53,438	(315) <sup>(a)</sup>	53,123
Research and development expenses	12,729	-	12,729
Amortization of intangibles	6,171	-	6,171
Total operating expenses	72,338	(315)	72,023
Operating income	60,270	315	60,585
Interest expense	3,281	-	3,281
Foreign exchange loss (gain)	(558)	558	-
Other (income) expense, net	190	-	190
Income before income taxes	57,357	(243)	57,114
Income taxes	8,719	(38)	8,681
Net income	<u>\$ 48,638</u>	<u>\$ (205)</u>	<u>\$ 48,433</u>
Net income per share:			
Basic	<u>\$ 2.13</u>	<u>\$ (0.01)</u>	<u>\$ 2.12</u>
Diluted	<u>\$ 2.11</u>	<u>\$ (0.01)</u>	<u>\$ 2.10</u>
Weighted average shares outstanding:			
Basic	<u>22,822</u>		<u>22,822</u>
Diluted	<u>23,023</u>		<u>23,023</u>
Comprehensive income	\$ 44,486		\$ 44,281

(a) Selling, general and administrative included \$0.3 million for acquisition related costs

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	<u>GAAP As Reported</u> <u>Sept 30, 2017 QTD</u>	<u>Non-GAAP</u> <u>Adjustments</u> <u>Sept 30, 2017 QTD</u>	<u>Non-GAAP</u> <u>Sept 30, 2017 QTD</u>
Net sales	\$ 317,889	\$ -	\$ 317,889
Cost of sales	<u>184,238</u>	<u>(1,607) <sup>(a)</sup></u>	<u>182,631</u>
Gross profit	133,651	1,607	135,258
Selling, general and administrative expenses	56,759	(4,684) <sup>(b)</sup>	52,075
Research and development expenses	11,991	(23)	11,968
Amortization of intangibles	<u>6,292</u>	<u>-</u>	<u>6,292</u>
Total operating expenses	75,042	(4,707)	70,335
Operating income	58,609	6,314	64,923
Interest expense	3,468	-	3,468
Foreign exchange loss (gain)	632	(632)	-
Other (income) expense, net	<u>1,014</u>	<u>-</u>	<u>1,014</u>
Income before income taxes	55,523	6,946	60,441
Income taxes	<u>12,715</u>	<u>1,278</u>	<u>13,993</u>
Net income	<u>\$ 42,808</u>	<u>\$ 5,668</u>	<u>\$ 48,476</u>
Net income per share:			
Basic	<u>\$ 1.88</u>	<u>\$ 0.25</u>	<u>\$ 2.13</u>
Diluted	<u>\$ 1.87</u>	<u>\$ 0.25</u>	<u>\$ 2.11</u>
Weighted average shares outstanding:			
Basic	<u>22,713</u>		<u>22,713</u>
Diluted	<u>22,953</u>		<u>22,953</u>
Comprehensive income	\$ 42,568		\$ 48,236

(a) Cost of sales included \$1.6 million for purchase accounting inventory adjustments

(b) Selling, general and administrative included \$3.2 million for acquisition related and integration costs and \$1.5 million of restructuring charges

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	<u>GAAP As Reported</u> <u>Dec 30, 2017 QTD</u>	<u>Non-GAAP</u> <u>Adjustments</u> <u>Dec 30, 2017 QTD</u>	<u>Non-GAAP</u> <u>Dec 30, 2017 QTD</u>
Net sales	\$ 304,848	\$ -	\$ 304,848
Cost of sales	178,224	(50)	178,174
Gross profit	126,624	50	126,674
Selling, general and administrative expenses	55,934	(1,955) <sup>(a)</sup>	53,979
Research and development expenses	13,618	(114) <sup>(b)</sup>	13,504
Amortization of intangibles	6,293	-	6,293
Total operating expenses	75,845	(2,069)	73,776
Operating income	50,779	2,119	52,898
Interest expense	3,512	-	3,512
Foreign exchange loss (gain)	3,859	(3,859)	-
Other (income) expense, net	(321)	-	(321)
Income before income taxes	43,729	5,978	49,707
Income taxes	54,548	(46,516) <sup>(c)</sup>	8,032
Net income (loss)	<u>\$ (10,819)</u>	<u>\$ 52,494</u>	<u>\$ 41,675</u>
Net income (loss) per share:			
Basic	<u>\$ (0.48)</u>	<u>\$ 2.30</u>	<u>\$ 1.83</u>
Diluted	<u>\$ (0.48)</u>	<u>\$ 2.27</u>	<u>\$ 1.81</u>
Weighted average shares outstanding:			
Basic	<u>22,714</u>		<u>22,714</u>
Diluted	<u>22,714</u>		<u>23,006</u>
Comprehensive income (loss)	\$ (1,143)		\$ 51,351

(a) Selling, general and administrative included \$1.3 million for acquisition related and integration costs and \$0.7 million of restructuring charges

(b) Research & development included \$0.1 million of acquisition charges

(c) Income taxes included an estimated one-time tax charge of \$49 million for the enactment of the Tax Cuts and Jobs Act for deemed repatriation of unremitted earnings of foreign subsidiaries net of \$2 million for other net tax benefits

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.

**LITTELFUSE, INC.**  
**Condensed Consolidated Statement of Comprehensive Income**  
**Supplemental GAAP to Non-GAAP Reconciliation**  
(In thousands of USD, except per share data, unaudited)

	<u>GAAP As Reported</u> <u>Dec 30, 2017 YTD</u>	<u>Non-GAAP</u> <u>Adjustments</u> <u>Dec 30, 2017 YTD</u>	<u>Non-GAAP</u> <u>Dec 30, 2017 YTD</u>
Net sales	\$ 1,221,534	\$ -	\$ 1,221,534
Cost of sales	715,001	(1,679) <sup>(a)</sup>	713,322
Gross profit	506,533	1,679	508,212
Selling, general and administrative expenses	212,833	(8,459) <sup>(b)</sup>	204,374
Research and development expenses	50,489	(136) <sup>(c)</sup>	50,353
Amortization of intangibles	24,700	-	24,700
Total operating expenses	288,022	(8,595)	279,427
Operating income	218,511	10,274	228,785
Interest expense	13,380	-	13,380
Foreign exchange loss (gain)	2,376	(2,376)	-
Other (income) expense, net	(1,282)	-	(1,282)
Income before income taxes	204,037	12,650	216,687
Income taxes	84,518	(45,280) <sup>(d)</sup>	39,238
Net income	<u>\$ 119,519</u>	<u>\$ 57,930</u>	<u>\$ 177,449</u>
Net income per share:			
Basic	<u>\$ 5.27</u>	<u>\$ 2.55</u>	<u>\$ 7.82</u>
Diluted	<u>\$ 5.21</u>	<u>\$ 2.53</u>	<u>\$ 7.74</u>
Weighted average shares outstanding:			
Basic	<u>22,687</u>		<u>22,687</u>
Diluted	<u>22,931</u>		<u>22,931</u>
Comprehensive income	\$ 130,431		\$ 188,361

(a) Cost of sales included \$1.6 million for purchase accounting inventory adjustments and \$0.1 million of restructuring charges

(b) Selling, general and administrative included \$6.3 million for acquisition related and integration costs and \$2.2 million of restructuring charges

(c) Research & development included \$0.1 million of acquisition charges

(d) Income taxes included an estimated one-time tax charge of \$49 million for the enactment of the Tax Cuts and Jobs Act for deemed repatriation of unremitted earnings of foreign subsidiaries net of \$2 million for other net tax benefits

The Company believes that certain non-GAAP measures, when presented in conjunction with comparable GAAP measures, are useful because that information is an appropriate measure for evaluating the Company's operating performance. Internally, the Company uses this non-GAAP information as an indicator of business performance, and evaluates management's effectiveness with specific reference to this indicator. These measures should be considered in addition to, not a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP.