

Earnings Summary

Third Quarter FY 2013

October 22, 2013



Forward-Looking Statements and Non-GAAP Disclosures

Safe Harbor

Certain information contained in this presentation may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements involve substantial risks and uncertainties that could cause actual results to differ materially from the results expressed in, or implied by, these forward-looking statements. Statements that include such words as “anticipate,” “believe,” “estimate,” “expect,” “forecast,” “may,” “will,” “should” or the negative thereof and similar expressions as they relate to Entegris or our management are intended to identify such forward-looking statements. These statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. These risks include, but are not limited to, fluctuations in the market price of Entegris’ stock, Entegris’ future operating results, other acquisition and investment opportunities available to Entegris, general business and market conditions and other factors. Additional information concerning these and other risk factors may be found in previous financial press releases issued by Entegris and Entegris’ periodic public filings with the Securities and Exchange Commission, including discussions appearing under the headings “Risks Relating to our Business and Industry,” “Risks Related to our Borrowings,” “Manufacturing Risks,” “International Risks” and “Risks Related to Owning Our Securities” in Item 1A of our Annual Report on Form 10–K for the fiscal year ended December 31, 2012, as well as other matters and important factors disclosed previously and from time to time in the filings of Entegris with the U.S. Securities and Exchange Commission. Except as required under the federal securities laws and the rules and regulations of the Securities and Exchange Commission, we undertake no obligation to update publicly any forward-looking statements contained herein.

Non-GAAP Measures

Management uses certain non-GAAP measurements to assess the Company’s current and future financial performance. The non-GAAP measurements do not replace the presentation of the Company’s GAAP financial results. These measurements provide supplemental information to assist management in analyzing the Company’s financial position and results of operations. Reconciliations of the non-GAAP financial measures used throughout this presentation to comparable GAAP measures can be found in Appendix and on the Entegris website: www.entegris.com.

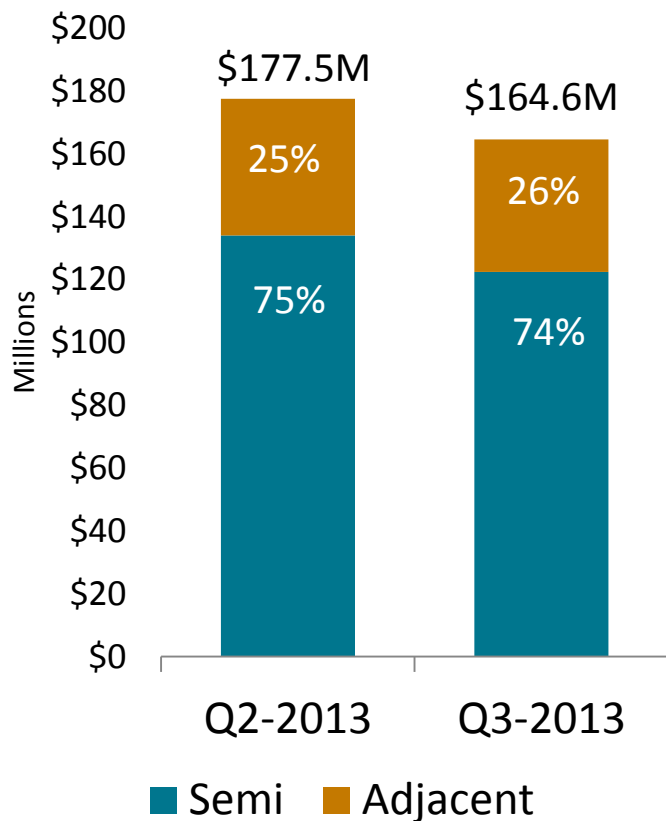
3Q 2013 Highlights

- Sales of \$165 million at low end of Q3 guidance; Non-GAAP EPS of \$0.14 at the high end of guidance
- Adjusted operating margin of 14.8% above target model
- Cash flow from operations \$32.4 million
- Approximately 600K shares repurchased in Q3
 - 1.5 million purchased since February 2013
 - \$35 million remaining on Board authorization
- Guidance for 4Q 2013:
 - Revenues of \$165 million to \$175 million
 - EPS of \$0.10 to \$0.12
 - Non-GAAP EPS* of \$0.11 to \$0.13

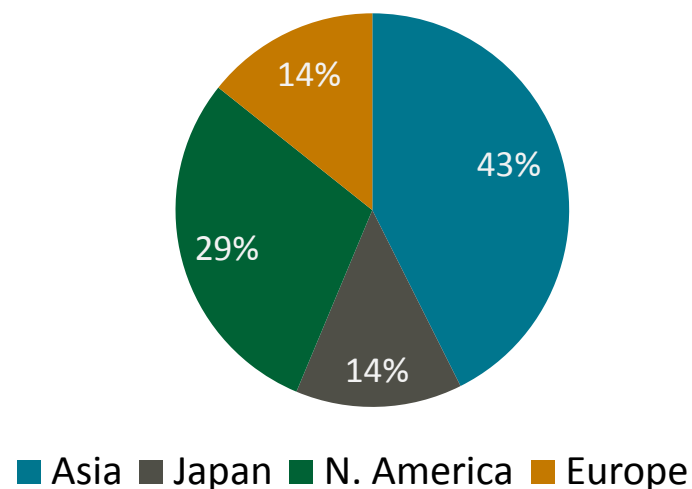
* See GAAP-Non-GAAP reconciliation table

Sales Trends

Sales by Market



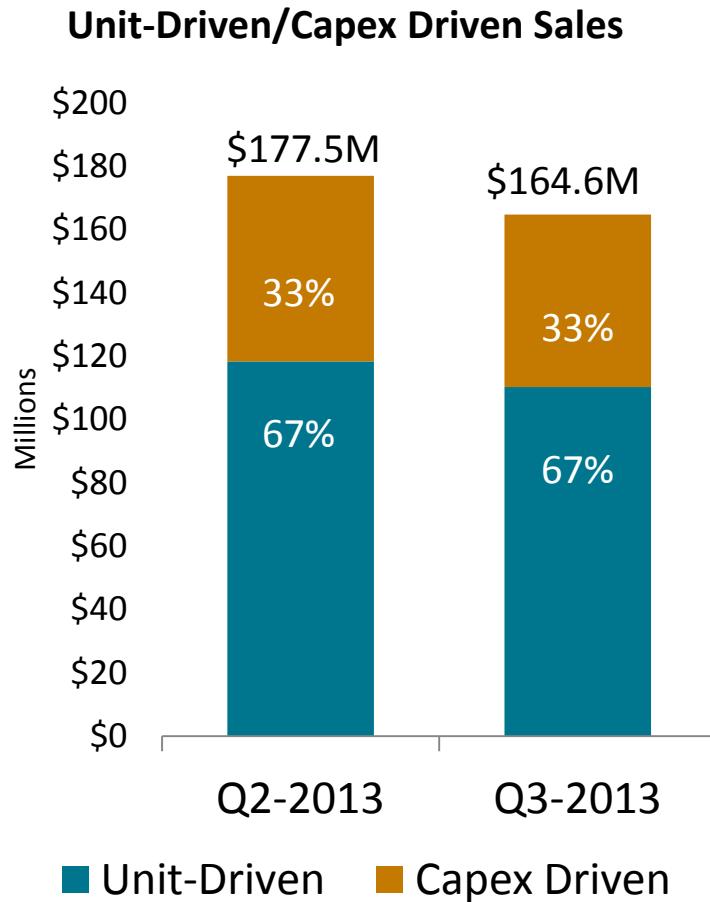
Sales by Region Q3-2013



Q3-2103 Commentary:

- Semiconductor related sales declined 9%
- Adjacent market sales decline 3% despite higher sales to data storage and industrial segments
- Q3 Asia sales decline 8%; Japan sales decline 10%

Sales Trends



Commentary:

- Unit-driven sales decline 7% as key IDMs slow production of high end devices
- Capex-driven sales decline 7%, as lower sales of FOUPs offset growth in fluid handling components

Quarterly and Year-to-Date Financial Overview

US\$ M	Q3 13	Q2 13	% Chg		9Mos 13	9Mos 12	% Chg
Revenue	\$164.6	\$177.5	(7.3)%		\$507.2	\$548.1	(7.5)%
Gross Profit	\$70.1	\$77.6	(9.6)%		\$214.8	\$240.9	(10.8)%
<i>Gross margin</i>	42.6%	43.7%			42.4%	44.0%	
Adj. Operating Income*	\$24.4	\$28.7	(15.0)%		\$75.7	\$96.7	(21.7)%
<i>Adj. Operating margin*</i>	14.8%	16.2%			14.9%	17.6%	
Tax Rate	22.4%	27.5%			24.8%	32.2%	
Net Income	\$17.8	\$19.8	(10.0)%		\$54.0	\$57.6	(6.2)%
Non-GAAP net income*	\$18.9	\$21.3	(11.3)%		\$58.0	\$63.4	(8.5)%
Non-GAAP EPS*	\$0.14	\$0.15	(6.7)%		\$0.42	\$0.46	(8.7)%

* See GAAP-Non-GAAP reconciliation table

Results by Division

	Sales			Operating Margin	
	3Q-13	2Q-13	Chg.	3Q-13	2Q-13
Contamination Control Solutions (CCS)	\$105.2	\$114.6	(8.3)%	23.8%	24.9%
Microenvironments (ME)	\$42.5	\$45.9	(7.3)%	20.3%	20.4%
Specialty Materials (SMD)	\$16.9	\$17.0	(0.7)%	11.8%	11.1%
Total	\$164.6	\$177.5	(7.3)%		

Balance Sheet and Cash Flow Items

US\$ M	9/28 /13	6/29/2013
Cash & cash equivalents	\$358.8	\$343.4
Accounts receivables	\$106.8	\$108.2
DSOs	59.2	55.6
Inventories	\$97.4	\$98.1
Turns	3.9	4.0
Debt	\$0	\$0
Total Assets	\$847.7	\$831.9
Cash From Operations	\$32.4	\$34.8
Depreciation	\$7.2	\$7.3
Capital Expenditures	\$14.9	\$18.0
Free Cash Flow	\$17.5	\$16.8

Appendix and Non-GAAP Reconciliation Table

Non GAAP Reconciliation Table

Reconciliation of GAAP to Adjusted Operating Income and Adjusted EBITDA

(in thousands)	Three months ended			Nine months ended	
	September 28, 2013	September 29, 2012	June 29, 2013	September 28, 2013	September 29, 2012
Net sales	\$164,585	\$184,449	\$177,544	\$507,199	\$548,085
Net income	\$17,807	\$18,037	\$19,781	53,985	57,569
Adjustments to net income:					
Equity in net income of affiliates	-	-	-	-	(3)
Income tax expense	5,139	7,656	7,516	17,853	27,300
Other expense (income), net	<u>963</u>	<u>1,441</u>	<u>(910)</u>	<u>(1,295)</u>	<u>636</u>
GAAP – Operating income	23,909	27,134	26,387	70,543	85,502
Amortization of intangible assets	2,343	2,389	2,359	6,989	7,259
Contingent consideration fair value adjustment	(1,813)	-	-	(1,813)	-
Charge associated with CEO succession and transition plan	-	<u>3,928</u>	-	-	<u>3,928</u>
Adjusted operating income	24,439	33,451	28,746	75,719	96,689
Depreciation	<u>7,205</u>	<u>7,349</u>	<u>7,311</u>	<u>21,812</u>	<u>20,862</u>
Adjusted EBITDA	<u>\$31,644</u>	<u>\$40,800</u>	<u>\$36,057</u>	<u>\$97,531</u>	<u>\$117,551</u>
Adjusted operating margin	14.8%	18.1%	16.2%	14.9%	17.6%
Adjusted EBITDA – as a % of net sales	19.2%	22.1%	20.3%	19.2%	21.4%

Non GAAP Reconciliation Table

Reconciliation of GAAP to Non-GAAP Earnings per Share

	Three months ended			Nine months ended	
	September 28, 2013	September 29, 2012	June 29, 2013	September 28, 2013	September 29, 2012
GAAP net income	\$17,807	\$18,037	\$19,781	\$53,985	\$57,569
Adjustments to net income:					
Amortization of intangible assets	2,343	2,389	2,359	6,989	7,259
Charge associated with CEO succession and transition plan	-	3,928	-	-	3,928
Gain associated with equity investments	-	-	-	-	(1,522)
Contingent consideration fair value adjustment	(1,813)	-	-	(1,813)	-
Reclassification of cumulative translation adjustment associated with liquidated subsidiary	739	-	-	739	-
Tax effect of adjustments to net income	(190)	(2,301)	(851)	(1,865)	(3,802)
Non-GAAP net income	\$18,886	\$22,053	\$21,289	\$58,035	\$63,432
Diluted earnings per common share	\$0.13	\$0.13	\$0.14	\$0.39	\$0.42
Effect of adjustments to net income	\$0.01	\$0.03	\$0.01	\$0.03	\$0.04
Diluted non-GAAP earnings per common share	\$0.14	\$0.16	\$0.15	\$0.42	\$0.46

