

Microsemi To Acquire Centellax

Acquisition Strengthens MMIC Design Technologies and Communications Product Portfolio Company Reaffirms Fiscal Fourth Quarter Revenue Guidance

ALISO VIEJO, Calif., Sept. 10, 2014 /[PRNewswire](#)/ -- **Microsemi Corporation** (Nasdaq: MSCC), a leading provider of semiconductor solutions differentiated by power, security, reliability and performance, today announced it has signed an agreement to acquire Santa Rosa, Calif.-based Centellax, a supplier of high-speed analog and RF semiconductor products for the optical communications and Ethernet datacom markets. The terms of the transaction were not disclosed. The closing of the transaction is subject to customary closing conditions.

Centellax builds innovative next-generation products specifically designed for high-speed communications markets, with higher levels of integration enabling better performance and more cost effective products. Its design team combines exceptional capabilities in millimeter-wave engineering and high speed digital design. The acquired product lines and technology will expand Microsemi's current communications product offerings while allowing the company to leverage Centellax's optical and Ethernet datacenter capabilities to the benefit of Microsemi customers.

"The high-speed design and packaging capabilities of Centellax are at the very edge," said James J. Peterson, Microsemi's chairman and CEO. "We welcome this talented Centellax team to Microsemi and we look forward to incorporating its leading-edge designs into our ever expanding communications product portfolio, ensuring our customers continue to rely upon us as their total solutions provider."

The transaction is not expected to have a material effect on Microsemi's revenues or expenses. Further, Microsemi reaffirms its revenue guidance for its fourth quarter of fiscal 2014.

Stifel is acting as financial advisor and Bryan Cave LLP is acting as legal advisor to Centellax.

About Microsemi

Microsemi Corporation (Nasdaq: MSCC) offers a comprehensive portfolio of semiconductor and system solutions for communications, defense & security, aerospace and industrial markets. Products include high-performance and radiation-hardened analog mixed-signal integrated circuits, FPGAs, SoCs and ASICs; power management products; timing and synchronization devices and precise time solutions, setting the world's standard for time; voice processing devices; RF solutions; discrete components; security technologies and scalable anti-tamper products; Power-over-Ethernet ICs and midspans; as well as custom design capabilities and services. Microsemi is headquartered in Aliso Viejo, Calif., and has approximately 3,400 employees globally. Learn more at www.microsemi.com.

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"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Any statements set forth in this news release that are not entirely historical and factual in nature, including without limitation statements related to Microsemi's revenue and earnings guidance and its acquisition of Centellax as well as the benefits and effects of such acquisition, are forward-looking statements. These forward-looking statements are based on our current expectations and are inherently subject to risks and uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements. The potential risks and uncertainties include, but are not limited to, such factors as the risk that Microsemi will not be able to complete the acquisition; the risk that the parties will be unable to comply with or satisfy the

closing conditions contained in the acquisition agreement; the risk that the acquired business and technology will not be successfully integrated with Microsemi's business, including product mix and acceptance, achievement of gross margins and operational and other cost synergies; negative or worsening worldwide economic conditions or market instability; downturns in the highly cyclical semiconductor industry; intense competition in the semiconductor industry and resultant downward price pressure; inability to develop new technologies and products to satisfy changes in customer demand or the development by the company's competitors of products that decrease the demand for Microsemi's products; unfavorable conditions in end markets; inability of Microsemi's compound semiconductor products to compete successfully with silicon-based products; production delays related to new compound semiconductors; variability of the company's manufacturing yields; the concentration of the factories that service the semiconductor industry; delays in beginning production, implementing production techniques, resolving problems associated with technical equipment malfunctions, or issues related to government or customer qualification of facilities; potential effects of system outages; inability by Microsemi to fulfill customer demand and resulting loss of customers; variations in customer order preferences; difficulties foreseeing future demand; rises in inventory levels and inventory obsolescence; potential non-realization of expected orders or non-realization of backlog; failure to make sales indicated by the company's book-to-bill ratio; Microsemi's reliance on government contracts for a portion of its sales; risks related to the company's international operations and sales, including political instability and currency fluctuations; increases in the costs of credit and the availability of credit or additional capital only under more restrictive conditions or not at all; unanticipated changes in Microsemi's tax provisions or exposure to additional income tax liabilities; changes in generally accepted accounting principles; principal, liquidity and counterparty risks related to Microsemi's holdings in securities; environmental or other regulatory matters or litigation, or any matters involving contingent liabilities or other claims; the uncertainty of litigation, the costs and expenses of litigation, the potential material adverse effect litigation could have on Microsemi's business and results of operations if an adverse determination in litigation is made, and the time and attention required of management to attend to litigation; difficulties in determining the scope of, and procuring and maintaining, adequate insurance coverage; difficulties and costs of protecting patents and other proprietary rights; the hiring and retention of qualified personnel in a competitive labor market; acquiring, managing and integrating new operations, businesses or assets, and the associated diversion of management attention; uncertainty as to the future profitability of acquired businesses, and delays in the realization of, or the failure to realize, any accretion from acquisition transactions; any circumstances that adversely impact the end markets of acquired businesses; and difficulties in closing or disposing of operations or assets or transferring work from one plant to another . In addition to these factors and any other factors mentioned elsewhere in this news release, the reader should refer as well to the factors, uncertainties or risks identified in the company's most recent Form 10-K and all subsequent Form 10-Q reports filed by Microsemi with the SEC. Additional risk factors may be identified from time to time in Microsemi's future filings. The forward-looking statements included in this release speak only as of the date hereof, and Microsemi does not undertake any obligation to update these forward-looking statements to reflect subsequent events or circumstances.

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