

新闻稿

# 安森美半导体宣布新的资金拨用政策; 董事会批准 10 亿美元的股票回购计划

# 公布要点:

- 安森美半导体预计将可用流动资金的约80%扣除偿债后归还给股东
- 安森美半导体董事会已核准用约 10 亿美元在四年期间回购股票

**2014年12月2日** - 推动高能效创新的安森美半导体(ON Semiconductor,美国纳斯达克上市代号: ONNN)宣布,公司董事会已经批准一项资金拨用政策,公司打算将可用流动资金的约 80%扣除偿还长期债务后归还给股东,是项政策将取决于多种因素,包括公司的策略计划、市场与经济情况及董事会的决定。安森美半导体的可用流动资金的定义是运营活动扣除购买公司及其合并附属公司的物业、工厂和设备后产生之净现金。

董事会也根据新政策批准新的股票回购计划。根据新的股票回购计划,公司打算于四年期间回购价值约 10 亿美元的公司普通股,是项计划取决于上述相同之因素和考虑。新的股票回购计划已 于美国时间 12 月 1 日生效,而 2012 年 8 月公布的 3 亿美元股票回购计划已终止。

安森美半导体总裁兼首席执行官傑克信(Keith Jackson)说: "新的资金拨用政策显示安森美半导体坚定致力于有效使用资金,及尽量提高股东价值。我们相信,我们的股票在现水平具令人信服的价值,故回购计划应会可为股东带来可观的价值。在强固的酝酿设计胜选带动下,我们业务的长期前景依然强劲,而在近中期,我们有信心能够每年持续产生约 3 亿至 4 亿美元的可动用资金。"

根据美国时间 2014 年 11 月 28 日的公司普通股收市价格,这 10 亿美元回购计划代表可能回购约 1.11 亿股股票,或 2014 年第 3 季度末已发行加权平均摊薄普通股的 25%。

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## **Cautions regarding Forward-Looking Statements**

This document contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, included or incorporated in this document could be deemed forward-looking statements, particularly statements about the future financial performance of ON Semiconductor. These forward-looking statements are often characterized by the use of words such as "believes," "estimates," "expects," "projects," "may," "will," "intends," "plans," "should" or "anticipates," or by discussions of strategy, plans or intentions. All forward-looking statements in this document are made based on information available to us as of the date of this release, our current expectations, forecasts, estimates, and assumptions, and involve risks, uncertainties and other factors that could cause results or events to differ materially from those expressed in the forward-looking statements. Among these factors are our revenues and operating performance, poor economic conditions and markets (including current financial conditions), effects of exchange rate fluctuations, the cyclical nature of the semiconductor industry, changes in demand for our products, changes in inventories at our customers and distributors, technological and product development risks, enforcement and protection of our intellectual property rights and related risks, risks related to the security of our information systems and secured network, availability of raw materials, electricity, gas, water and other supply chain uncertainties, our ability to effectively shift production to other facilities when required in order to maintain supply continuity for our customers, variable demand and the aggressive pricing environment for semiconductor products, our ability to successfully manufacture in increasing volumes on a cost-effective basis and with acceptable quality for our current products, competitor actions including the adverse impact of competitor product announcements, pricing and gross profit pressures, loss of key customers, order cancellations or reduced bookings, changes in manufacturing yields, control of costs and expenses and realization of cost savings and synergies from restructurings, significant litigation, risks associated with decisions to expend cash reserves for various uses such as debt prepayment, stock repurchases or acquisitions rather than to retain such cash for future needs, risks associated with acquisitions and dispositions (including from integrating and consolidating and timely filing financial information with the Securities and Exchange Commission for acquired businesses and difficulties encountered in accurately predicting the future financial performance of acquired businesses), risks associated with our substantial leverage and restrictive covenants in our debt agreements that may be in place from time to time, risks

associated with our worldwide operations including foreign employment and labor matters associated with unions and collective bargaining arrangements as well as man-made and/or natural disasters affecting our operations and finances/financials, the threat or occurrence of international armed conflict and terrorist activities both in the United States and internationally, risks and costs associated with increased and new regulation of corporate governance and disclosure standards, risks related to new legal requirements and risks involving environmental or other governmental regulation. Information concerning additional factors that could cause results to differ materially from those projected in the forward-looking statements is contained in ON Semiconductor's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other of our filings with the Securities and Exchange Commission. If any of these trends, risks or uncertainties actually occurs or continues, our business, financial condition or operating results could be materially adversely affected, the trading prices of our securities could decline, our intentions with respect to our stock repurchase program and capital allocation policy may not be realized, and investors could lose all or part of their investment.

Readers are cautioned not to place undue reliance on forward-looking statements. These forward-looking statements should not be relied upon as representing our views as of any subsequent date and we do not undertake any obligation to update forward-looking statements to reflect events or circumstances after the date they were made.

## 更多有关股票回购新计划及查看网址信息

更多有关信息,请访问安森美半导体公司网站,<u>www.onsemi.cn</u>;关于正式申报文件,访问美国证监会网站,<u>www.sec.gov</u>。

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