

Ceragon Networks (NASDAQ:CRNT) Acquisition of Siklu

OCT 2023

# Disclaimer

This presentation has been prepared by Ceragon Networks Ltd. ("Ceragon" or the "Company") for informational purposes only. This presentation and the information contained herein are proprietary to the Company and may not be reproduced (in whole or in part) nor summarized, used, distributed, disseminated and/or copied without the prior written consent by the Company.

Ceragon Networks® and FibeAir® are registered trademarks of Ceragon in the United States and other countries. CERAGON® is a trademark of Ceragon Networks Ltd., registered in various countries. Other names mentioned are owned by their respective holders.

Neither this presentation nor any of the information contained herein constitute an offer to sell or the solicitation of an offer to buy any securities. No offering of securities shall be made in the United States except pursuant to registration under the U.S. Securities Act of 1933, as amended, or an exemption therefrom. No offering of securities shall be made in Israel except pursuant to an effective prospectus under the Israeli Securities Law, 1968 or an exemption from the prospectus requirements under such law. This presentation does not constitute a proposal and/or an offer and/or invitation to acquire and/or to be issued shares or any other securities by the Company and/or to engage in any transaction. This presentation has been prepared to provide summary information to its recipients, but it does not, however, purport to present all material information regarding the Company and/or the subject matter thereof, and it is subject to, and must be read in conjunction with, all other publicly available information, including Ceragon's public filings with the Securities and Exchange Commission ("SEC"). In particular, the Company makes no representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein. Historical facts and past operating results are not intended to mean that future performances or results for any period will necessarily match or exceed those of any prior year.

#### Forward Looking Statements.

This presentation contains statements that constitute "forward-looking statements" within the meaning of the Securities Act of 1933, as amended and the Securities Exchange Act of 1934, as amended, and the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are based on the current beliefs, expectations and assumptions of Ceragon's management about Ceragon's business, financial condition, results of operations, micro and macro market trends and other issues addressed or reflected therein. Examples of forward-looking statements include, but are not limited to, statements regarding: projections of demand, revenues, net income, gross margin, capital expenditures and liquidity, competitive pressures, order timing, supply chain and shipping, components availability, growth prospects, product development, financial resources, cost savings, the effect of the evolving nature of the recent war in Gaza between Israel and the Hamas and other financial and market matters. You may identify these and other forward-looking statements by the use of words such as "may", "plans", "anticipates", "estimates", "expects", "intends", "potential" or the negative of such terms, or other comparable terminology, although not all forward-looking statements contain these identifying words that are intended to identify forward-looking statements regarding the benefits and the timing of the transaction as well as statements regarding the companies' products, prospects and results following the transaction and markets.

Although we believe that the projections reflected in such forward-looking statements are based upon reasonable assumptions, we can give no assurance that our expectations will be obtained or that any deviations therefrom will not be material. Such forward-looking statements involve known and unknown risks and uncertainties that may cause the actual results, performance or achievements of both Ceragon and Siklu to be materially different from any future results or performance to differ materially from those anticipated, expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to: the risk that the transaction may not be completed in a timely mannare or at all, which may adversely affect the companies' businesses and the price of Ceragon's traded securities; uncertainties as to the timing of the consummation of the transaction and the potential failure to satisfy the conditions to the consummation of the transaction; delays, disruptions or increased costs in the integration of Siklu's business with Ceragon; unanticipated restructuring costs may be incurred or undisclosed liabilities assumed; attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks related to diverting management's attempts to retain key personnel, customers, and vendors may not succeed; risks r

Ceragon does not assume any obligation to update any forward-looking statements in order to reflect events or circumstances that may arise after the date of this release unless required by law.

While we believe that we have a reasonable basis for each forward-looking statement contained in this press release, we caution you that these statements are based on a combination of facts and factors currently known by us and our projections of the future, about which we cannot be certain. In addition, any forward-looking statements represent Ceragon's views only as of the date of this press release and should not be relied upon as representing its views as of any subsequent date. Ceragon does not assume any obligation to update any forward-looking statements unless required by law.

Ceragon's public filings are available on the Securities and Exchange Commission's website at www.sec.gov and may also be obtained from Ceragon's website at www.ceragon.com.

#### Industry Data.

This presentation contains estimates and information that is based on industry publications, reports and peer company public filings. This information involves a number of assumptions and limitations, and you are cautioned not to rely on or give undue weight to this information. The Company has not independently verified the accuracy or completeness of the data contained in these industry publications, reports or filings.



# Combination to Accelerate Ceragon's Growth Strategy

Definitive Agreement for Ceragon to Acquire Siklu

Broadens Ceragon's presence in North America

Targets Ceragon's key customer segments to accelerate growth:

- Private networks
- Small service providers

Expands Ceragon's presence in mmW, expected to be the fastest-growing segment of the market

Opens new markets to Ceragon

- Entering the FWA (Fixed Wireless Access) domain
- Enables end-to-end solution for small service providers and private networks

Anticipated to close by year-end

# **Transaction Summary**

Expected to add \$25-29M to Ceragon's Revenue in 2024

Expecting enhanced positive contribution margin in 2024

- Sales Synergies
- Opex savings
- COGS improvement

#### **Transaction Composition:**

- Consideration to Siklu SH (in Ceragon Shares) of \$3M
- Financial liabilities net assumed by Ceragon of \$10-12M

The deal is expected to be accretive to non-GAAP earnings in the second-half of 2024





# Siklu Overview

#### **Business Overview**

- Founded in 2008, headquartered in Israel with global footprint and presence
- Siklu provides a suite of mmWave wireless technology solutions for a variety of verticals and applications
- Deployed over 300K outdoor antenna units to date across over 50 countries

#### **Solutions Overview**



**INTERNET** 

**ACCESS** 



**SMART** 

**CITIES** 



**SOLUTIONS** 



### **US Deployments**

#1 in US E-band installations in 2022

#### **Select Customers**















### Main Segments & mmWave Portfolio

#### PtP Eband -Main Business

#### **EtherHaul Series (Point-to-Point)**

Kilo Series

- Up to 10Gbps full duplex capacity
- Up to ~5Km, or up to ~15Km with extended MIMO technology

**Hundred Series** 

- Up to 1Gbps aggregated capacity
- Up to ~2Km range

### PtMP Mesh 60GHz Terragraph -**New Growth Engine**

#### MultiHaul TG Mesh Series (Smart Mesh)

- Up to 16 Gbps aggregated capacity
- · Connectivity of 64 devices
- Up to ~450m range, or KM with LR



























# Synergistic and Accretive Acquisition





Complementary Portfolios	Wireless Transport (including Managed Services, Open Routing)	Wireless Transport and Fixed Wireless Access (mmW PTP, PTMP, Mesh 60GHz)
Complementary Customers % of revenue	70% Tier-1/2 Service Providers 30% Small Service Providers and Private Networks	100% Small Service Providers and Private Networks
Geographies	Global; Strength in North America and India	Primarily North America and Western Europe

- ✓ Expected to generate incremental revenues in 2024: \$25M - \$29M
- ✓ Accretive to gross margins significantly higher than Ceragon's
- ✓ Potential significant synergies
- ✓ Accretive to non-GAAP earning from 2024/H2





# **Strategic Benefits**



#### **Talent**

Market knowledge, Innovative team Deep industry experience



Innovative technology and advanced products (PtmP) Excellent strategic fit in key markets
New market domain (FWA)





### **Upsell Opportunity**

Upsell Ceragon's solutions to Siklu customers
Territories where Siklu is not present and where
Ceragon is strong
Strengthens combined offering in key markets

## **Operational Synergies**

Product cost reductions
Leveraging working capital capabilities
for faster growth
Better commercial terms
Reductions in operating expenses







# THANK YOU



DELIVERING CONNECTIVITY EVERYWHERE