Belden

Belden to Acquire RUCKUS Networks: Accelerating its Transformation into a Full-Stack Networking Solutions Provider

TRANSACTION ANNOUNCEMENT

April 2026

Forward-Looking Statements

Our commentary and responses to your questions may contain forward-looking statements, including the closing of the acquisition and our outlook for the remainder of 2026 and beyond. Forward-looking statements include projections of sales, earnings, general economic conditions, market conditions, working capital, market shares, free cash flow, pricing levels, and effective tax rates. Belden disclaims any obligation to update any such statements to reflect later developments, except as required by law. Information on factors that could cause actual results to vary materially from those discussed today is available in our most recent Annual Report on Form 10-K for the period ended December 31, 2025, filed with the Securities and Exchange Commission ("SEC") on February 17, 2026 (including those discussed in "Management's Discussion and Analysis of Financial Condition and Results of Operations" in Part I, Item 2 and under "Risk Factors" in Part I, Item 1A), and our subsequent filings with the SEC.

Non-GAAP Measures

On this call we will discuss some non-GAAP measures (denoted by footnote) in discussing Belden's performance, and the reconciliation of those measures to the most comparable GAAP measures is contained within this presentation or available at our investor relations website, investor.belden.com.

Earnings & Strategy Highlights

Ashish Chand

President and Chief Executive Officer

Strong Start to 2026

Consistent execution drives above-guidance results

Q1 2026 – Solid Quarterly Performance

$ Millions	Q1 2026	Q1 2025	YoY
Revenue	$696.4	$624.9	**+11%**
Adj EBITDA[1]	$118.1	$104.0	**+14%**
Adj EBITDA %	17.0%	16.6%	**+40 bps**
Adj Earnings Per Share[2]	$1.77	$1.60	**+11%**

Q2 2026 – Guidance[4]

	Q2 2026
Revenue ($millions)	$735 - $750
GAAP EPS	$1.53 - $1.63
Adjusted EPS[1]	$1.95 - $2.05

Highlights

Q1 Revenue and EPS above the high end of the guidance range

Continued Organic Growth[3] (+7% YoY) with strength in key verticals

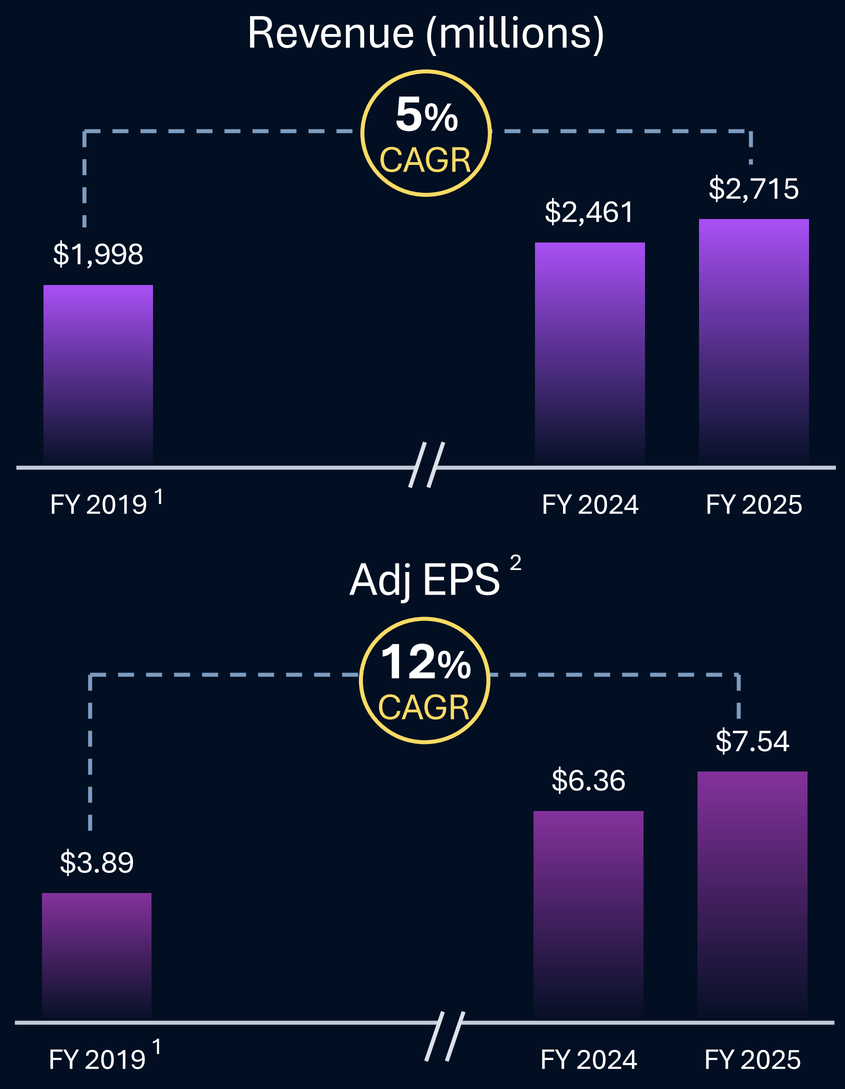
Improving profitability reflects growing solutions mix & operational leverage

1. Adjusted results. See Appendix for reconciliation to comparable GAAP results. **2.** All references to Earnings Per Share refer to adjusted net income from continuing operations per diluted share attributable to Belden stockholders. See Appendix for reconciliation to comparable GAAP results. **3.** Organic growth is calculated as the change in revenues excluding the impacts of changes in currency exchange rates and copper prices, as well as acquisitions and divestitures. **4.** Guidance excludes any contribution from the announced acquisition of RUCKUS Networks.

Belden Since our Solutions Transformation

Delivering on Objectives

- **Delivered Consistent Financial Results:** Grew Revenue at 5% CAGR and Adjusted EPS[2] at a 12% CAGR since 2019, with sustained growth across revenue, EBITDA and EPS
- **Advanced Our Solutions Transformation:** Solutions reached 15% of total revenue in 2025, on track to exceed our 2028 target of 20%
- **Expanded Profitability While Investing in Growth:** Adjusted EBITDA[2] margins expanded from 16.0% in 2019 to 16.9% in 2025, with incremental margins consistently in the 25%-30% range
- **Returned Capital to Shareholders:** Repurchased over $700M of outstanding shares while executing multiple strategic acquisitions to build out our solutions portfolio



1. Income statement metrics represent continuing operations and, therefore, 2019 results exclude discontinued operations such as Grass Valley and Tripwire which were sold in 2020 and 2022, respectively. **2.** Adjusted results. See Appendix for reconciliation to comparable GAAP results. All references to Earnings Per Share refer to adjusted net income from continuing operations per diluted share attributable to Belden stockholders.

Our Solutions Transformation Continues Executing Clearly Defined Strategy

01

Growing portfolio of best-in-class networking & data products

02

Advancing our Solutions capabilities

03

Enhancing growth with selective M&A

04

Delivering long term growth in earnings and FCF generation

Strategic Announcement

Ashish Chand

President and Chief Executive Officer

A Major Step in Building the Most Complete IT/OT Networking Platform

Acquiring Ruckus

- Market leader in enterprise Wi-Fi and switching
- 48,000+ customers globally across enterprise and industrial environments aligned with Belden's target verticals
- High-single-digit growth business with 60%+ gross margins and growing Adjusted EBITDA, reflecting strong operational momentum

Belden + Ruckus

- Delivers a complete IT/OT networking solution spanning core industrial and enterprise verticals, unique in the market
- Enhanced financial profile with gross margins advancing above 40%+ immediately
- Improved solutions mix accelerating beyond our 2028 target

A Market Leader Across Verticals Aligned with Belden's Strategy

RUCKUS NETWORKS

Business Highlights

Leading provider of enterprise wireless networking solutions delivering purpose-built connectivity for high-density, mission-critical environments

Integrated portfolio of Wi-Fi, enterprise switching, cloud-based management and an AI-driven cloud networking platform

- Wi-Fi Access Points, Wired Switches, SmartZone Controllers, carrier-grade wireless solutions

Clear technology leader through patent-backed expertise across its service offerings:

RUCKUS AI | RUCKUS IoT | RUCKUS Cloudpath | RUCKUS Edge | RUCKUS NaaS

Technology Highlights

- Patented BeamFlex RF Technology
- First-to-Market Enterprise Wi-Fi 7
- AI-Driven Network Assurance
- Zero-Trust Security Built In
- Unified Wired and Wireless Management

Verticals

Hospitality	Multi-Dwelling Units
Service Providers	Automated Warehousing
Education	Manufacturing

Key Highlights

$687M	32%	60%+	$127M	48,000+	1,700+
2025 Revenue	YoY revenue growth in 2025	2025 Gross Margins	2025 Adj. EBITDA	customers globally	employees

Accelerating IT/OT Convergence With Industry-Leading Wireless Networking Capabilities

Belden + RUCKUS NETWORKS

1. Significant Growth Catalyst:	RUCKUS adds industry-leading Wi-Fi and enterprise switching capabilities that directly strengthen Belden's solutions momentum across priority enterprise verticals, including hospitality, education and healthcare
2. Meaningful Expansion of Our Addressable Market:	RUCKUS brings world-class active networking capabilities to markets where Belden already has deep customer relationships and trusted brand presence, unlocking a significantly larger opportunity for the combined organization
3. Powerful Extension into Our Industrial Base:	RUCKUS's high-performance networking platform extends best-in-class wireless and switching into Belden's industrial customer base, where demand for converged IT and OT connectivity is accelerating rapidly
4. Immediately Compelling Financial Profile:	RUCKUS's high-margin profile is expected to drive accretion to Belden's gross margins, Adjusted EBITDA margins, and Adjusted Earnings Per Share, representing a significant step-up in Belden's financial profile.

Together, Belden and RUCKUS deliver the most complete active networking solution in the industry, from enterprise campuses and high-density public venues to the industrial edge

RUCKUS Completes Belden's IT Layer to Capture IT/OT Convergence

Compelling opportunity to extend best-in-class wireless and switching into Belden's industrial customer base and enterprise growth verticals including hospitality, education and healthcare

		Belden	RUCKUS	Combined
Industrial	Passive Products (Cables/Connectors/Fiber/etc.)	◕	○	◕
	OT Wireless	◑	◔	◕
	Switching/Routers/Gateways	◕	○	◕
Enterprise	Passive Products (Cables/Connectors/Fiber/etc.)	◕	○	◕
	IT Wireless	○	◕	◕
	Switching/Routers/Gateways	○	◕	◕
Software	AI-Driven Cloud Networking Platform	◔	◑	◕

Delivers a complete, higher-value end-to-end active networking solution spanning enterprise campuses, high-density public venues and industrial facilities

Why Now: The Right Combination at the Right Time

RUCKUS is at an Inflection Point

- Years of investment in sales, technology and go-to-market are now delivering accelerating commercial momentum
- Wi-Fi leadership supports a multi-year upgrade cycle across industrial and enterprise environments
- AI-driven cloud networking capabilities are increasingly required by customers and position RUCKUS for the next wave of demand

Strong Strategic Fit Accelerates Value Creation

- A comprehensive wired, wireless, and software portfolio delivers a complete networking solution, unique in the marketplace
- Customers increasingly require secure, standards-based, interoperable solutions across IT and OT environments
- The combination accelerates innovation, simplifies deployments and strengthens lifecycle support

Attractive Economics with Clear Path to De-levering

- ~13x projected 2026 Adjusted EBITDA represents an attractive entry point for a high-growth, high-margin asset
- RUCKUS's strong gross margins are expected to be immediately accretive, improving Belden's margin profile immediately upon close
- The combined free cash flow profile supports rapid de-levering, making this financially executable within our capital framework

Financial Overview

Jeremy Parks

Executive Vice President and Chief Financial Officer

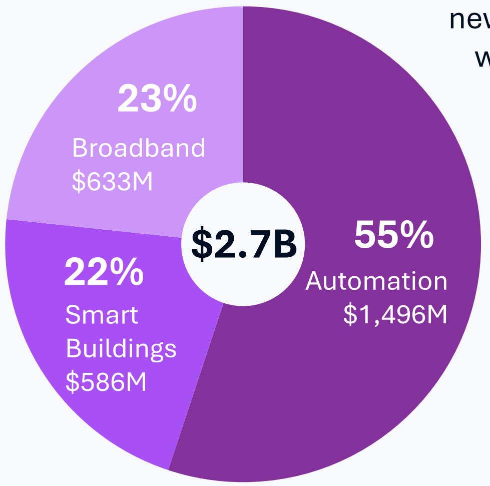
RUCKUS Networks: Transaction Overview

Purchase Price	• $1.85 billion
Consideration / Financing	• 100% cash paid at closing • Belden has obtained fully committed debt financing from J.P. Morgan that provides the Company flexibility to optimize its permanent capital structure between signing and closing based on market conditions.
Multiple	• ~13x 2026E full year Adjusted EBITDA
Financial Impact	• A meaningful growth accelerator for the combined company • Accretive to Adjusted Gross Margins and Adjusted EBITDA Margins in the first full year following close • Immediately Accretive to Adjusted Earnings Per Share
Capital Allocation	• Belden will prioritize de-levering and will temporarily pause further M&A and share repurchases until leverage is reduced • Expected net leverage approximately 2.9x within the first full year following close • Expected to reach our long-term target of 1.5x net leverage by 2029
Timing & Approvals	• Expect to close in second half of 2026 • Approved by both Boards of Directors

A More Profitable, More Complete Business Immediately

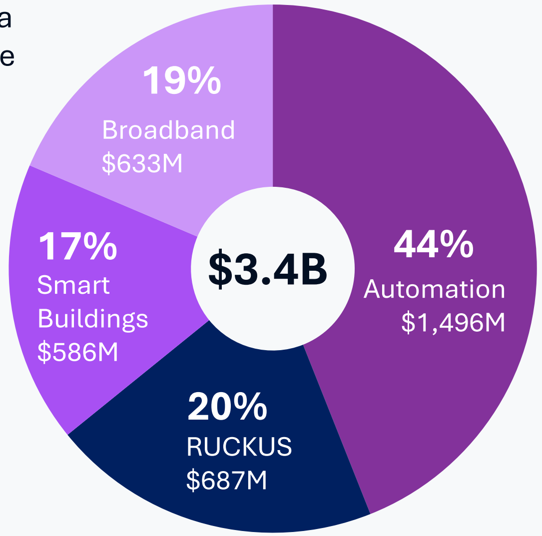
Combined Pro-Forma 2025 Revenue reached **$3.4 billion**, by adding a high-margin active wireless networking business that immediately and structurally improves Belden's financial profile

Belden Revenue
2025



RUCKUS adds 20% of combined revenue as a new, high-margin active wireless networking business

Belden + RUCKUS Revenue
2025



RUCKUS is accretive across every key financial metric

- **High-Single-Digit** Revenue growth
- Adj Gross Margins of **60%+**
- Adj EBITDA Margins of **20%+**[1]
- Adj EPS immediately accretive

The combination accelerates Belden's solutions strategy

Belden + RUCKUS NETWORKS

>20% *pro-forma Solutions*

1. Expected EBITDA Margins in first full year after close.

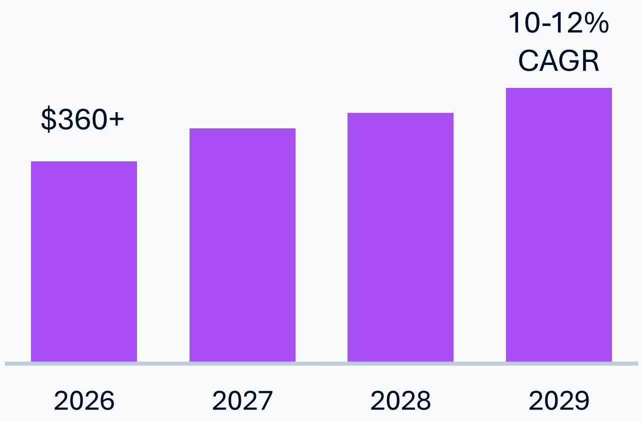
Strong Free Cash Flow Drives a Clear and Rapid Path to Quick De-levering

The De-levering Math is Straightforward

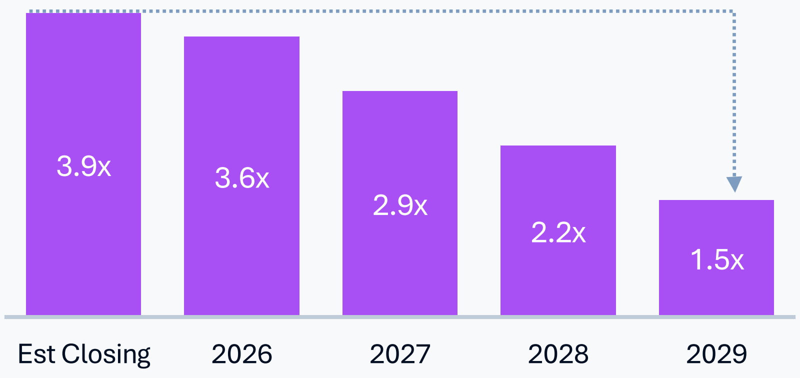
Year End 2026 →	**~3.6x net leverage**
Year End 2027 – First Full Year After Close →	**~2.9x net leverage**
Year End 2029 →	**~1.5x net leverage**

Combined Adjusted EBITDA of approximately $650M+ and RUCKUS's high free cash flow conversion provide the engine. The charts below show the path to de-levering

Pro-forma Unlevered FCF Forecast
$millions



Estimated Net Leverage Ratio



- Combined Adjusted EBITDA base of approximately $650M+ supports rapid de-levering
- RUCKUS's strong free cash flow generation adds immediately to Belden's debt repayment capacity
- Low capital intensity of RUCKUS's business model maximizes free cash flow conversion

Belden will prioritize de-levering, while maintaining its capital allocation priority of driving organic growth

Strategic M&A and share repurchases will be on a temporary hold until leverage is reduced

Q&A

APPENDIX

Reconciliation of Non-GAAP Measures

Unaudited

	Three Months Ended	
	March 29, 2026	March 30, 2025
	(In thousands, except percentages and per share amounts)	
Revenues	$ 696,375	$ 624,861
GAAP gross profit	$ 258,088	$ 245,840
Amortization of software development intangible assets	3,372	2,613
Severance, restructuring, and acquisition integration costs	3,981	9
Adjusted gross profit	$ 265,441	$ 248,462
GAAP gross profit margin	*37.1 %*	*39.3 %*
Adjusted gross profit margin	*38.1 %*	*39.8 %*
GAAP selling, general and administrative expenses	$ (138,652)	$ (131,522)
Severance, restructuring, and acquisition integration costs	3,879	1,594
Adjustments related to acquisitions and divestitures	(955)	298
Adjusted selling, general and administrative expenses	$ (135,728)	$ (129,630)
GAAP research and development expenses	$ (30,089)	$ (28,417)
Severance, restructuring, and acquisition integration costs	1,192	95
Adjusted research and development expenses	$ (28,897)	$ (28,322)
GAAP net income	$ 51,027	$ 51,937
Income tax expense	11,744	10,144
Interest expense, net	13,459	10,104
Loss on debt extinguishment	1,273	—
Total non-operating adjustments	26,476	20,248
Amortization of intangible assets	11,388	13,275
Amortization of software development intangible assets	3,372	2,613
Severance, restructuring, and acquisition integration costs	9,052	1,698
Adjustments related to acquisitions and divestitures	(955)	298
Total operating income adjustments	22,857	17,884
Depreciation expense	17,696	13,896
Adjusted EBITDA	$ 118,056	$ 103,965
GAAP net income margin	*7.3 %*	*8.3 %*
Adjusted EBITDA margin	*17.0 %*	*16.6 %*
GAAP net income	$ 51,027	$ 51,937
Plus: Operating income adjustments from above	22,857	17,884
Less: Tax effect of adjustments above	5,488	4,336
Plus: Loss on debt extinguishment	1,273	—
Adjusted net income	$ 69,669	$ 65,485
GAAP income per diluted share	$ 1.30	$ 1.27
Adjusted income per diluted share	$ 1.77	$ 1.60
GAAP and adjusted diluted weighted average shares	39,395	40,844

In addition to reporting financial results in accordance with accounting principles generally accepted in the United States, we provide non-GAAP operating results adjusted for certain items, including: asset impairments; accelerated depreciation expense due to plant consolidation activities; purchase accounting effects related to acquisitions, such as the adjustment of acquired inventory to fair value, and transaction costs; severance, restructuring, and acquisition integration costs; gains (losses) recognized on the disposal of businesses and assets; amortization of intangible assets; gains (losses) on debt extinguishment; certain gains (losses) from patent settlements; discontinued operations; and other costs. We adjust for the items listed above in all periods presented, unless the impact is clearly immaterial to our financial statements. When we calculate the tax effect of the adjustments, we include all current and deferred income tax expense commensurate with the adjusted measure of pre-tax profitability.

We utilize the adjusted results to review our ongoing operations without the effect of these adjustments and for comparison to budgeted operating results. We believe the adjusted results are useful to investors because they help them compare our results to previous periods and provide important insights into underlying trends in the business and how management oversees our business operations on a day-to-day basis. As an example, we adjust for acquisition-related expenses, such as amortization of intangibles and impacts of fair value adjustments because they generally are not related to the acquired business' core business performance. As an additional example, we exclude the costs of restructuring programs, which can occur from time to time for our current businesses and/or recently acquired businesses. We exclude the costs in calculating adjusted results to allow us and investors to evaluate the performance of the business based upon its expected ongoing operating structure. We believe the adjusted measures, accompanied by the disclosure of the costs of these programs, provides valuable insight.

Adjusted results should be considered only in conjunction with results reported according to accounting principles generally accepted in the United States.

Reconciliation of Non-GAAP Measures (continued)

Unaudited

	Three Months ended		GAAP	Non-GAAP			
	March 29, 2026	March 30, 2025	Revenue Growth	Foreign Currency Impact	Copper Pass-Through Pricing Impact	Acquisitions and Divestitures Impact	Organic Growth
	(In thousands, except percentages)						
Revenues	$ 696,375	$ 624,861	11 %	2 %	2 %	— %	7 %

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Reconciliation of Non-GAAP Measures (continued)

Unaudited

	Trailing Twelve Months Ended		
	December 31, 2019	December 31, 2024	December 31, 2025
	(In thousands, except per share data)		
Revenues	$ 1,998,238	$ 2,460,979	$ 2,715,194
GAAP gross profit	$ 684,191	$ 922,222	1,031,172
Amortization of software development intangible assets	330	10,564	12,293
Severance, restructuring, and acquisition integration costs	3,425	4,395	771
Adjustments related to acquisitions and divestitures	592	263	-
Adjusted gross profit	$ 688,538	$ 937,444	$ 1,044,236
GAAP gross profit margin	*34.2%*	*37.5%*	*38.0%*
Adjusted gross profit margin	*34.5%*	*38.1%*	*38.5%*
GAAP selling, general and administrative expenses	$ (369,069)	$ (494,603)	$ (533,366)
Severance, restructuring, and acquisition integration costs	23,119	18,257	13,737
Adjustments related to acquisitions and divestitures	-	4,501	1,037
Adjusted selling, general and administrative expenses	$ (345,950)	$ (471,845)	$ (518,592)
GAAP research and development expenses	$ (61,689)	$ (112,365)	$ (128,758)
Severance, restructuring, and acquisition integration costs	-	162	459
Adjusted research and development expenses	$ (61,689)	$ (112,203)	$ (128,299)
GAAP income from continuing operations	$ 121,366	$ 198,414	$ 237,522
Interest expense, net	55,786	38,303	46,355
Income tax expense	47,055	29,528	29,344
Non-operating pension settlement loss	-	1,208	-
Loss related to revolver refinancing	-	-	76
Total non-operating adjustments	102,841	69,039	75,775
Amortization of intangible assets	30,243	48,794	53,356
Severance, restructuring, and acquisition integration costs	26,544	22,814	14,967
Adjustments related to acquisitions and divestitures	592	4,764	1,037
Amortization of software development intangible assets	330	10,564	12,293
Total operating income adjustments	57,709	86,936	81,653
Depreciation expense	37,081	56,383	63,784
Adjusted EBITDA	$ 318,997	$ 410,772	$ 458,734
GAAP income from continuing operations margin	*6.1%*	*8.1%*	*8.7%*
Adjusted EBITDA margin	*16.0%*	*16.7%*	*16.9%*

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Reconciliation of Non-GAAP Measures (continued)

Unaudited

	Trailing Twelve Months Ended		
	December 31, 2019	December 31, 2024	December 31, 2025
	(In thousands, except per share data)		
GAAP income from continuing operations	$ 121,366	$ 198,414	$ 237,522
Less: Preferred stock dividends	18,437	-	-
Less: Net income attributable to noncontrolling interests	239	(19)	-
GAAP net income from continuing operations attributable to Belden stockholders	$ 102,690	$ 198,433	$ 237,522
GAAP income from continuing operations	$ 121,366	$ 198,414	$ 237,522
Plus: Operating income adjustments from above	57,709	86,936	81,653
Plus: Loss related to revolver refinancing	-	-	76
Plus: Non-operating pension settlement loss	-	1,208	-
Less: Net income attributable to noncontrolling interests	239	(19)	-
Less: Preferred stock dividends	18,437	-	-
Less: Tax effect of adjustments above	(4,653)	23,834	16,156
Adjusted net income from continuing operations attributable to Belden stockholders	$ 165,052	$ 262,743	$ 303,095
GAAP income from continuing operations per diluted share attributable to Belden stockholders	$ 2.42	$ 4.80	$ 5.91
Adjusted income from continuing operations per diluted share attributable to Belden stockholde	$ 3.89	$ 6.36	$ 7.54
GAAP and adjusted diluted weighted average shares	42,416	41,299	40,210

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Reconciliation of Non-GAAP Measures

Guidance

	Three Months Ended June 28, 2026
GAAP EPS	\$1.53 - \$1.63
Amortization of intangible assets	0.28
Severance, restructuring, and acquisition integration costs	0.08
Adjustments related to acquisitions and divestitures	0.06
Adjusted EPS	\$1.95 - \$2.05

Our guidance is based upon information currently available regarding events and conditions that will impact our future operating results. In particular, our results are subject to the factors listed under "Forward-Looking Statements" in this release. In addition, our actual results are likely to be impacted by other additional events for which information is not available, such as asset impairments, adjustments related to acquisitions and divestitures, severance, restructuring, and acquisition integration costs, gains (losses) recognized on the disposal of assets, gains (losses) on debt extinguishment, discontinued operations, and other gains (losses) related to events or conditions that are not yet known.

Thank you

Aaron Reddington CFA

Vice President Investor Relations

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