FOURTH QUARTER AND FULL YEAR FY23 GAAP TO NON-GAAP RECONCILIATIONS

Including FY21 to FY23 historical financials for Continuing Operations

SMART Brazil Classified as Discontinued Operations

On June 13, 2023, we entered into an agreement to sell an 81% interest in our SMART Brazil operations. The transaction is expected to close at the end of calendar 2023 or early 2024, subject to required regulatory approvals and satisfaction of customary closing conditions. Accordingly, our SMART Brazil operations are classified as discontinued operations in our financial statements for all periods presented.

The following discussion relates to our continuing operations, which exclude SMART Brazil.

GAAP to Non-GAAP Reconciliations

(dollars in thousands)	Three Months Ended August 25, 2023	Three Months Ended May 26, 2023	Three Months Ended August 26, 2022	Year Ended August 25, 2023	Year Ended August 26, 2022	Year Ended August 27, 2021
GAAP gross profit	$ 91,585	$ 100,480	$ 94,420	$ 415,171	$ 391,045	$ 237,973
Share-based compensation expense	1,789	1,595	1,569	6,334	6,296	3,871
Amortization of acquisition-related intangibles	5,876	6,704	2,367	25,661	10,741	8,228
Flow-through of inventory step up	—	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	—	6,813	—	—
Non-GAAP gross profit	$ 100,300	$ 108,990	$ 98,356	$ 456,578	$ 408,082	$ 257,162
GAAP gross margin	28.9 %	29.2 %	26.0 %	28.8 %	28.0 %	22.5 %
Effect of adjustments	2.8 %	2.4 %	1.1 %	2.9 %	1.2 %	1.9 %
Non-GAAP gross margin	31.7 %	31.6 %	27.1 %	31.7 %	29.2 %	24.4 %
GAAP operating expenses	$ 93,224	$ 102,866	$ 71,360	$ 406,426	$ 323,869	$ 253,679
Share-based compensation expense	(7,785)	(8,047)	(7,890)	(32,894)	(30,988)	(27,090)
Amortization of acquisition-related intangibles	(5,443)	(4,905)	(3,247)	(18,940)	(12,988)	(12,027)
Acquisition and integration expenses	(2,676)	(8,637)	(3,620)	(20,869)	(7,090)	(5,314)
Impairment of goodwill	(1,534)	—	—	(19,092)	—	—
Change in fair value of contingent consideration	(4,100)	(14,800)	—	(29,000)	(41,324)	(32,400)
Restructure charge	(1,681)	186	15	(7,047)	(234)	(3,172)
Other	—	—	(128)	(1,800)	(624)	2
Non-GAAP operating expenses	$ 70,005	$ 66,663	$ 56,490	$ 276,784	$ 230,621	$ 173,678
GAAP operating income (loss)	$ (1,639)	$ (2,386)	$ 23,060	$ 8,745	$ 67,176	$ (15,706)
Share-based compensation expense	9,574	9,642	9,459	39,228	37,284	30,961
Amortization of acquisition-related intangibles	11,319	11,609	5,614	44,601	23,729	20,255
Flow-through of inventory step up	—	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	3,620	20,869	7,090	5,314
Impairment of goodwill	1,534	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	(15)	7,047	234	3,172
Other	—	—	128	1,800	624	(2)
Non-GAAP operating income	$ 30,295	$ 42,327	$ 41,866	$ 179,794	$ 177,461	$ 83,484
GAAP operating margin	(0.5)%	(0.7)%	6.4 %	0.6 %	4.8 %	(1.5)%
Effect of adjustments	10.1 %	13.0 %	5.2 %	11.9 %	7.9 %	9.4 %
Non-GAAP operating margin	9.6 %	12.3 %	11.6 %	12.5 %	12.7 %	7.9 %

GAAP to Non-GAAP Reconciliations

(dollars in thousands, except per share data)	Three Months Ended August 25, 2023	Three Months Ended May 26, 2023	Three Months Ended August 26, 2022	Year Ended August 25, 2023	Year Ended August 26, 2022	Year Ended August 27, 2021
GAAP net income (loss) attributable to SGH	**$ 64,841**	**$ (19,648)**	**$ 8,862**	**$ 7,858**	**$ 22,372**	**$ (43,150)**
Share-based compensation expense	9,574	9,642	9,459	39,228	37,284	30,961
Amortization of acquisition-related intangibles	11,319	11,609	5,614	44,601	23,729	20,255
Flow-through of inventory step up	—	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	3,620	20,869	7,090	5,314
Impairment of goodwill	1,534	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	(15)	7,047	234	3,172
Amortization of debt discount and other costs	1,010	937	2,788	4,064	9,999	8,419
Loss on extinguishment of debt	—	—	—	15,924	653	—
Foreign currency (gains) losses	(276)	410	97	(221)	9	389
Other	—	—	128	1,800	624	(1,004)
Income tax effects	(79,103)	2,319	1,057	(70,993)	(4,031)	(1,724)
Non-GAAP net income attributable to SGH	**$ 18,406**	**$ 28,731**	**$ 31,610**	**$ 127,681**	**$ 139,287**	**$ 62,122**
Weighted-average shares outstanding - Diluted:						
GAAP weighted-average shares outstanding	**55,523**	**49,380**	**50,504**	**51,322**	**54,443**	**48,558**
Adjustment for dilutive securities and capped calls	(2,233)	754	—	(558)	(1,851)	2,129
Non-GAAP weighted-average shares outstanding	**53,290**	**50,134**	**50,504**	**50,764**	**52,592**	**50,687**
Diluted earnings (loss) per share from continuing operations:						
GAAP diluted earnings (loss) per share	**$ 1.17**	**$ (0.40)**	**$ 0.18**	**$ 0.15**	**$ 0.41**	**$ (0.89)**
Effect of adjustments	(0.82)	0.97	0.45	2.37	2.24	2.12
Non-GAAP diluted earnings per share	**$ 0.35**	**$ 0.57**	**$ 0.63**	**$ 2.52**	**$ 2.65**	**$ 1.23**

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GAAP to Non-GAAP Reconciliations

(dollars in thousands)	Three Months Ended August 25, 2023	Three Months Ended May 26, 2023	Three Months Ended August 26, 2022	Year Ended August 25, 2023	Year Ended August 26, 2022	Year Ended August 27, 2021
Net income (loss) attributable to SGH	**$ 64,841**	**$ (19,648)**	**$ 8,862**	**$ 7,858**	**$ 22,372**	**$ (43,150)**
Interest expense, net	9,183	9,314	7,485	36,421	24,345	17,141
Income tax provision (benefit)	(75,890)	7,216	6,075	(49,203)	18,074	9,689
Depreciation expense and amortization of intangible assets	18,830	18,554	11,646	71,632	46,665	34,937
Share-based compensation expense	9,574	9,642	9,459	39,228	37,284	30,961
Flow-through of inventory step up	—	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	3,620	20,869	7,090	5,314
Impairment of goodwill	1,534	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	(15)	7,047	234	3,172
Loss on extinguishment of debt	—	—	—	15,924	653	—
Other	—	—	128	1,800	624	(1,004)
Adjusted EBITDA	**$ 37,579**	**$ 48,540**	**$ 47,260**	**$ 209,080**	**$ 198,665**	**$ 96,550**

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SMART Global Holdings, Inc.
Consolidated Statements of Operations

(In thousands, except per share amounts)
(Unaudited)

	Q4 FY23	Q3 FY23	Q2 FY23	Q1 FY23	Q4 FY22	Q3 FY22	Q2 FY22	Q1 FY22	Q4 FY21	Q3 FY21	Q2 FY21	Q1 FY21	FY 2023	FY 2022	FY 2021
Net sales:															
Memory Solutions	$ 105,181	$ 109,458	$ 110,339	$ 118,286	$ 134,611	$ 152,608	$ 138,737	$ 125,749	$ 128,477	$ 121,620	$ 115,451	$ 120,657	$ 443,264	$ 551,705	$ 486,205
Intelligent Platform Solutions	145,432	170,854	222,451	210,971	144,730	95,345	82,257	118,654	97,614	95,857	85,412	65,874	749,708	440,986	344,757
LED Solutions	66,045	64,106	55,587	62,540	83,118	101,345	106,833	111,889	122,812	101,755	—	—	248,278	403,185	224,567
Total net sales	316,658	344,418	388,377	391,797	362,459	349,298	327,827	356,292	348,903	319,232	200,863	186,531	1,441,250	1,395,876	1,055,529
Cost of sales	225,073	243,938	277,369	279,699	268,039	248,653	233,531	254,608	251,480	255,776	158,620	151,680	1,026,079	1,004,831	817,556
Gross profit	91,585	100,480	111,008	112,098	94,420	100,645	94,296	101,684	97,423	63,456	42,243	34,851	415,171	391,045	237,973
Operating expenses:															
Research and development	20,883	20,338	25,272	24,072	19,160	19,326	19,830	19,156	19,246	19,358	10,700	10,629	90,565	77,472	59,933
Selling, general and administrative	65,026	67,914	60,074	67,708	52,215	54,742	48,913	48,969	48,183	45,473	28,823	35,695	260,722	204,839	158,174
Impairment of goodwill	1,534	—	17,558	—	—	—	—	—	—	—	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	6,400	3,700	—	124	24,000	17,200	16,000	16,400	—	—	29,000	41,324	32,400
Other operating (income) expense	1,681	(186)	3,781	1,771	(15)	249	—	—	2,077	623	472	—	7,047	234	3,172
Total operating expenses	93,224	102,866	113,085	97,251	71,360	74,441	92,743	85,325	85,506	81,854	39,995	46,324	406,426	323,869	253,679
Operating income (loss)	(1,639)	(2,386)	(2,077)	14,847	23,060	26,204	1,553	16,359	11,917	(18,398)	2,248	(11,473)	8,745	67,176	(15,706)
Non-operating (income) expense:															
Interest expense, net	9,183	9,314	9,430	8,494	7,485	6,461	5,148	5,251	5,056	4,955	3,559	3,571	36,421	24,345	17,141
Other non-operating (income) expense	(462)	354	13,307	(1,362)	170	(717)	669	228	(811)	(415)	489	155	11,837	350	(582)
Total non-operating (income) expense	8,721	9,668	22,737	7,132	7,655	5,744	5,817	5,479	4,245	4,540	4,048	3,726	48,258	24,695	16,559
Income (loss) before taxes	(10,360)	(12,054)	(24,814)	7,715	15,405	20,460	(4,264)	10,880	7,672	(22,938)	(1,800)	(15,199)	(39,513)	42,481	(32,265)
Income tax provision (benefit)	(75,890)	7,216	8,149	11,322	6,075	6,154	1,824	4,021	4,608	2,527	2,922	(368)	(49,203)	18,074	9,689
Net income (loss) from continuing operations	65,530	(19,270)	(32,963)	(3,607)	9,330	14,306	(6,088)	6,859	3,064	(25,465)	(4,722)	(14,831)	9,690	24,407	(41,954)
Net income (loss) from discontinued operations	(205,685)	(4,807)	6,177	8,931	11,097	10,189	9,060	13,839	18,225	18,811	10,566	16,858	(195,384)	44,185	64,460
Net income (loss)	(140,155)	(24,077)	(26,786)	5,324	20,427	24,495	2,972	20,698	21,289	(6,654)	5,844	2,027	(185,694)	68,592	22,506
Net income (loss) attributable to noncontrolling interest	689	378	433	332	468	382	514	671	639	557	—	—	1,832	2,035	1,196
Net income (loss) attributable to SGH	$ (140,844)	$ (24,455)	$ (27,219)	$ 4,992	$ 19,959	$ 24,113	$ 2,458	$ 20,027	$ 20,650	$ (7,211)	$ 5,844	$ 2,027	$ (187,526)	$ 66,557	$ 21,310
Basic earnings (loss) per share:															
Continuing operations	$ 1.28	$ (0.40)	$ (0.68)	$ (0.08)	$ 0.18	$ 0.28	$ (0.13)	$ 0.13	$ 0.05	$ (0.54)	$ (0.10)	$ (0.30)	$ 0.16	$ 0.45	$ (0.89)
Discontinued operations	(4.05)	(0.10)	0.13	0.18	0.23	0.20	0.18	0.28	0.37	0.39	0.22	0.34	(3.94)	0.90	1.33
	$ (2.77)	$ (0.50)	$ (0.55)	$ 0.10	$ 0.41	$ 0.48	$ 0.05	$ 0.41	$ 0.42	$ (0.15)	$ 0.12	$ 0.04	$ (3.78)	$ 1.35	$ 0.44
Diluted earnings (loss) per share:															
Continuing operations	$ 1.17	$ (0.40)	$ (0.68)	$ (0.08)	$ 0.18	$ 0.25	$ (0.13)	$ 0.11	$ 0.05	$ (0.54)	$ (0.10)	$ (0.30)	$ 0.15	$ 0.41	$ (0.89)
Discontinued operations	(3.71)	(0.10)	0.13	0.18	0.22	0.19	0.18	0.26	0.34	0.39	0.22	0.34	(3.80)	0.81	1.33
	$ (2.54)	$ (0.50)	$ (0.55)	$ 0.10	$ 0.40	$ 0.44	$ 0.05	$ 0.37	$ 0.39	$ (0.15)	$ 0.12	$ 0.04	$ (3.65)	$ 1.22	$ 0.44
Shares used in per share calculations:															
Basic	50,807	49,380	49,116	48,962	49,238	50,095	49,522	49,011	48,605	48,071	48,435	49,121	49,566	49,467	48,558
Diluted	55,523	49,380	49,116	48,962	50,504	54,998	49,522	54,635	52,835	48,071	48,435	49,121	51,322	54,443	48,558

SMART Global Holdings, Inc.
Reconciliation of GAAP to Non-GAAP Measures

(In thousands, except per share amounts)
(Unaudited)

	Q4 FY23	Q3 FY23	Q2 FY23	Q1 FY23	Q4 FY22	Q3 FY22	Q2 FY22	Q1 FY22	Q4 FY21	Q3 FY21	Q2 FY21	Q1 FY21	FY 2023	FY 2022	FY 2021
GAAP gross profit	$ 91,585	$ 100,480	$ 111,008	$ 112,098	$ 94,420	$ 100,645	$ 94,296	$ 101,684	$ 97,423	$ 63,456	$ 42,243	$ 34,851	$ 415,171	$ 391,045	$ 237,973
Share-based compensation expense	1,789	1,595	1,308	1,642	1,569	1,635	1,543	1,549	1,599	986	624	662	6,334	6,296	3,871
Amortization of acquisition-related intangibles	5,876	6,704	6,615	6,466	2,367	2,696	2,582	3,096	3,997	2,937	647	647	25,661	10,741	8,228
Flow-through of inventory step up	—	—	—	2,599	—	—	—	—	—	7,090	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	5,552	—	—	—	—	—	—	—	—	—	6,813	—	—
Non-GAAP gross profit	$ 100,300	$ 108,990	$ 124,483	$ 122,805	$ 98,356	$ 104,976	$ 98,421	$ 106,329	$ 103,019	$ 74,469	$ 43,514	$ 36,160	$ 456,578	$ 408,082	$ 257,162
GAAP gross margin	28.9 %	29.2 %	28.6 %	28.6 %	26.0 %	28.8 %	28.8 %	28.5 %	27.9 %	19.9 %	21.0 %	18.7 %	28.8 %	28.0 %	22.5 %
Effect of adjustments	2.8 %	2.4 %	3.5 %	2.7 %	1.1 %	1.3 %	1.2 %	1.3 %	1.6 %	3.4 %	0.7 %	0.7 %	2.9 %	1.2 %	1.9 %
Non-GAAP gross margin	31.7 %	31.6 %	32.1 %	31.3 %	27.1 %	30.1 %	30.0 %	29.8 %	29.5 %	23.3 %	21.7 %	19.4 %	31.7 %	29.2 %	24.4 %
GAAP operating expenses	$ 93,224	$ 102,866	$ 113,085	$ 97,251	$ 71,360	$ 74,441	$ 92,743	$ 85,325	$ 85,506	$ 81,854	$ 39,995	$ 46,324	$ 406,426	$ 323,869	$ 253,679
Share-based compensation expense	(7,785)	(8,047)	(8,723)	(8,339)	(7,890)	(8,115)	(7,561)	(7,422)	(6,618)	(6,631)	(4,058)	(9,783)	(32,894)	(30,988)	(27,090)
Amortization of acquisition-related intangibles	(5,443)	(4,905)	(4,200)	(4,392)	(3,247)	(3,247)	(3,247)	(3,247)	(3,247)	(3,247)	(2,767)	(2,766)	(18,940)	(12,988)	(12,027)
Acquisition and integration expenses	(2,676)	(8,637)	(2,824)	(6,732)	(3,620)	(2,181)	(252)	(1,037)	(543)	(2,354)	(800)	(1,617)	(20,869)	(7,090)	(5,314)
Impairment of goodwill	(1,534)	—	(17,558)	—	—	—	—	—	—	—	—	—	(19,092)	—	—
Change in fair value of contingent consideration	(4,100)	(14,800)	(6,400)	(3,700)	—	(124)	(24,000)	(17,200)	(16,000)	(16,400)	—	—	(29,000)	(41,324)	(32,400)
Restructure charge	(1,681)	186	(3,781)	(1,771)	15	(249)	—	—	(2,077)	(623)	(472)	—	(7,047)	(234)	(3,172)
Other	—	—	(900)	(900)	(128)	81	(576)	(1)	4	(1)	(1)	—	(1,800)	(624)	2
Non-GAAP operating expenses	$ 70,005	$ 66,663	$ 68,699	$ 71,417	$ 56,490	$ 60,606	$ 57,107	$ 56,418	$ 57,025	$ 52,598	$ 31,897	$ 32,158	$ 276,784	$ 230,621	$ 173,678
GAAP operating income (loss)	$ (1,639)	$ (2,386)	$ (2,077)	$ 14,847	$ 23,060	$ 26,204	$ 1,553	$ 16,359	$ 11,917	$ (18,398)	$ 2,248	$ (11,473)	$ 8,745	$ 67,176	$ (15,706)
Share-based compensation expense	9,574	9,642	10,031	9,981	9,459	9,750	9,104	8,971	8,217	7,617	4,682	10,445	39,228	37,284	30,961
Amortization of acquisition-related intangibles	11,319	11,609	10,815	10,858	5,614	5,943	5,829	6,343	7,244	6,184	3,414	3,413	44,601	23,729	20,255
Flow-through of inventory step up	—	—	—	2,599	—	—	—	—	—	7,090	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	5,552	—	—	—	—	—	—	—	—	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	2,824	6,732	3,620	2,181	252	1,037	543	2,354	800	1,617	20,869	7,090	5,314
Impairment of goodwill	1,534	—	17,558	—	—	—	—	—	—	—	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	6,400	3,700	—	124	24,000	17,200	16,000	16,400	—	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	3,781	1,771	(15)	249	—	—	2,077	623	472	—	7,047	234	3,172
Other	—	—	900	900	128	(81)	576	1	(4)	1	1	—	1,800	624	(2)
Non-GAAP operating income	$ 30,295	$ 42,327	$ 55,784	$ 51,388	$ 41,866	$ 44,370	$ 41,314	$ 49,911	$ 45,994	$ 21,871	$ 11,617	$ 4,002	$ 179,794	$ 177,461	$ 83,484
GAAP operating margin	(0.5)%	(0.7)%	(0.5)%	3.8 %	6.4 %	7.5 %	0.5 %	4.6 %	3.4 %	(5.8)%	1.1 %	(6.2)%	0.6 %	4.8 %	(1.5)%
Effect of adjustments	10.1 %	13.0 %	14.9 %	9.3 %	5.2 %	5.2 %	12.1 %	9.4 %	9.8 %	12.7 %	4.7 %	8.3 %	11.9 %	7.9 %	9.4 %
Non-GAAP operating margin	9.6 %	12.3 %	14.4 %	13.1 %	11.6 %	12.7 %	12.6 %	14.0 %	13.2 %	6.9 %	5.8 %	2.1 %	12.5 %	12.7 %	7.9 %
Non-GAAP operating income (loss) by segment:															
Memory Solutions	$ 14,866	$ 19,368	$ 20,366	$ 19,039	$ 18,008	$ 22,802	$ 18,469	$ 19,590	$ 7,753	$ 6,258	$ 3,527	$ 1,992	$ 73,639	$ 78,869	$ 19,530
Intelligent Platform Solutions	17,176	24,169	36,645	32,985	20,129	9,518	6,693	13,110	14,543	5,015	8,090	2,010	110,975	49,450	29,658
LED Solutions	(1,747)	(1,210)	(1,227)	(636)	3,729	12,050	16,152	17,211	23,698	10,598	—	—	(4,820)	49,142	34,296
	$ 30,295	$ 42,327	$ 55,784	$ 51,388	$ 41,866	$ 44,370	$ 41,314	$ 49,911	$ 45,994	$ 21,871	$ 11,617	$ 4,002	$ 179,794	$ 177,461	$ 83,484
Non-GAAP operating margin by segment:															
Memory Solutions	14.1 %	17.7 %	18.5 %	16.1 %	13.4 %	14.9 %	13.3 %	15.6 %	6.0 %	5.1 %	3.1 %	1.7 %	16.6 %	14.3 %	4.0 %
Intelligent Platform Solutions	11.8 %	14.1 %	16.5 %	15.6 %	13.9 %	10.0 %	8.1 %	11.0 %	14.9 %	5.2 %	9.5 %	3.1 %	14.8 %	11.2 %	8.6 %
LED Solutions	(2.6)%	(1.9)%	(2.2)%	(1.0)%	4.5 %	11.9 %	15.1 %	15.4 %	19.3 %	10.4 %	— %	— %	(1.9)%	12.2 %	15.3 %

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SMART Global Holdings, Inc.
Reconciliation of GAAP to Non-GAAP Measures

(In thousands, except per share amounts)
(Unaudited)

	Q4 FY23	Q3 FY23	Q2 FY23	Q1 FY23	Q4 FY22	Q3 FY22	Q2 FY22	Q1 FY22	Q4 FY21	Q3 FY21	Q2 FY21	Q1 FY21	FY 2023	FY 2022	FY 2021
GAAP net income (loss) from continuing operations attributable to SGH	$ 64,841	$ (19,648)	$ (33,396)	$ (3,939)	$ 8,862	$ 13,924	$ (6,602)	$ 6,188	$ 2,425	$ (26,022)	$ (4,722)	$ (14,831)	$ 7,858	$ 22,372	$ (43,150)
Share-based compensation expense	9,574	9,642	10,031	9,981	9,459	9,750	9,104	8,971	8,217	7,617	4,682	10,445	39,228	37,284	30,961
Amortization of acquisition-related intangibles	11,319	11,609	10,815	10,858	5,614	5,943	5,829	6,343	7,244	6,184	3,414	3,413	44,601	23,729	20,255
Flow-through of inventory step up	—	—	—	2,599	—	—	—	—	—	7,090	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	5,552	—	—	—	—	—	—	—	—	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	2,824	6,732	3,620	2,181	252	1,037	543	2,354	800	1,617	20,869	7,090	5,314
Impairment of goodwill	1,534	—	17,558	—	—	—	—	—	—	—	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	6,400	3,700	—	124	24,000	17,200	16,000	16,400	—	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	3,781	1,771	(15)	249	—	—	2,077	623	472	—	7,047	234	3,172
Amortization of debt discount and other costs	1,010	937	1,048	1,069	2,788	2,705	2,296	2,210	2,172	2,088	2,097	2,062	4,064	9,999	8,419
Loss (gain) on extinguishment of debt	—	—	16,691	(767)	—	—	653	—	—	—	—	—	15,924	653	—
Foreign currency (gains) losses	(276)	410	165	(520)	97	(671)	139	444	165	61	(144)	307	(221)	9	389
Other	—	—	900	900	128	(81)	576	1	(1,006)	1	1	—	1,800	624	(1,004)
Income tax effects	(79,103)	2,319	811	4,980	1,057	655	(3,395)	(2,348)	(1,972)	(448)	1,468	(772)	(70,993)	(4,031)	(1,724)
Non-GAAP net income from continuing operations attributable to SGH	$ 18,406	$ 28,731	$ 43,180	$ 37,364	$ 31,610	$ 34,779	$ 32,852	$ 40,046	$ 35,865	$ 15,948	$ 8,068	$ 2,241	$ 127,681	$ 139,287	$ 62,122
Weighted-average shares outstanding - Diluted:															
GAAP weighted-average shares outstanding	55,523	49,380	49,116	48,962	50,504	54,998	49,522	54,635	52,835	48,071	48,435	49,121	51,322	54,443	48,558
Adjustment for dilutive securities and capped calls	(2,233)	754	726	829	—	(2,063)	5,355	(2,583)	(1,734)	2,961	1,972	1,085	(558)	(1,851)	2,129
Non-GAAP weighted-average shares outstanding	53,290	50,134	49,842	49,791	50,504	52,935	54,877	52,052	51,101	51,032	50,407	50,206	50,764	52,592	50,687
Diluted earnings (loss) per share from continuing operations:															
GAAP diluted earnings (loss) per share	$ 1.17	$ (0.40)	$ (0.68)	$ (0.08)	$ 0.18	$ 0.25	$ (0.13)	$ 0.11	$ 0.05	$ (0.54)	$ (0.10)	$ (0.30)	$ 0.15	$ 0.41	$ (0.89)
Effect of adjustments	(0.82)	0.97	1.55	0.83	0.45	0.41	0.73	0.66	0.65	0.85	0.26	0.34	2.37	2.24	2.12
Non-GAAP diluted earnings per share	$ 0.35	$ 0.57	$ 0.87	$ 0.75	$ 0.63	$ 0.66	$ 0.60	$ 0.77	$ 0.70	$ 0.31	$ 0.16	$ 0.04	$ 2.52	$ 2.65	$ 1.23
Net income (loss) from continuing operations attributable to SGH	$ 64,841	$ (19,648)	$ (33,396)	$ (3,939)	$ 8,862	$ 13,924	$ (6,602)	$ 6,188	$ 2,425	$ (26,022)	$ (4,722)	$ (14,831)	$ 7,858	$ 22,372	$ (43,150)
Interest expense, net	9,183	9,314	9,430	8,494	7,485	6,461	5,148	5,251	5,056	4,955	3,559	3,571	36,421	24,345	17,141
Income tax provision (benefit)	(75,890)	7,216	8,149	11,322	6,075	6,154	1,824	4,021	4,608	2,527	2,922	(368)	(49,203)	18,074	9,689
Depreciation expense and amortization of intangible assets	18,830	18,554	17,199	17,049	11,646	11,778	11,749	11,492	12,258	11,545	5,480	5,654	71,632	46,665	34,937
Share-based compensation expense	9,574	9,642	10,031	9,981	9,459	9,750	9,104	8,971	8,217	7,617	4,682	10,445	39,228	37,284	30,961
Flow-through of inventory step up	—	—	—	2,599	—	—	—	—	—	7,090	—	—	2,599	—	7,090
Cost of sales-related restructure	1,050	211	5,552	—	—	—	—	—	—	—	—	—	6,813	—	—
Acquisition and integration expenses	2,676	8,637	2,824	6,732	3,620	2,181	252	1,037	543	2,354	800	1,617	20,869	7,090	5,314
Impairment of goodwill	1,534	—	17,558	—	—	—	—	—	—	—	—	—	19,092	—	—
Change in fair value of contingent consideration	4,100	14,800	6,400	3,700	—	124	24,000	17,200	16,000	16,400	—	—	29,000	41,324	32,400
Restructure charge	1,681	(186)	3,781	1,771	(15)	249	—	—	2,077	623	472	—	7,047	234	3,172
Loss on extinguishment of debt	—	—	16,691	(767)	—	—	653	—	—	—	—	—	15,924	653	—
Other	—	—	900	900	128	(81)	576	1	(1,006)	1	1	—	1,800	624	(1,004)
Adjusted EBITDA from continuing operations	$ 37,579	$ 48,540	$ 65,119	$ 57,842	$ 47,260	$ 50,540	$ 46,704	$ 54,161	$ 50,178	$ 27,090	$ 13,194	$ 6,088	$ 209,080	$ 198,665	$ 96,550

SMART Global Holdings, Inc.
GAAP Statements of Operations - Brazil

(In thousands)
(Unaudited)

Year ended	August 25, 2023	August 26, 2022	August 27, 2021
Net sales	$ 185,377	$ 423,476	$ 445,613
Cost of sales	184,016	361,301	375,206
Gross profit	1,361	62,175	70,407
Operating expenses:			
Research and development	5,887	(116)	(10,659)
Selling, general and administrative	12,509	14,958	11,017
Other operating (income) expense	657	—	(854)
Total operating expenses	19,053	14,842	(496)
Operating income (loss)	(17,692)	47,333	70,903
Non-operating (income) expense:			
Impairment charge related to proposed divestiture of SMART Brazil	153,036	—	—
Interest (income) expense, net	(4,174)	(3,176)	459
Other non-operating (income) expense	996	4,487	207
Total non-operating (income) expense	149,858	1,311	666
Income (loss) before taxes	(167,550)	46,022	70,237
Income tax provision (benefit)	27,834	1,837	5,777
Net income (loss) from discontinued operations	$ (195,384)	$ 44,185	$ 64,460