

Safe Harbor Statement and Non-GAAP and Forecast Information

This document includes "forward-looking statements," as that term is defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. 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 onsemi, including financial guidance for the first quarter of 2024. Forward-looking statements are often characterized by the use of words such as "believes," "estimates," "expects," "projects," "may," "will," "intends," "plans," "anticipates," "should" or similar expressions or by discussions of strategy, plans or intentions. All forward-looking statements in this document are made based on 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. Certain factors that could affect our future results or events are described under Part I, Item 1A "Risk Factors" in the 2022 Annual Report on Form 10-K filed with the Securities and Exchange Commission (the "SEC") on February 6, 2023 (the "2022 Form 10-K") and from time to time in our other SEC reports. Readers are cautioned not to place undue reliance on forward-looking statements. We assume no obligation to update such information, which speaks only as of the date made, except as may be required by law. Investing in our securities involves a high degree of risk and uncertainty, and you should carefully consider the trends, risks and uncertainties described in this document, our 2022 Form 10-K and other reports filed with or furnished to the SEC (including our 2023 Form 10-K) before making any investment decision with respect to our securities. 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, and you could lose all or part of your investment. All forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by this cautionary statement.

Our earnings release and this presentation include certain non-GAAP financial measures. Reconciliations of these non-GAAP financial measures to the most directly comparable measures under GAAP are included in our earnings release, which is posted separately on our website in the "Investor Relations" section. See Appendix for GAAP to Non-GAAP Reconciliation



onsemi at a glance

S&P 500[®] index

Fortune 500[®] company

Nasdaq 100® company

Units shipped in 2023

37K+

Portfolio SKUs

2023 Revenue

11%

Revenue CAGR

Employees Worldwide

Operating Income Growth

Manufacturing Sites in

Countries

Increase in **Free Cash Flow**



The onsemi Mission

We push innovation to create intelligent power and sensing technologies that solve the most challenging customer problems

Our employees are inspired to go above and beyond, to increase stakeholder value through high quality and high value products and services





Enabling a Sustainable Ecosystem

INTELLIGENT POWER SOLUTIONS

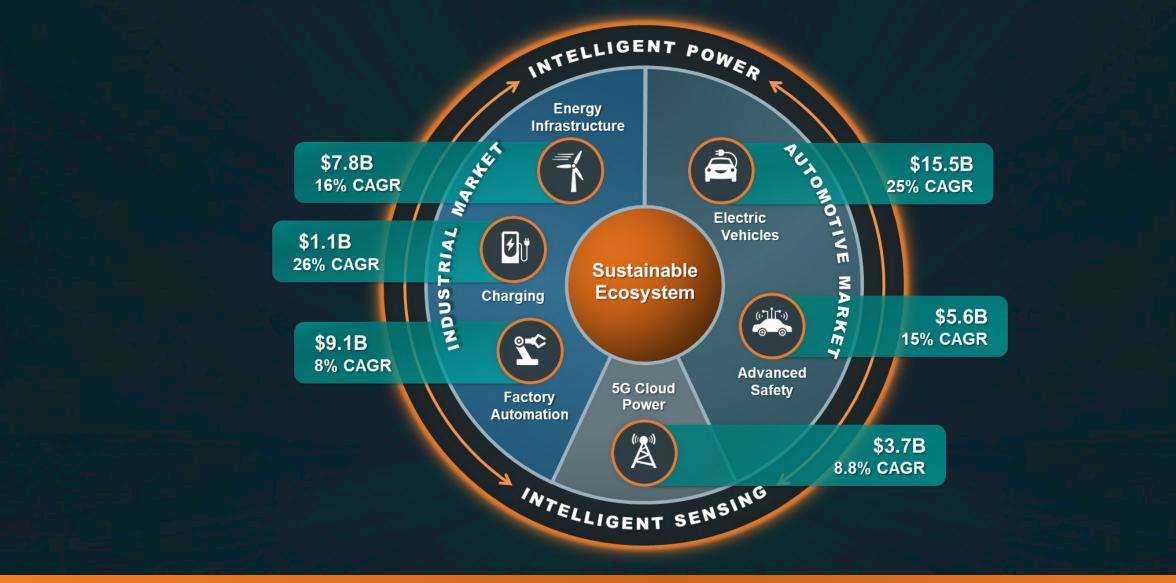
enable customers to exceed range targets with lower weight, and reduce system cost through unparalleled efficiency



INTELLIGENT SENSING SOLUTIONS

offer the proprietary features customers require to meet their most demanding use cases





\$43B TAM growing at ~16% CAGR



Enabling a Sustainable EcosystemPremium Business in Intelligent Power and Sensing

Intelligent Power

Silicon Carbide

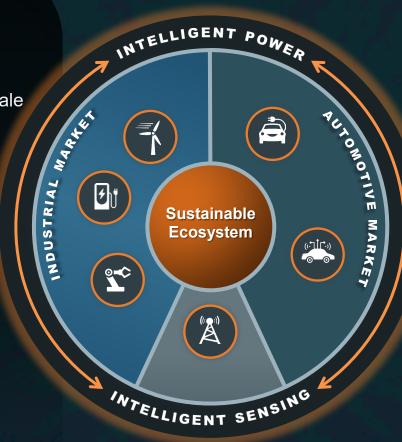
- Revenue growing 2x market
- Vertically integrated manufacturing at scale
- Industry-leading innovative device and packaging technologies

Silicon Power – IGBT, FET

- #2 position with growing market share
- Expanding BOM coverage with new products
- Exited price-sensitive markets

Power ICs

- Double down on \$14B TAM with >70% gross margin
- Optimize system cost with gate drivers and controllers
- Expand leadership to full Power Tree solutions



Intelligent Sensing

- #1 position in Auto and Industrial
- Growing in Machine Vision
- 68% market share in ADAS, 27% market share in Industrial
- 8MP ramping with ~2.5x ASP uplift
- #1 in Ultrasonic and Inductive
 Sensing for Automotive and Industrial
- Delivering high margins and the most profitable sensor business in the industry



onsemi SiC Leadership: EliteSiC Advantage SiC growing 2x the industry; 35-40% market share by 2027¹

SUPPLY

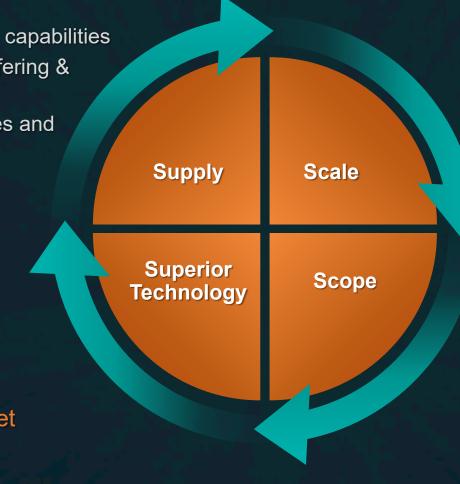
Vertically integrated end-to-end capabilities

Volume substrates, epitaxy, wafering & device fabrication

Best-in-class integrated modules and discrete package solutions

SUPERIOR TECHNOLOGY

- Lead with die performance
- Differentiate with package innovation
- Die + Package = THE most optimal solution on the planet



SCALE

- A multi-decade history in Auto and Industrial markets
- High-quality, high-volume manufacturing
- Able to ramp in line with customer expectations

SCOPE

- Suite of sustainable solutions from energy generation to energy consumption
- Depth and breadth of power technologies
- Supporting portfolio for optimized solutions



Power of the Portfolio

"Our broad portfolio of products has enabled us to become a one-stop shop for our customers and the source for the most optimized solutions"

- Hassane El-Khoury





onsemi. Everywhere. Today. Silicon Carbide Silicon Power Power ICs Sensor Interfaces Image Sensors Other

~500 onsemi products in production vehicles today

Highly Diversified Customer Base

DELL Nider GRUNDFOSX LG Electronics PHILIPS MARELLI thyssenkrupp **Panasonic** ebmpapst Microsoft KEBODA Visteon vitesco Honeywell Stanley Black & **BorgWarner** amazon Decker **ERICSSON** KYDCERA LITEONI® **HUAWEI BOSCH** SUNGROW **HL** Klemove

Customer Needs:

- Best-in-Class Performance
- Reliable suppliers at scale
- Tighter supplier base
- Competitive system cost

onsemi Delivers:

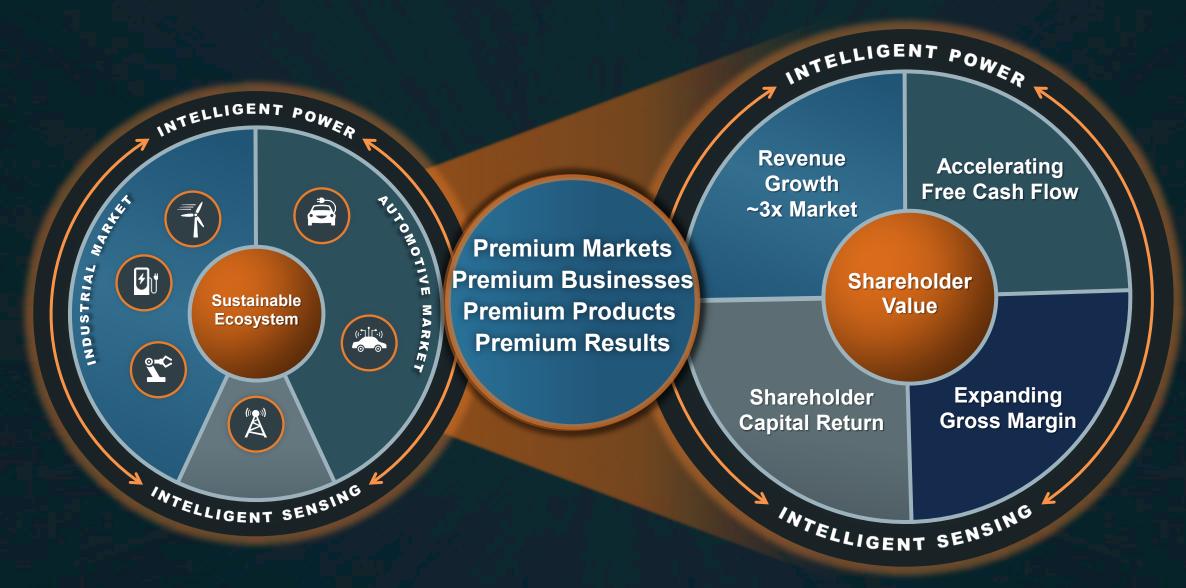
- Industry-leading products
- Vertically integrated supply chain
- Broad portfolio of products
- Solution optimization across BOM

Top 20 customers represent ~40% of revenue and each buy ~600 products on average

600+ silicon carbide customers

onsemi

Premium Businesses Driving Premium Results





Accelerating Shareholder Value

Revenue

- Sustainable Ecosystem to drive revenue 3x the industry growth¹
- Aligned to fast-growing secular megatrends of auto and industrial
- SiC growth 2x the industry; 35-40% market share²

Shareholder Capital Returns

- Shareholder-friendly capital allocation policy
- Return 50% of Free Cash Flow through share repurchases
- \$3.0B share repurchase authorization



Free Cash Flow

- Significant growth in Free
 Cash Flow margin to 25-30%³
- Capital efficiency through high ROIC investments and working capital management
- \$3.5-4.0B in Free Cash
 Flow in 2027³

Gross Margin

- Significant gross margin expansion to 53%
- Fab Right: optimize manufacturing network for cost efficiencies. Maximize utilization with flex to external capacity
- Accretive SiC margins at scale
 Ramp new and differentiated products

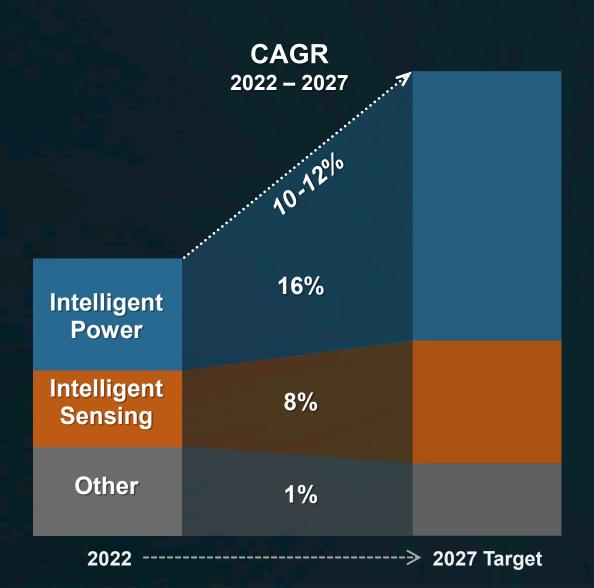
Notes:

onsemi estimates based on current market projections, excludes Memory

^{2.} onsemi estimates based on current market projections

^{3. 2027} Target based on onsemi internal estimates

Sustainable Ecosystem to Drive ~3x the Market Growth



Intelligent Power

- SiC growth 2x the industry; 35-40% market share¹
- Si Power IGBT, FET share gain in Auto & Industrial
- Accelerate Power IC growth with controllers and gate drivers

Intelligent Sensing

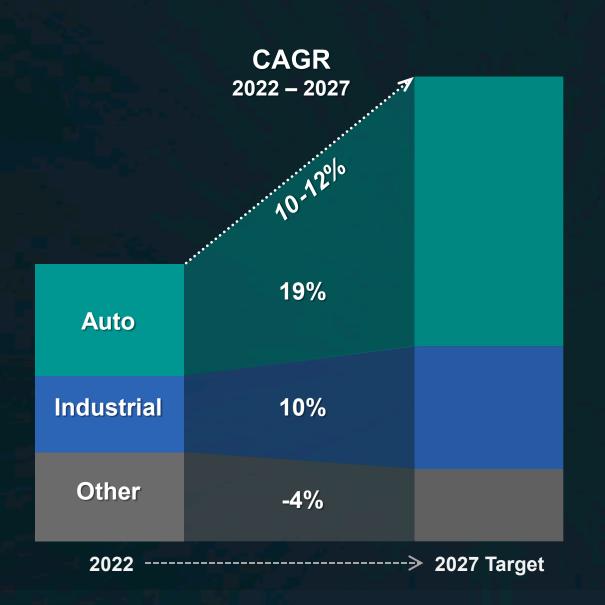
- Grow in machine vision for Auto and Industrial
- Advanced safety for ADAS and in-cabin vision
- Factory Automation
- Opportunistic in human vision applications

Other

- Attractive cash flow businesses
- BOM indispensability and complementarity



Automotive and Industrial markets to Fuel ~3X Market Growth



Automotive

- Electrification SiC & IGBT
- Increasing ADAS Adoption
- Power Management for LED and **Advanced Safety**

Industrial

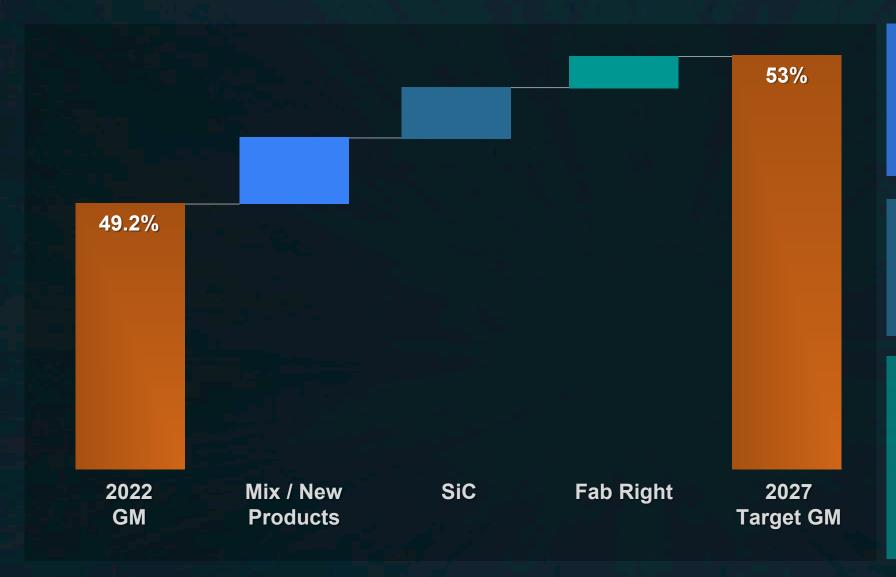
- Energy Infrastructure
- Factory Automation
- EV Charging

Other

- 5G & Cloud Power growing at 22%
- Engage with Strategic market leaders opportunistically with value driven solutions
- No investment in broad markets



Our Next Milestone: Expand Gross Margin to 53%



Mix / New Products

- Continued mix shift to Auto & Industrial
- Ramp new and differentiated products at margins above target

Silicon Carbide (SiC)

- Accretive margins at scale
- Absorption of startup costs
- SiC growing 2x market

Fab Right

- Optimize manufacturing network for cost efficiency
- \$160M in fixed-cost savings from four Fab divestitures in 2022
- Maximize utilization across network with flex to external capacity



Accelerating the Financial Model

	2023 Actual	2027 Target	
Revenue	\$8.25B	10-12% CAGR	Grow at ~3x the semiconductor industry
Gross Margin	47.1%	53%	 Mix shift, new products & SiC ramp at accretive margins Optimize cost through Fab Right
Operating Expenses	14.8%	13%	 Invest in R&D for long-term growth Digital First - embrace new technologies & data analytics
Operating Margin	32.3%	40%	Grow Operating Income faster than Revenue
СарЕх	19.1%	11%	Market success drives investmentsHigh ROIC brownfield investments
Free Cash Flow	4.9%	25-30%	 \$3.5-\$4.0B of Free Cash Flow in 2027 Return 50% to shareholders



²⁰²⁷ Target based on onsemi internal estimates

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onsemi's Path to Net Zero by 2040



Greenhouse **Gas Emissions**

Near-term targets to be published in 2024

21% YoY Scope 2 emissions reduction in 2022



Waste

70% waste diverted from landfill in 2022

> 23% YoY waste Reduction in 2022

SBTi Letter signed December 2022

Water



42% water recycled in 2022

19% YoY water withdrawal reduction in 2022

Energy Savings



Fab Right Energy Savings of 18% in kWh/Wafer by 2027

18% savings by 2027

View the 2022 onsemi Sustainability Report at: https://www.onsemi.com/site/pdf/sustainability-report.pdf



Q4'23 Financial Results



Non-GAAP Financial Performance

	2022 Actual	Q1'23	Q2'23	Q3'23	Q4'23	2023 Actual	Q1'24 Guide	2027 Target	
Revenue (\$ millions)	8,326.2	1.959.7	2,094.4	2,180.8	2,018.1	8,253.0	1,800 to 1,900	10-12% CAGR	Automotive revenue of \$4.3 billion, increased 29% year-over-year
Gross Margin	49.2%	46.8%	47.4%	47.3%	46.7%	47.1%	44.5% to 46.5%	53%	Q4'23 gross margin at high end of guidance
Operating Expenses (\$ millions)	1,225.2	286.0	305.5	322.2	306.4	1,220.1	305 to 320	13%	 Tight cost management with OpEx at 14.8% of revenue for 2023
Operating Margin	34.5%	32.2%	32.8%	32.6%	31.6%	32.3%		40%	Structural changes delivering operational efficiencies despite lower utilization rates
Capex (\$ millions)	1,005.0	321.5	430.6	433.0	390.5	1,575.6	310 to 340	11%	 Enabling 300mm and SiC capabilities 2024 Capex expected to be low teen percentage
LTM Free Cash Flow	19.6%	16.9%	14.0%	6.8%	4.9%	4.9%		25-30%	 Committed to capital returns Returned 140% of Free Cash Flow via Share Repurchases in 2023
Earnings per Share	\$5.33	\$1.19	\$1.33	\$1.39	\$1.25	\$5.16	\$0.98 to \$1.10		Q4'23 EPS at the high end of guidance



Q1'24 Guidance

	GAAP	Special Items**	Non GAAP***
Revenue	\$1,800 to \$1,900 million	-	\$1,800 to \$1,900 million
Gross Margin	44.4% to 46.4%	0.1%	44.5% to 46.5%
Operating Expenses	\$320 to \$335 million	\$15 million	\$305 to \$320 million
Other Income and Expense (including interest), net	(\$8 million)		(\$8 million)
Diluted Earnings Per Share	\$0.94 to \$1.06	\$0.04	\$0.98 to \$1.10
Diluted Shares Outstanding *	437 million	4 million	433 million



Notes to Q1'24 Guidance

- * Diluted shares outstanding can vary as a result of, among other things, the vesting of restricted stock units, the incremental dilutive shares from the Company's convertible senior subordinated notes, and the repurchase or the issuance of stock or convertible notes or the sale of treasury shares. In periods when the quarterly average stock price per share exceeds \$52.97 for the 0% Notes, and \$103.87 for the 0.50% Notes, the non-GAAP diluted share count and non-GAAP net income per share include the anti-dilutive impact of the Company's hedge transactions issued concurrently with the 0% Notes and the 0.50% Notes, respectively. At an average stock price per share between \$52.97 and \$74.34 for the 0% Notes and \$103.87 and \$156.78 for the 0.50% Notes, the hedging activity offsets the potentially dilutive effect of the 0% Notes and 0.50% Notes, respectively. In periods when the quarterly average stock price exceeds \$74.34 for the 0% Notes, and \$156.78 for the 0.50% Notes, the dilutive impact of the warrants issued concurrently with such notes are included in the diluted shares outstanding GAAP and non-GAAP diluted share counts and are based on either the Company's previous quarter's average stock price or the stock price as of the last day of the previous quarter, whichever is higher.
- Special items may include: amortization of acquisition-related intangibles; expensing of appraised inventory fair market value step-up; purchased in-process research and development expenses; restructuring, asset impairments and other, net; goodwill and intangible asset impairment charges; gains and losses on debt prepayment; non-cash interest expense; actuarial (gains) losses on pension plans and other pension benefits; and certain other special items, as necessary. These special items are out of our control and could change significantly from period to period. As a result, we are not able to reasonably estimate and separately present the individual impact or probable significance of these special items, and we are similarly unable to provide a reconciliation of the non-GAAP measures. The reconciliation that is unavailable would include a forward-looking income statement, balance sheet and statement of cash flows in accordance with GAAP. For this reason, we use a projected range of the aggregate amount of special items in order to calculate our projected non-GAAP operating expense outlook.
- We believe these non-GAAP measures provide important supplemental information to investors. We use these measures, together with GAAP measures, for internal managerial purposes and as a means to evaluate period-to-period comparisons. However, we do not, and you should not, rely on non-GAAP financial measures alone as measures of our performance. We believe that non-GAAP financial measures reflect an additional way of viewing aspects of our operations that, when taken together with GAAP results and the reconciliations to corresponding GAAP financial measures that we also provide in our releases, provide a more complete understanding of factors and trends affecting our business. Because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures with other companies' non-GAAP financial measures, even if they have similar names.



Appendix: GAAP to Non-GAAP Reconciliation

\$ in Millions, except share count and EPS	FY2022	Q1'23	Q2'23	Q3'23	Q4'23	FY2023
Reconciliation of GAAP to Non-GAAP Gross Margin:						
GAAP Gross Margin	49.0%	46.8%	47.4%	47.3%	46.7%	47.1%
a) Impact of business wind down	0.2%	-0.1%	-0.1%	0.0%	0.0%	0.0%
b) Amortization of acquisition-related intangible assets	0.1%	0.1%	0.1%	0.1%	0.1%	0.1%
Non-GAAP Gross Margin	49.2%	46.8%	47.4%	47.3%	46.7%	47.1%
Reconciliation of GAAP to Non-GAAP Operating Expenses:						
GAAP Operating Expenses \$	1,717.2 \$	352.6 \$	318.7 \$	343.7 \$	329.8 \$	1,344.8
a) Amortization of acquisition-related intangible assets	(81.2)	(15.0)	(12.0)	(12.0)	(12.1)	(51.1)
b) Restructuring, asset impairments and other, net	(17.9)	(51.5)	(2.6)	(9.4)	(11.4)	(74.9)
c) Goodwill and intangible asset impairment	(386.8)	-	-	-	-	-
d) Third party acquisition and divestiture-related costs	(12.9)	(0.1)	1.4	(0.1)	0.1	1.3
e) Impact of business wind down	6.8	-	-	-	-	-
Non-GAAP Operating Expenses \$	1,225.2 \$	286.0 \$	305.5 \$	322.2 \$	306.4 \$	1,220.1
Reconciliation of GAAP to Non-GAAP Operating Income:						
GAAP Operating Income \$	2,360.0 \$	564.9 \$	674.7 \$	687.0 \$	612.1 \$	2,538.7
a) Amortization of acquisition-related intangible assets	82.8	16.4	13.4	13.4	13.6	56.8
b) Restructuring, asset impairments and other, net	17.9	51.5	2.6	9.4	11.4	74.9
c) Goodwill and intangible asset impairment	386.8	-	-	-	-	-
d) Third party acquisition- and divestiture-related costs	12.9	0.1	(1.4)	0.1	(0.1)	(1.3)
e) Impact of business wind down	12.7	(2.1)	(1.8)	-	-	(3.9)
Non-GAAP Operating Income \$	2,873.1 \$	630.8 \$	687.5 \$	709.9 \$	637.0 \$	2,665.2
Reconciliation of GAAP to Non-GAAP Operating Margin						
GAAP Operating Margin	28.3%	28.8%	32.2%	31.5%	30.3%	30.8%
a) Amortization of acquisition-related intangible assets	1.0%	0.8%	0.6%	0.6%	0.7%	0.6%
b) Restructuring, asset impairments and other, net	0.2%	2.6%	0.1%	0.4%	0.6%	0.9%
c) Goodwill and intangible asset impairment	4.6%	0.0%	0.0%	0.0%	0.0%	0.0%
d) Third party acquisition and divestiture-related costs	0.2%	0.0%	-0.1%	0.0%	0.0%	0.0%
f) Impact of business wind down	0.2%	-0.1%	-0.1%	0.0%	0.0%	0.0%
Non-GAAP Operating Margin	34.5%	32.2%	32.8%	32.6%	31.6%	32.3%
LTM Free Cash Flow \$	1,628.1 \$	1,410.7 \$	1,168.2 \$	570.5 \$	401.9 \$	401.9
LTM Revenue	8,326.2	8,340.9	8,350.3	8,338.5	8,253.0	8,253.0
LTM Cash Flow Margin	19.6%	16.9%	14.0%	6.8%	4.9%	4.9%

Appendix: GAAP to Non-GAAP Reconciliation

\$ in Millions, except share count and EPS		FY2022	Q1'23	Q2'23	Q3'23	Q4'23		FY2023
Reconciliation of GAAP to Non-GAAP Net Income Attributable to ON								
Semiconductor Corporation:								
GAAP net income attributable to ON Semiconductor Corporation	\$	1,902.2	\$ 461.7	\$ 576.6	\$ 582.7	\$ 562.7	\$	2,183.7
a) Amortization of acquisition-related intangible assets		82.8	16.4	13.4	13.4	13.6		56.8
b) Restructuring, asset impairments and other, net		17.9	51.5	2.6	9.4	11.4		74.9
c) Goodwill and intangible asset impairment		386.8	-	-	-	-		-
d) Third party acquisition and divestiture-related costs		12.9	0.1	(1.4)	0.1	(0.1)		(1.3)
e) Loss on debt refinancing and prepayment		7.1	13.3	-	-	-		13.3
f) Actuarial gains (losses) on pension plans and other pension benefits		(22.0)	-	-	-	4.0		4.0
g) (Gain) loss on divestiture of a business		(67.0)	1.1	(0.5)	0.1	-		0.7
h) Adjustment of income taxes		14.3	(18.3)	(5.6)	2.7	(50.7)	•	(72.0)
i) Impact of business wind down		12.7	(2.1)	(1.8)	-	-		(3.9)
Non-GAAP Net Income Attributable to ON Semiconductor Corporation	\$	2,347.7	\$ 523.7	\$ 583.3	\$ 608.4	\$ 540.9	\$	2,256.2
Reconciliation of GAAP to Non-GAAP Diluted Shares Outstanding:								
GAAP diluted shares outstanding		448.2	448.5	448.7	450.7	439.5		446.8
Less: dilutive shares attributable to convertible notes		(7.0)	(9.4)	(10.0)	(11.4)	(5.6)		(9.1)
Non-GAAP Diluted Shares Outstanding		441.2	439.1	438.7	439.3	433.9		437.7
Non-GAAP Diluted Earnings Per Share:								
Non-GAAP net income for diluted earnings per share	\$	2,349.6	\$ 524.1	\$ 583.7	\$ 608.8	\$ 541.0	\$	2,257.5
Non-GAAP diluted shares outstanding		441.2	439.1	438.7	439.3	433.9		437.7
Non-GAAP Diluted Earnings Per Share	\$	5.33	\$ 1.19	\$ 1.33	\$ 1.39	\$ 1.25	\$	5.16



Notes & Sources

Sustainable Ecosystem '22-'27 TAM CAGRs (Slide 6)

- · onsemi estimates based on current market projections
- LMC Automotive: Global Hybrid & Electric Vehicle Forecast -Quarter 4, 2022
- Omdia: Power IC Market Tracker, Sep'22
- \$43B TAM for sustainable ecosystem for onsemi estimates based on current market projections and expected to grow at 16%. ('22-'27)
- Semiconductor TAM, excludes memory and expected to grow at ~4%

Enabling a Sustainable Ecosystem: Premium Business in Intelligent Power and Sensing (Slide 7)

- · onsemi estimates
- Omdia: 1Q23 -Semiconductor Device Data By Application Markets
- Omdia: Industrial Semiconductor Market Tracker –3Q22 Database, Jan'23
- Yole: Imaging for Automotive 2022
- Omdia: Power Semiconductors in Automotive Report –2022 Database, 5/26/22
- LMC Automotive: Global Hybrid & Electric Vehicle Forecast-Quarter 4, 2022
- Omdia: Power IC Market Tracker, Sep'22
- Yole: Silicon Carbide Forecast 2023
- Bank of America Research
- Yole: 2022-27 SiCmarket forecast of 33% CAGR
- TSR: Automotive Camera Market Analysis 2021-2022
- Yole: Status of CMOS Image Sensor Industry 2021 Report

onsemi's Path to net Zero (Slide 18)

- Scope 2 Emissions normalized by annual revenue (Metric Tons CO2e per \$ Million Revenue); 2022 GHG data has received limited assurance
- Total Water Withdrawal normalized by annual revenue (Megaliters per \$ Million Revenue)
- Total Waste Generation normalized by annual revenue (Metric Ton Waste per \$ Million Revenue)
- · Projected Energy Savings based on internal estimate





Intelligent Technology. Better Future.

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