

Media Inquiries: Deb Kline 908-953-6179 klined@avaya.com Investor Inquiries: John Nunziati 408-562-3780 jfnunziati@avaya.com

Avaya Reports Fourth Fiscal Quarter and Fiscal Year 2014 Financial Results

Fourth Quarter 2014:

- Revenue of \$1,126 million
- Operating Income of \$62 million, Non-GAAP Operating Income⁽¹⁾ of \$212 million
- Adjusted EBITDA⁽¹⁾ of \$253 million, 22.5% of revenue

Fiscal 2014:

- Revenue of \$4,371 million
- Operating Income of \$197 million, Non-GAAP Operating Income⁽¹⁾ of \$727 million
- Adjusted EBITDA⁽¹⁾ of \$898 million, 20.5% of revenue

Santa Clara, Calif. — Thursday, November 13, 2014 – Avaya reported financial results for the fourth fiscal quarter and full fiscal year ended September 30, 2014.

Total revenue for the fourth quarter was \$1,126 million, up \$72 million when compared to the prior quarter. On a year over year basis revenue was down \$43 million compared to the fourth quarter of fiscal 2013. For the fourth fiscal quarter, adjusted EBITDA⁽¹⁾ was \$253 million which compares to adjusted EBITDA of \$223 million for the prior quarter and \$291 million for the fourth quarter of fiscal 2013. GAAP operating income was \$62 million and non-GAAP operating income was \$212 million which compares to non-GAAP operating income of \$180 million for the prior quarter and \$240 million for the fourth quarter of fiscal 2013. Cash and cash equivalents totaled \$322 million as of September 30, 2014.

For fiscal 2014, Avaya reported revenue of \$4,371 million, down 4.5% compared to fiscal 2013 revenue of \$4,578 million. Non-GAAP operating income was \$727 million in fiscal 2014 compared to \$700 million in fiscal 2013. Fiscal 2014 adjusted EBITDA of \$898 million was down \$24 million compared to fiscal 2013.

"Avaya's fourth quarter results delivered a strong finish to the fiscal year. Revenue increased sequentially evidencing progress in our sales and marketing transformation. Solid bookings and backlog indicate a favorable demand environment for our products and services." said Kevin Kennedy, president and CEO. "As we move into fiscal 2015, Avaya continues to focus on accelerating our sales and marketing transformation, enhancing our product portfolio, and generating growth."

Fourth Fiscal Quarter Highlights

- Revenue of \$1,126 million increased \$72 million compared to the prior quarter and decreased \$43 million compared to the fourth quarter of fiscal 2013
- Product revenue of \$579 million increased by 13% compared to the prior quarter and decreased 6% compared to the fourth quarter of fiscal 2013. Product book-to-bill was greater than 1.0
- Avaya Global Services revenue of \$547 million increased 1% compared to the prior quarter and decreased 1% compared to the fourth quarter of fiscal 2013
- Gross margin was 58.2% compared to 57.6% for the prior quarter and 57.7% for the fourth quarter of fiscal 2013
- Non-GAAP gross margin was 59.7% compared to 59.2% for the prior quarter and 59.0% for the fourth quarter of fiscal 2013
- Fourth fiscal quarter 2014 non-GAAP gross margin was a record level for the company
- Operating income was \$62 million which compares to operating income of \$48 million for the prior quarter and operating income of \$109 million for the fourth quarter of fiscal 2013
- Non-GAAP operating income was \$212 million compared to non-GAAP operating income of \$180 million for the prior quarter and \$240 million for the fourth quarter of fiscal 2013
- Adjusted EBITDA was \$253 million or 22.5% of revenue compared to \$223 million or 21.2% of revenue for the prior quarter and \$291 million or 24.9% of revenue for the fourth quarter of fiscal 2013
- For the fourth fiscal quarter, percentage of revenue by geography was:
 - U.S. 52%

- EMEA 29%
- Asia-Pacific 10% Americas International 9%

Full Fiscal Year 2014 Highlights

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- Revenue of \$4,371 million decreased 4.5% compared to fiscal 2013
- Product revenue of \$2,196 million decreased 6% compared to fiscal 2013
- Avaya Global Services revenue of \$2,175 million decreased 3% compared to fiscal 2013
- Gross margin was 57.2% compared to 55.3% for fiscal 2013. Non-GAAP gross margin was 58.9% compared to 56.8% for fiscal 2013
- Operating income was \$197 million which compares to operating income of \$145 million for fiscal 2013. Non-GAAP Operating Income was \$727 million or 16.6% of revenue compared to \$700 million or 15.3% of revenue for fiscal 2013
- Adjusted EBITDA was \$898 million or 20.5% of revenue compared to \$922 million or 20.1% of revenue for fiscal 2013
- Full fiscal year 2014 Non-GAAP Gross Margin % and Adjusted EBITDA % were records for the company in any fiscal year

Conference Call and Webcast

Avaya will host a conference call to discuss these financial results and related Q&A at 2:00 p.m. PST on November 13, 2014. On the call will be Kevin Kennedy, president and CEO, and Dave

Vellequette, CFO. The call will be moderated by John Nunziati, senior director of investor relations.

To join the live webcast and view supplementary materials, listeners should access the investor page of Avaya's website (www.avaya.com/investors). Following the live webcast, a replay will be available at the same web address in the event archives.

To access the live webcast by phone, dial 800-862-9098 in the U.S. or Canada and 785-424-1051 for international callers, using the conference ID: AVQ414. Listeners should access the webcast or the call 10-15 minutes before the start time to ensure they are connected prior to the start time.

A replay of the conference call will be available beginning at 5:00 p.m. PST on November 13 through December 12, by dialing 800-753-0348 within the United States or 402-220-2672 outside the United States.

About Avaya

Avaya is a leading provider of solutions that enable customer and team engagement across multiple channels and devices for better customer experience, increased productivity and enhanced financial performance. Its world-class contact center and unified communications technologies and services are available in a wide variety of flexible on-premise and cloud deployment options that seamlessly integrate with non-Avaya applications. The Avaya Engagement Development Platform enables third parties to create and customize business applications for competitive advantage. Avaya's fabric-based networking solutions help simplify and accelerate the deployment of business critical applications and services. For more information please visit <u>www.avaya.com</u>.

Certain statements contained in this press release may be forward-looking statements. These statements may be identified by the use of forward-looking terminology such as "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "might," "plan," "potential," "predict," "should" or "will" or other similar terminology. We have based these forward-looking statements on our current expectations, assumptions, estimates and projections. While we believe these are reasonable, such forward looking statements involve known and unknown risks and uncertainties, many of which are beyond our control. These and other important factors may cause our actual results to differ materially from any future results expressed or implied by these forward-looking statements. For a list and description of such risks and uncertainties, please refer to Avaya's filings with the SEC that are available at <u>www.sec.gov</u>. Avaya disclaims any intention or obligation to update or revise any forward-looking statements.

¹ Refer to Supplemental Financial Information accompanying this press release for a reconciliation of GAAP to non-GAAP numbers and for reconciliation of adjusted EBITDA for the third quarter of fiscal 2014 see our Form 8-K filed with the SEC on August 5, 2014 at <u>www.sec.gov</u>.

Avaya Inc. Consolidated Statements of Operations (Unaudited; in millions)

(Unaudited; III IIII	nons)							
	1	Three mo Septen				1ded 30,		
		2014	2	2013		2014		2013
REVENUE								
Products	\$	579	\$	617	\$	2,196	\$	2,337
Services		547		552		2,175		2,241
		1,126		1,169		4,371		4,578
COSTS								
Products:								
Costs (exclusive of amortization of acquired technology intangible assets)		221		232		854		963
Amortization of acquired technology intangible assets		14		14		56		63
Services		236		249		962		1,022
GROSS PROFIT		471		495 674		1,872		2,048
GROSS PROFIL		655		0/4		2,499		2,530
OPERATING EXPENSES								
Selling, general and administrative		376		372		1,531		1,511
Research and development		90		102		379		445
Amortization of acquired intangible assets		56		56		227		228
Restructuring charges, net		71		35		165		200
Acquisition-related costs		-		-		-		1
		593		565		2,302		2,385
OPERATING INCOME		62		109		197		145
Interest expense		(112)		(121)		(459)		(467)
Loss on extinguishment of debt		-		-		(5)		(6)
Other income (expense), net		33		(5)		25		(14)
LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES		(17)		(17)		(242)		(342)
(Provision for) benefit from income taxes of continuing operations		(32)		29		(51)		35
(LOSS) INCOME FROM CONTINUING OPERATIONS		(49)		12		(293)		(307)
Income (loss) from discontinued operations, net of income taxes		30		11		62		(57)
NET (LOSS) INCOME	\$	(19)	\$	23	\$	(231)	\$	(364)

Avaya Inc. Consolidated Balance Sheets (Unaudited; in millions)

	-	ember 30, 2014	September 30, 2013		
ASSETS					
Current assets:					
Cash and cash equivalents	\$	322	\$	288	
Accounts receivable, net		745		702	
Inventory		197		245	
Deferred income taxes, net		24		52	
Other current assets		224		241	
Assets of discontinued operations		-		59	
TOTAL CURRENT ASSETS		1,512		1,587	
Property, plant and equipment, net		281		334	
Deferred income taxes, net		52		34	
Intangible assets, net		1,224		1,497	
Goodwill		4,047		4,048	
Other assets		141		172	
TOTAL ASSETS	\$	7,257	\$	7,672	
LIABILITIES					
Current liabilities:					
Debt maturing within one year	\$	32	\$	35	
Accounts payable		416		401	
Payroll and benefit obligations		228		251	
Deferred revenue		668		671	
Business restructuring reserve, current portion		86		92	
Other current liabilities		254		256	
Liabilities of discontinued operations		-		19	
TOTAL CURRENT LIABILITIES		1,684		1,725	
Long-term debt		5,991		6,051	
Pension obligations		1,535		1,510	
Other postretirement obligations		273		290	
Deferred income taxes, net		249		237	
Business restructuring reserve, non-current portion		119		78	
Other liabilities		475		450	
TOTAL NON-CURRENT LIABILITIES		8,642		8,616	
Commitments and contingencies					
STOCKHOLDER'S DEFICIENCY					
Common stock		-		-	
Additional paid-in capital		2,962		2,937	
Accumulated deficit		(4,831)		(4,600)	
Accumulated other comprehensive loss		(1,200)		(1,006)	
TOTAL STOCKHOLDER'S DEFICIENCY		(3,069)		(2,669)	
TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIENCY	\$	7,257	\$	7,672	

Avaya Inc. Condensed Statements of Cash Flows (Unaudited; in millions)

	Fiscal year ended September 30,						
		2014	2	2013			
Net cash (used for) provided by:							
Net loss	\$	(231)	\$	(364)			
Income (loss) from discontinued operations, net of income taxes		62		(57)			
Loss from continuing operations		(293)		(307)			
Adjustments to loss from continuing operations for non-cash items		467		381			
Changes in operating assets and liabilities		(138)		57			
Continuing operating activities		36		131			
Discontinued operating activities		4		20			
Operating activities		40		151			
Continuing investing activities		(33)		(113)			
Discontinued investing activities		101		-			
Investing activities		68		(113)			
Financing activities		(60)		(79)			
Effect of exchange rate changes on cash and cash equivalents		(14)		(8)			
Net increase (decrease) in cash and cash equivalents		34		(49)			
Cash and cash equivalents at beginning of period		288		337			
Cash and cash equivalents at end of period	\$	322	\$	288			

Avaya Inc. Supplemental Schedules of Revenue (Unaudited; in millions)

Thre	e Months En	nded	Three Months Ended September 30,							
Dec. 31,	Mar. 31,	June 30,		Reve	enues	Mi	X	Chan	ge	
2013	2014	2014		2014	2013	2014	2013	Amount	Pct.	
			<u>Revenue by Segment</u>							
\$ 507	\$ 476	\$ 450	GCS	\$ 520	\$ 553	46%	47%	\$ (33)	-6%	
67	56	61	Networking	59	64	5%	6%	(5)	-8%	
574	532	511	Total ECS product revenue	579	617	51%	53%	(38)	-6%	
557	528	543	AGS	547	552	49%	47%	(5)	-1%	
\$ 1,131	\$ 1,060	\$ 1,054	Total revenue	\$ 1,126	\$ 1,169	100%	100%	\$ (43)	-4%	
\$ 604	\$ 532	\$ 543	<u>Revenue by Geography</u> U.S.	\$ 588	\$ 628	52%	54%	\$ (40)	-6%	
<u> </u>	<u> </u>	<u> </u>	International:	<u> </u>	<u> </u>			<u> </u>	0,0	
303	313	297	EMEA	321	313	29%	27%	8	3%	
114	112	108	APAC - Asia Pacific	111	113	10%	9%	(2)	-2%	
			Americas International - Canada							
110	103	106	and Latin America	106	115	9%	10%	(9)	-8%	
527	528	511	Total International	538	541	48%	46%	(3)	-1%	
\$ 1,131	\$ 1,060	\$ 1,054	Total revenue	\$ 1,126	\$ 1,169	100%	100%	\$ (43)	-4%	

Use of non-GAAP (Adjusted) Financial Measures

The information furnished in this release includes non-GAAP financial measures that differ from measures calculated in accordance with generally accepted accounting principles in the United States (GAAP), including adjusted EBITDA, non-GAAP gross margin as a percentage of revenue, and non-GAAP operating income.

EBITDA is defined as net income (loss) before income taxes, interest expense, interest income and depreciation and amortization and excludes the results of discontinued operations for all periods presented. Adjusted EBITDA is EBITDA further adjusted to exclude certain charges and other adjustments permitted in calculating covenant compliance under our debt agreements as further described in our SEC filings.

We believe that including supplementary information concerning Adjusted EBITDA is appropriate to provide additional information to investors to demonstrate compliance with our debt agreements and because it serves as a basis for determining management compensation. In addition, we believe Adjusted EBITDA provides more comparability between our historical results and results that reflect purchase accounting and our current capital structure. Accordingly, Adjusted EBITDA measures our financial performance based on operational factors that management can impact in the short-term, namely the Company's pricing strategies, volume, costs and expenses of the organization.

Adjusted EBITDA has limitations as an analytical tool. Adjusted EBITDA does not represent net income (loss) or cash flow from operations as those terms are defined by GAAP and does not necessarily indicate whether cash flows will be sufficient to fund cash needs. While adjusted EBITDA and similar measures are frequently used as measures of operations and the ability to meet debt service requirements, these terms are not necessarily comparable to other similarly titled captions of other companies due to the potential inconsistencies in the method of calculation. Adjusted EBITDA does not reflect the impact of earnings or charges resulting from matters that we consider not to be indicative of our ongoing operations. In particular, based on our debt agreements the definition of Adjusted EBITDA allows us to add back certain non-cash charges that are deducted in calculating net income (loss). Our debt agreements also allow us to add back restructuring charges, certain fees payable to our private equity sponsors and other specific cash costs and expenses as defined in the agreements and that portion of our pension costs, other post-employment benefits costs, and non-retirement post-employment benefits costs representing the amortization of pension service costs and actuarial gain or loss associated with these employment benefits. However, these are expenses that may recur, may vary and are difficult to predict. Further, our debt agreements require that Adjusted EBITDA be calculated for the most recent four fiscal quarters. As a result, the measure can be disproportionately affected by a particularly strong or weak guarter. Further, it may not be comparable to the measure for any subsequent four-quarter period or any complete fiscal year.

Non-GAAP gross margin excludes the amortization of acquired technology intangible assets, share based compensation, impairment of long lived assets and purchase accounting adjustments. We have included non-GAAP gross margin because we believe it provides additional useful information to investors regarding our operations by excluding those charges that management does not believe are reflective of the Company's ongoing operating results when assessing the performance of the business.

Non-GAAP operating income excludes the amortization of technology intangible assets, restructuring and impairment charges, acquisition and integration related costs, share based compensation, impairment of long lived assets and purchase accounting adjustments. We have included non-GAAP operating income because we believe it provides additional useful information to investors regarding our operations by excluding those charges that management does not

believe are reflective of the company's ongoing operating results when assessing the performance of the business.

These non-GAAP measures are not based on any comprehensive set of accounting rules or principles and have limitations as analytical tools in that they do not reflect all of the amounts associated with Avaya's results of operations as determined in accordance with GAAP. As such, these measures should only be used to evaluate Avaya's results of operations in conjunction with the corresponding GAAP measures.

The following tables reconcile GAAP measures to non-GAAP measures:

Avaya Inc. Supplemental Schedule of Non-GAAP Adjusted EBITDA (Unaudited; in millions)

]	Three mon Septem			Fiscal year ended September 30,				
		2014	2	013	2014		-	2013	
(Loss) income from continuing operations		(49)	\$	12	\$	(293)	\$	(307)	
Interest expense		112		121		459		467	
Interest income		(1)		-		(2)		(2)	
Provision for (benefit from) income taxes		32		(29)		51		(35)	
Depreciation and amortization		98		123		434		455	
EBITDA		192		227		649		578	
Impact of purchase accounting adjustments		-		-		-		1	
Restructuring charges, net		71		35		165		200	
Sponsors' fees		1		2		7		7	
Acquisition-related costs		-		-		-		1	
Integration-related costs		2		3		7		15	
Divestiture-related costs		-		-		2		-	
Loss on extinguishment of debt		-		-		5		6	
Third-party fees expensed in connection with the debt modification		-		-		2		18	
Non-cash share-based compensation		5		4		25		11	
Gain on sale of investments and long-lived assets, net		-		-		-		(1)	
Gain on sale of TBU business		(14)		-		(14)		-	
Change in certain tax indemnifications		(1)		-		4		-	
Impairment of long-lived assets		-		-		-		1	
Venezuela hyperinflationary and devaluation charges		-		-		2		1	
Resolution of certain legal matters		-		-		8		10	
(Gain) loss on foreign currency transactions		(17)		5		(18)		(5)	
Pension/OPEB/nonretirement postemployment benefits and long-									
term disability costs		13		15		51		79	
Other		1		-		3		-	
Adjusted EBITDA	\$	253	\$	291	\$	898	\$	922	

Avaya Inc. Supplemental Schedules of Non-GAAP Reconciliations (Unaudited; in millions)

		Fiscal ye	ar ended							
	Dec. 31,	Mar. 31,	June 30,	Sept. 30,	Dec. 31,	Mar. 31,	June 30,	Sept. 30,	Septem	
	2012	2013	2013	2013	2013	2014	2014	2014	2014	2013
Reconciliation of Non-GAAP Gross Profit										
and Non-GAAP Gross Margin										
Gross Profit - Adjusted for discontinued operations	\$ 659	\$ 579	\$ 618	\$ 674	\$ 640	\$ 597	\$ 607	\$ 655	\$ 2,499	\$ 2,530
Gross Margin - Adjusted for discontinued operations	54.6%	53.3%	55.4%	57.7%	56.6%	56.3%	57.6%	58.2%	57.2%	55.3%
Items excluded:										
Amortization of acquired technology intangible assets	22	14	13	14	14	14	14	14	56	63
Impairment of capitalized software development costs	-	-	1		-	-	-	-	-	1
Share-based compensation	1	-	2	2	3	4	3	3	13	5
Incremental accelerated depreciation associated with vacating a facility	-	-	-	-	-	6	-	-	6	-
Purchase accounting adjustments to revenue	-	-	1	-	-	-	-	-		1
Non-GAAP Gross Profit - Adjusted for discontinued operations	\$ 682	\$ 593	\$ 635	\$ 690	\$ 657	\$ 621	\$ 624	\$ 672	\$ 2,574	\$ 2,600
Non-GAAP Gross Margin - Adjusted for discontinued operations	56.5%	54.6%	56.8%	59.0%	58.1%	58.6%	59.2%	59.7%	58.9%	56.8%
Reconciliation of Non-GAAP Operating Income										
Operating Income - Adjusted for discontinued operations	\$ 18	\$ 12	\$6	\$ 109	\$ 87	\$ -	\$ 48	\$ 62	\$ 197	\$ 145
Percentage of Revenue	1%	1%	0.5%	9.3%	7.7%	0.0%	4.6%	5.5%	4.5%	3.2%
Items excluded:										
Amortization of acquired intangible assets	80	71	70	70	72	71	70	70	283	291
Restructuring and impairment charges, net	84	18	63	35	7	42	45	71	165	200
Integration-related costs	5	6	5	4	3	2	1	3	9	20
Divestiture-related costs			-	-	-	-	2	-	2	-
Share-based compensation	2	1	4	4	6	8	6	5	25	11
Impairment of capitalized software development costs	-	-	1	-	-	-	-	-	-	1
Incremental accelerated depreciation associated with vacating certain facilities	-	-	3	18	16	19	-	-	35	21
Resolution of certain legal matters	-	-	10	-	-	-	8	-	8	10
Purchase accounting adjustments to revenue	-	-	1	-	-	-	-	-	-	1
Other	-	-	-	-	2	-	-	1	3	-
Non-GAAP Operating Income - Adjusted for discontinued operations	\$ 189	\$ 108	\$ 163	\$ 240	\$ 193	\$ 142	\$ 180	\$ 212	\$ 727	\$ 700
Non-GAAP Operating Margin - Adjusted for discontinued operations	15.7%	9.9%	14.6%	20.5%	17.1%	13.4%	17.1%	18.8%	16.6%	15.3%

Avaya Inc. Supplemental Schedules of Non-GAAP Reconciliation of Gross Profit and Gross Margin by Portfolio (Unaudited; in millions)

	Three Months Ended										r end	nded	
	Dec. 31,	Mar. 31,	June 30,	Sept. 30,	Dec. 31,	. 31, Mar. 31, June 30		Sept. 30,		Septem			
	2012	2013	2013	2013	2013	2014	2014	2014		2014	2	013	
Reconciliation of Non-GAAP Gross Profit													
and Non-GAAP Gross Margin - Products													
Revenue	\$ 631	\$ 529	\$ 560	\$ 617	\$ 574	\$ 532	\$ 511	\$ 579	\$	2,196	\$	2,337	
Costs (exclusive of amortization of acquired technology intangible assets)	261	236	234	232	228	206	199	221		854		963	
Amortization of acquired technology intangible assets	22	14	13	14	14	14	14	14		56		63	
GAAP Gross Profit	348	279	313	371	332	312	298	344		1.286		1.311	
GAAP Gross Margin	55.2%	52.7%	55.9%	60.1%	57.8%	58.6%	58.3%	59.4%		58.6%		56.1%	
Items excluded:													
Amortization of acquired technology intangible assets	22	14	13	14	14	14	14	14		56		63	
Impairment of capitalized software development costs	-	-	1	-	-	-	-	-		-		1	
Incremental accelerated depreciation associated with vacating a facility	-	-	-	-	-	3	-	-		3		-	
Purchase accounting adjustments to revenue	-	-	1	-	-	-	-	-		-		1	
Non-GAAP Gross Profit	\$ 370	\$ 293	\$ 328	\$ 385	\$ 346	\$ 329	\$ 312	\$ 358	\$	1,345	\$	1,376	
Non-GAAP Gross Margin	58.6%	55.4%	58.5%	62.4%	60.3%	61.8%	61.1%	61.8%		61.2%		58.9%	
Reconciliation of Non-GAAP Gross Profit													
and Non-GAAP Gross Margin - Services													
Revenue	\$ 576	\$ 557	\$ 556	\$ 552	\$ 557	\$ 528	\$ 543	\$ 547	\$	2,175	\$	2,241	
Costs	265	257	251	249	249	243	234	236		962		1,022	
GAAP Gross Profit	311	300	305	303	308	285	309	311	_	1,213		1,219	
GAAP Gross Margin	54.0%	53.9%	54.9%	54.9%	55.3%	54.0%	56.9%	56.9%		55.8%		54.4%	
Items excluded:													
Share-based compensation	1	-	2	2	3	4	3	3		13		5	
Incremental accelerated depreciation associated with vacating a facility		-	-	-	-	3		-		3		-	
Non-GAAP Gross Profit	\$ 312	\$ 300	\$ 307	\$ 305	\$ 311	\$ 292	\$ 312	\$ 314	\$	1,229	\$	1,224	
Non-GAAP Gross Margin	54.2%	53.9%	55.2%	55.3%	55.8%	55.3%	57.5%	57.4%		56.5%		54.6%	