FINANCIALS AND METRICS

Q3 2019

NOTES ON FORWARD-LOOKING STATEMENTS

Comments in this presentation other than statements of historical fact may constitute forward-looking statements. Words such as “believe,” “estimate,” “will be,” “will,” “would,” “expect,” “anticipate,” “plan,” “project,” “intend,” “could,” “should” or other similar words or expressions often identify forward-looking statements. Such statements are based on current expectations only, and are subject to certain risks, uncertainties and assumptions, many of which are beyond our control. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results, performance or achievements may vary materially from those anticipated, estimated or projected. Factors that could cause actual results to materially differ are described in our filings with the U.S. Securities and Exchange Commission, including our annual reports on Form 10-K and quarterly reports on Form 10-Q, specifically in the sections titled “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Risk Factors .” The Company undertakes no obligation to update any forward-looking statements.

NON-GAAP FINANCIAL MEASURES

Management uses measures which are not recognized in accordance with U.S. generally accepted accounting principles (“GAAP”) to evaluate its business, and may refer to such measures in this presentation. These measures are considered “non-GAAP financial measures” under the U.S. Securities and Exchange Commission rules. These non-GAAP financial measures are intended to supplement our GAAP measures of performance and liquidity. These non-GAAP measures may include: adjusted net earnings, adjusted gross margin, adjusted operating margin, adjusted earnings per share, free cash, cash available to enhance stockholder value, EBITDA, Adjusted EBITDA, EBITDA margin, breakeven point, contribution margin, and various measures and metrics “excluding VPG”.

“Adjusted net earnings” is net earnings (loss) determined in accordance with GAAP, adjusted for various items that Management believes are not indicative of the intrinsic operating performance of the Company, such as restructuring and severance costs, asset write-downs, impairment of goodwill, and other significant charges or credits that are important to understanding our intrinsic operations. The measurement is used by Management to evaluate our performance, and also is a key performance metric for executive compensation. Reconciling items to arrive at adjusted net earnings are more fully described in the Company’s annual report on Form 10-K and its quarterly reports on Forms 10-Q.

“Adjusted gross margin” is gross margin determined in accordance with GAAP (net revenue less costs of products sold and certain other period costs), adjusted to exclude items that Management believes are not indicative of the intrinsic operating performance of the Company, such as losses on purchase commitments and unusual inventory write-downs. It may be expressed in dollars or as a percentage of net revenue. The measurement is used by Management to evaluate the performance of our business segments, as well as the business as a whole. Reconciling items to arrive at adjusted gross margin are also considered in the calculation of adjusted operating margin and adjusted net earnings. Such reconciling items are more fully described in the Company’s annual report on Form 10-K and its quarterly reports on Forms 10-Q.

“Adjusted operating margin” is operating income determined in accordance with GAAP, adjusted for items that Management believes are not indicative of the intrinsic operating performance of the Company. It may be expressed in dollars or as a percentage of net revenue. The measurement is used by Management to evaluate our performance. Reconciling items to arrive at adjusted gross margin are also considered in the calculation of adjusted operating margin; and reconciling items to arrive at adjusted operating margin are also considered in the calculation of adjusted net earnings. Such reconciling items are more fully described in the Company’s annual report on Form 10-K and its quarterly reports on Forms 10-Q.

“Adjusted earnings per share” is “adjusted net earnings” divided by the weighted average diluted shares outstanding for a period, adjusted for the effect of reconciling items, if applicable, on the diluted weighted average shares outstanding. For example, some potential common shares which are anti-dilutive to the computation of GAAP earnings per share may be dilutive after considering reconciling items.

“Free cash” is cash generated from operations in excess of our capital expenditure needs and net of proceeds from the sale of assets. Management uses this measure to evaluate our ability to fund acquisitions, repay debt, and otherwise enhance stockholder value through stock buy-backs or dividends.

“Cash available to enhance stockholder value” is “free cash” less cash paid for acquisitions (including acquisition-related restructuring) and less debt principal payments. While internal growth and targeted acquisitions also enhance stockholder value through the generation of “free cash”, Management uses this measure to evaluate our ability to fund further enhancements to stockholder value, such as stock buy-backs or dividends.

“EBITDA” is earnings before interest income and expense, provision for income taxes, depreciation expense, and amortization expense. Management believes that EBITDA provides additional information with respect to a company’s performance and ability to meet its future capital expenditures and working capital requirements, particularly when evaluating acquisition targets.

“Adjusted EBITDA” is EBITDA adjusted for relevant reconciling items used to calculate adjusted net earnings (described above). Adjusted EBITDA is substantially similar to, but not identical to, a measure used in the calculation of financial ratios required for covenant compliance under Vishay’s revolving credit facility.

“EBITDA Margin” is “adjusted EBITDA” divided by net revenues.

“Breakeven point” represents the quantity of output where total revenues and total operating costs are equal (in other words, where the operating income is zero). Management uses this measurement in evaluating our cost structure.

“Contribution margin,” sometimes referred to as “variable margin,” is calculated as net revenue less costs that vary with respect to quantity produced (or another output-related driver). It may be expressed in dollars or as a percentage of net revenue. Management uses this measure to determine the amount of profit to be expected for any increase in revenues in excess of the break-even point.

Measurements “excluding VPG” reflect the historical businesses which are still part of Vishay today. The Company spun-off VPG on July 6, 2010. While VPG does not qualify as a “discontinued operation” under GAAP, Management believes that certain evaluations “excluding VPG” are meaningful, particularly when evaluating growth and other performance metrics. Historical VPG data is reported as a separate operating segment in Vishay’s annual report on Form 10-K and its quarterly reports on Forms 10-Q during the periods it was included in Vishay’s consolidated financial statements: This discrete data is the basis to calculate any measurements “excluding VPG”. These measures do not have uniform definitions and accordingly, these measures, as calculated by Vishay, may not be comparable to similarly titled measures used by other companies. Such measures should not be viewed as alternatives to GAAP measures of performance or liquidity. However, Management believes such measures are meaningful to an evaluation of our business, as described above.

VISHAY

HIGHLIGHTS Q3 2019

- Revenues Q3: $628.3 million.
- Gross margin Q3: 23.9%.
- Operating margin Q3: 8.1%; adjusted operating margin: 9.3%.
- EPS Q3: $0.21; adjusted EPS: $0.26.
- Free Cash[1] TTM Q3 of $205 million.
- Guidance Q4: Revenues $580 to $620 million and gross margins of 23% - 24%, based on Q3 x-rates.

- Distribution:
  - Inventory turns worldwide of 2.4.
  - Inventories decreased by $36 million quarter over quarter.

1) CASH FLOWS FROM OPERATIONS LESS CAPITAL EXPENDITURES PLUS PROCEEDS FROM SALE OF PROPERTY AND EQUIPMENT

VISHAY

QUARTERLY FINANCIAL RESULTS

in millions, except per share amounts	Q3 2019	Q2 2019	Q3 2018
Net revenues	$628	$685	$781
Gross profit	$150	$175	$236
	23.9%	*25.5%*	*30.3%*
Operating income (loss)	$51	$79	$138
	8.1%	*11.6%*	*17.7%*
Net earnings (loss) attributable to Vishay stockholders	$30	$44	$78
Weighted average shares outstanding for EPS	145	145	153
EPS	$0.21	$0.31	$0.51
EBITDA	$91	$118	$175
	14.5%	*17.2%*	*22.4%*

ADJUSTED QUARTERLY FINANCIAL RESULTS

in millions, except per share amounts	Q3 2019	Q2 2019	Q3 2018
Net revenues	$628	$685	$781
Gross profit	$150	$175	$236
	23.9%	*25.5%*	*30.3%*
Operating income (loss)	$58	$79	$138
	9.3%	*11.6%*	*17.7%*
Net earnings (loss) attributable to Vishay stockholders	$38	$52	$92
Weighted average shares outstanding for EPS	145	145	153
EPS	$0.26	$0.36	$0.60
EBITDA	$99	$118	$175
	15.7%	*17.2%*	*22.4%*

RECONCILIATION OF GAAP TO ADJUSTED

in millions	Q3 2019	Q2 2019	Q3 2018
GAAP NET EARNINGS attributable to Vishay stockholders	$30	$44	$78
Reconciling items affecting operating income			
Restructuring and severance costs	$7	-	-
Reconciling items affecting tax expense (benefit)			
Effects of tax-basis foreign exchange gain	-	$8	-
Enactment of TCJA	-	-	$13
Effects of cash repatriation program	$3	($0)	$1
Tax effects of pre-tax items above	($2)	-	-
ADJUSTED NET EARNINGS attributable to Vishay stockholders	$38	$52	$92

VISHAY

LONG TERM DEBT

as of Sep 28, 2019

in millions	Outstanding Debt	Comments	Interest
Long term incl. current portion	**$496**		
Revolving Debt up to $750 million	-	Available through June 5, 2024	LIBOR plus 1.50%
Convertible Debt Instruments, due 2025, 2040 and 2041	**$514**	**$621 million principal amount**; debt discount of $107 million amortized to income statement as additional non-cash interest **$600 million due 2025** **$21 million due 2040 and 2041**	**Cash coupon 2.25% of principal or $14 million annually** **GAAP interest expense, incl. amort. of discount, $30 million annually**
Deferred financing costs	**($18)**		

VISHAY

BOOK-TO-BILL DETAIL

	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018
Book-to-bill Vishay	0.72	0.69	0.79	0.94	0.95
Book-to-bill distribution	0.55	0.55	0.54	0.90	0.80
Book-to-bill OEMs	0.90	0.86	1.10	0.98	1.15
Book-to-bill semiconductors	0.60	0.56	0.74	0.91	0.87
Book-to-bill passive components	0.83	0.81	0.84	0.96	1.02
Book-to-bill Americas	0.76	0.72	0.75	0.76	1.06
Book-to-bill Asia	0.64	0.57	0.73	0.90	0.69
Book-to-bill Europe	0.78	0.79	0.89	1.11	1.16

VISHAY

OPERATIONAL METRICS

	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018
Change in ASP vs. prior year total Vishay	(1.9)	(0.6)	0.8	1.4	0.5
Change in ASP vs. prior year semis	(4.3)	(1.9)	0.7	1.4	0.7
Change in ASP vs. prior year passives	0.5	0.6	0.9	1.4	0.2
FX effect on revenues vs. previous quarter	($2)	($3)	($1)	($5)	($7)
Backlog at quarter end	$935	$1,127	$1,332	$1,497	$1,560
Backlog in months	4.5	4.9	5.4	5.8	6.0

SHARECOUNT FOR EPS CALCULATION

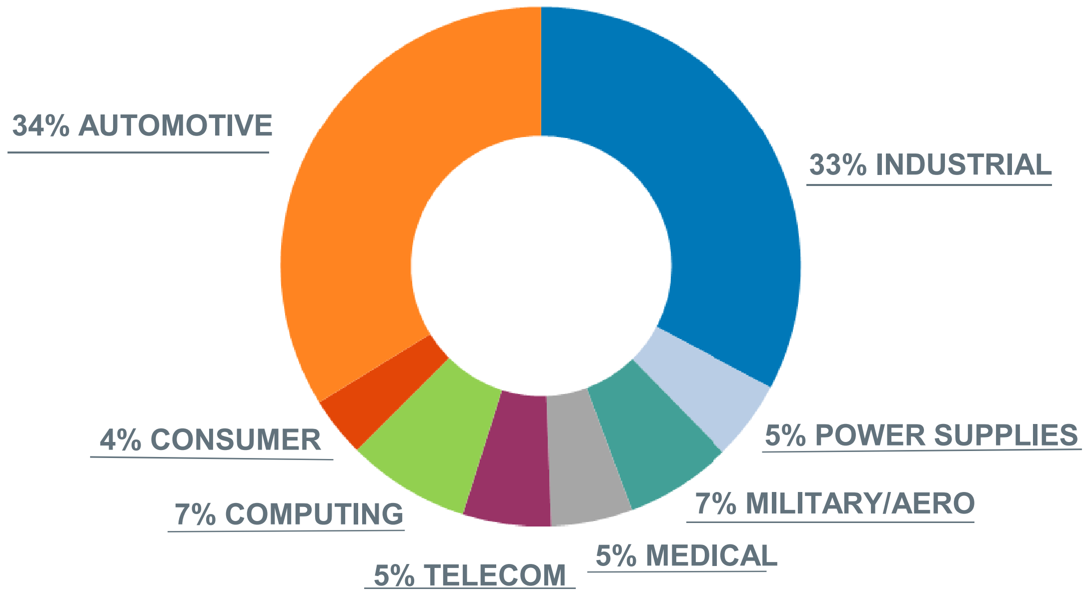
	in million
Total shares outstanding	145
Related to RSUs etc.	< 1

Average Stock Price	Projected Diluted Shares
<$26.00	145
$26.00 - $32.00	146
$33.00	147
$34.00	147
$35.00	148

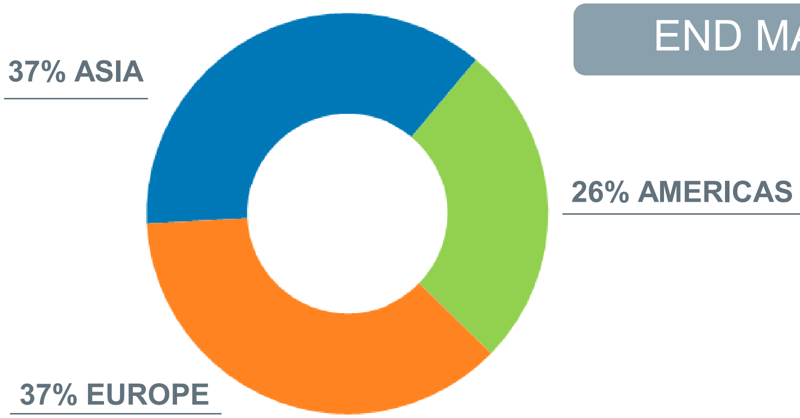
The table above summarizes the approximate number of shares for diluted EPS calculation.

See Item 7.01 of current report on Form 8-K filed with the Securities and Exchange Commission on October 29, 2019 for additional important information about the parameters which impact the computation of shares expected to be used in the diluted EPS computation.

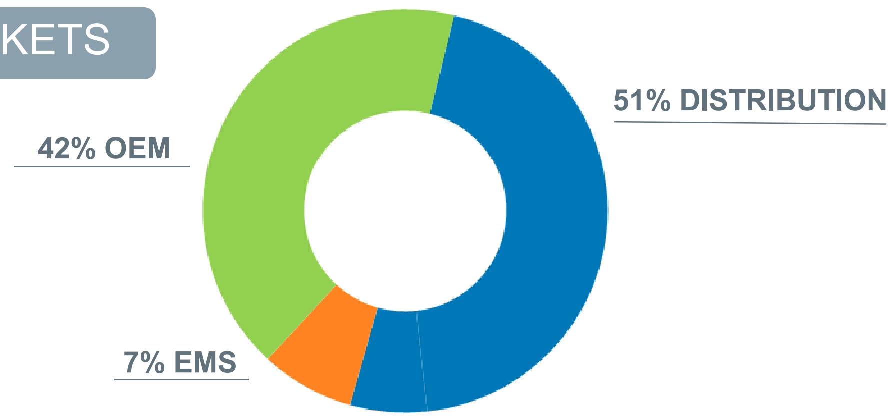
SALES SPLIT Q3 2019



END MARKETS



GEOGRAPHY



SALES CHANNELS

CASH REPATRIATION AND RELATED FOREIGN TAX

- As a result of US Tax Reform, initiated Vishay plan to repatriate approximately $1.2 billion of cash with foreign withholding and other taxes of approximately $232 million[1]
- Substantially all amounts have been allocated or utilized
  - Pay down outstanding balance on revolving credit facility
  - Repurchase of convertible debentures
  - Settlement of intercompany debts
  - Funding of certain capital expansion projects
  - Payment of US transition tax.
- Payment of related foreign taxes impacts cash flow from operations

[1] as of the date of enactment of law; amount is adjusted each period for foreign currency and other factors

VISHAY

CASH REPATRIATION - SUMMARY

in million	Gross amount repatriated[1]	Foreign withholding & other taxes[1]	Net cash to US[1]
	$1,231	**$220**	**$1,011**
Q3 2019	$133	$18	$115
Q2 2019	$94	$20	$74
YEAR 2018	$881	$157	$724
Future date TBD	$123	$25	$98

1) All future amounts stated are approximations, subject to exchange rate changes and other factors.

No further repatriation expected in 2019

COST REDUCTION PROGRAMS

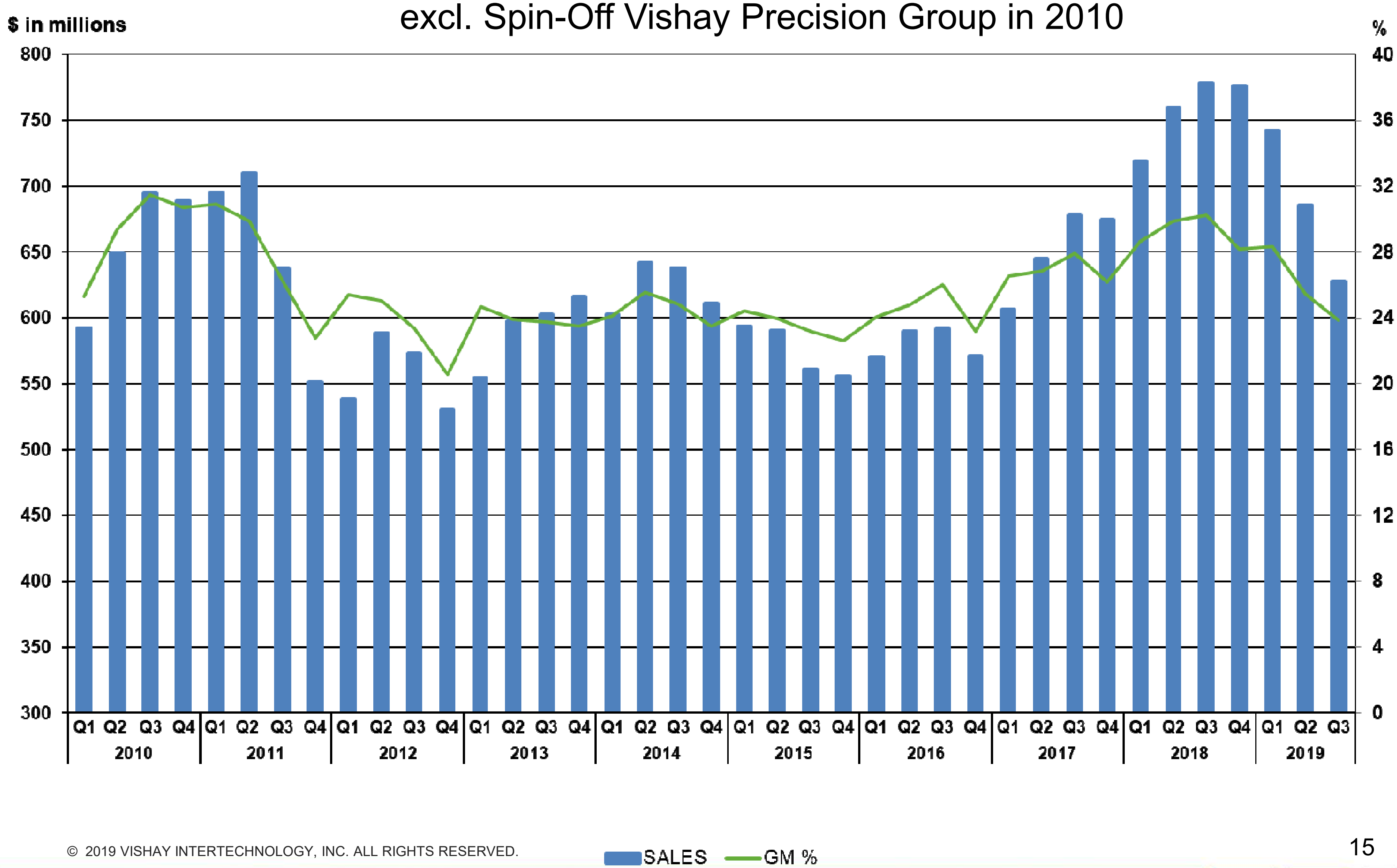
- Announced in July global cost reduction and management rejuvenation programs.
- Cost savings of $15 million annually in manufacturing fixed costs and SG&A.
- Fully implemented by end of 2020.

  No substantial savings expected for 2019.
- Cash cost of $25 million.

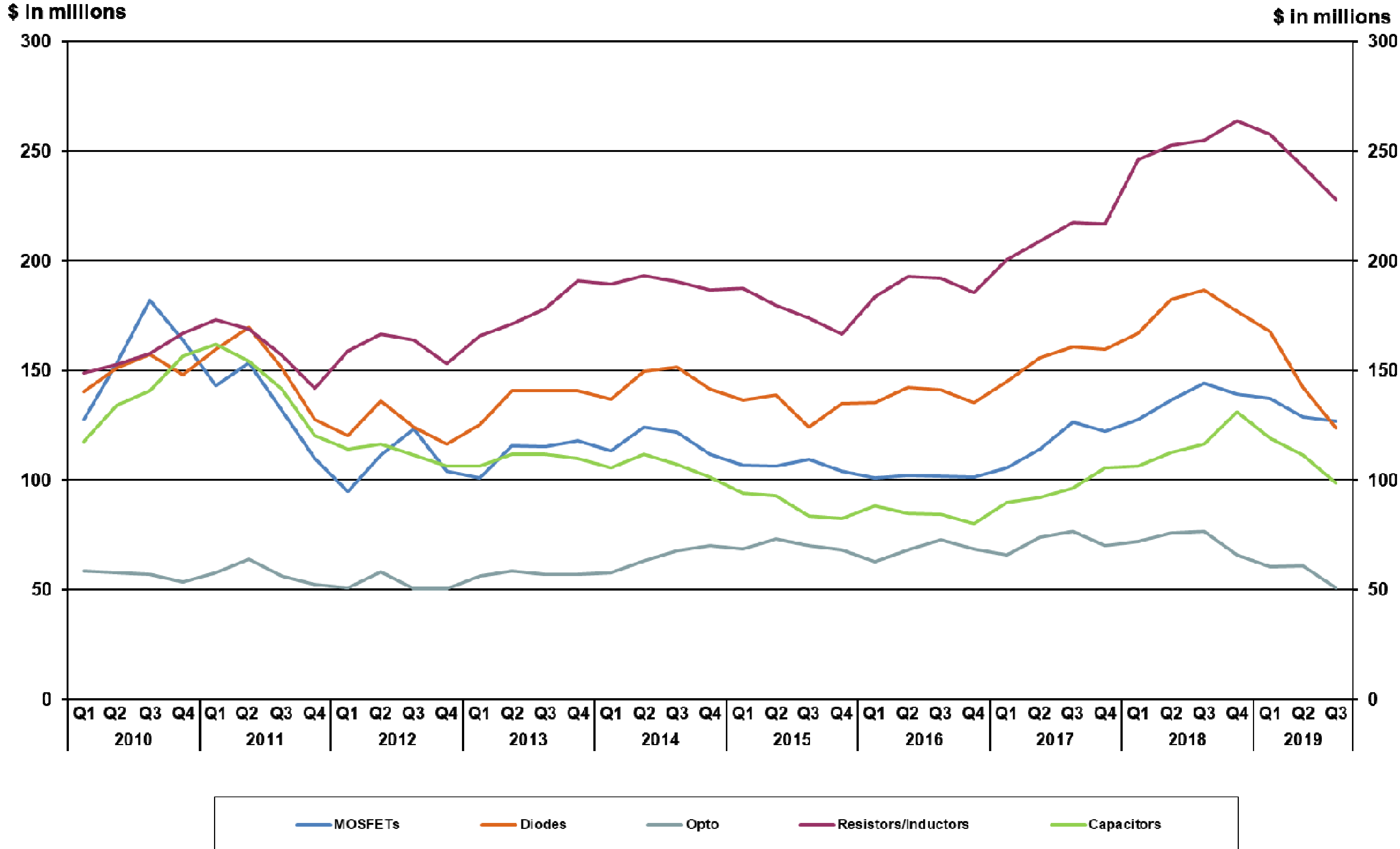
  Recorded restructuring charges of $7.3 million for Q3.

VISHAY REVENUES AND GROSS MARGIN % QUARTERLY

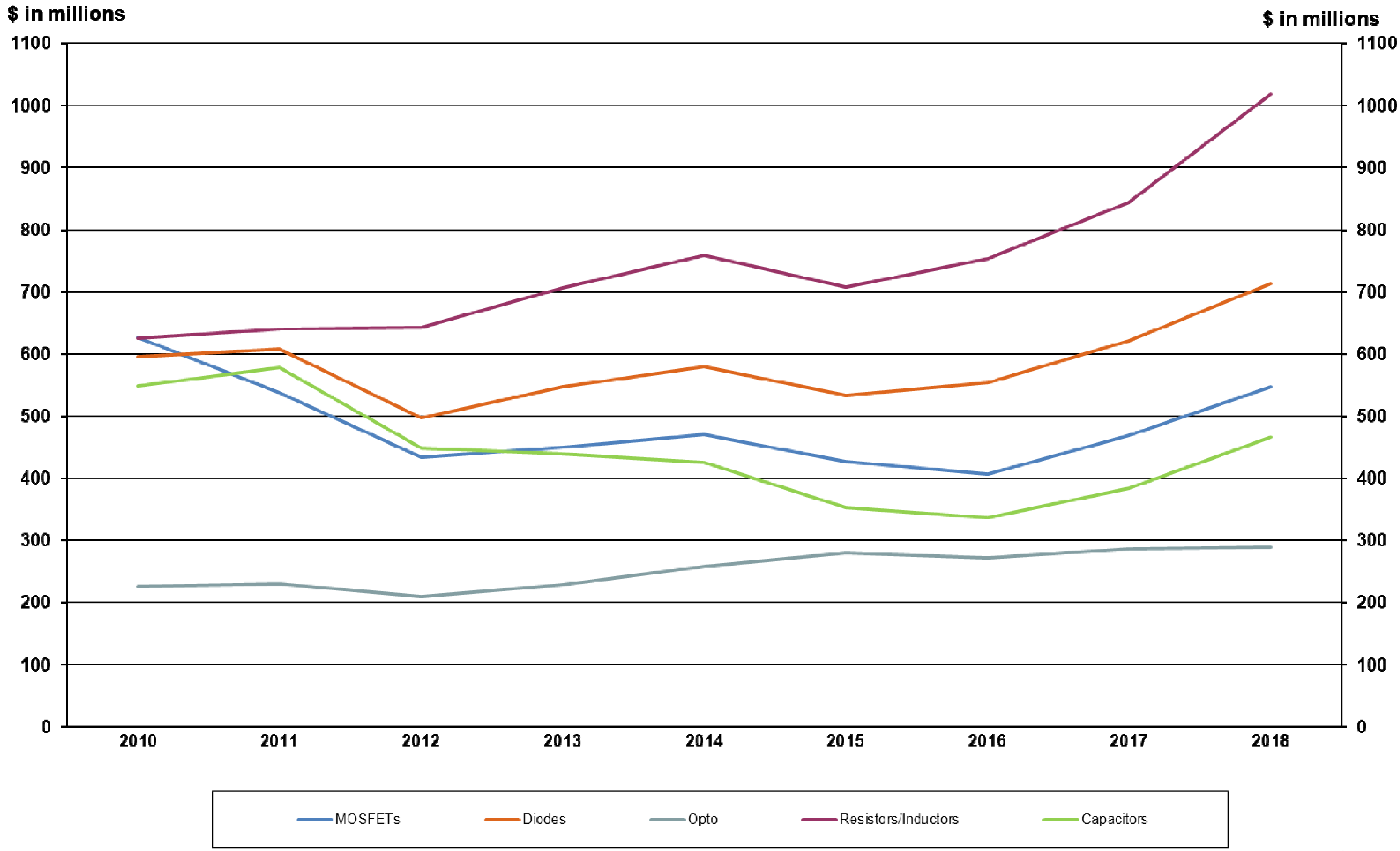
excl. Spin-Off Vishay Precision Group in 2010



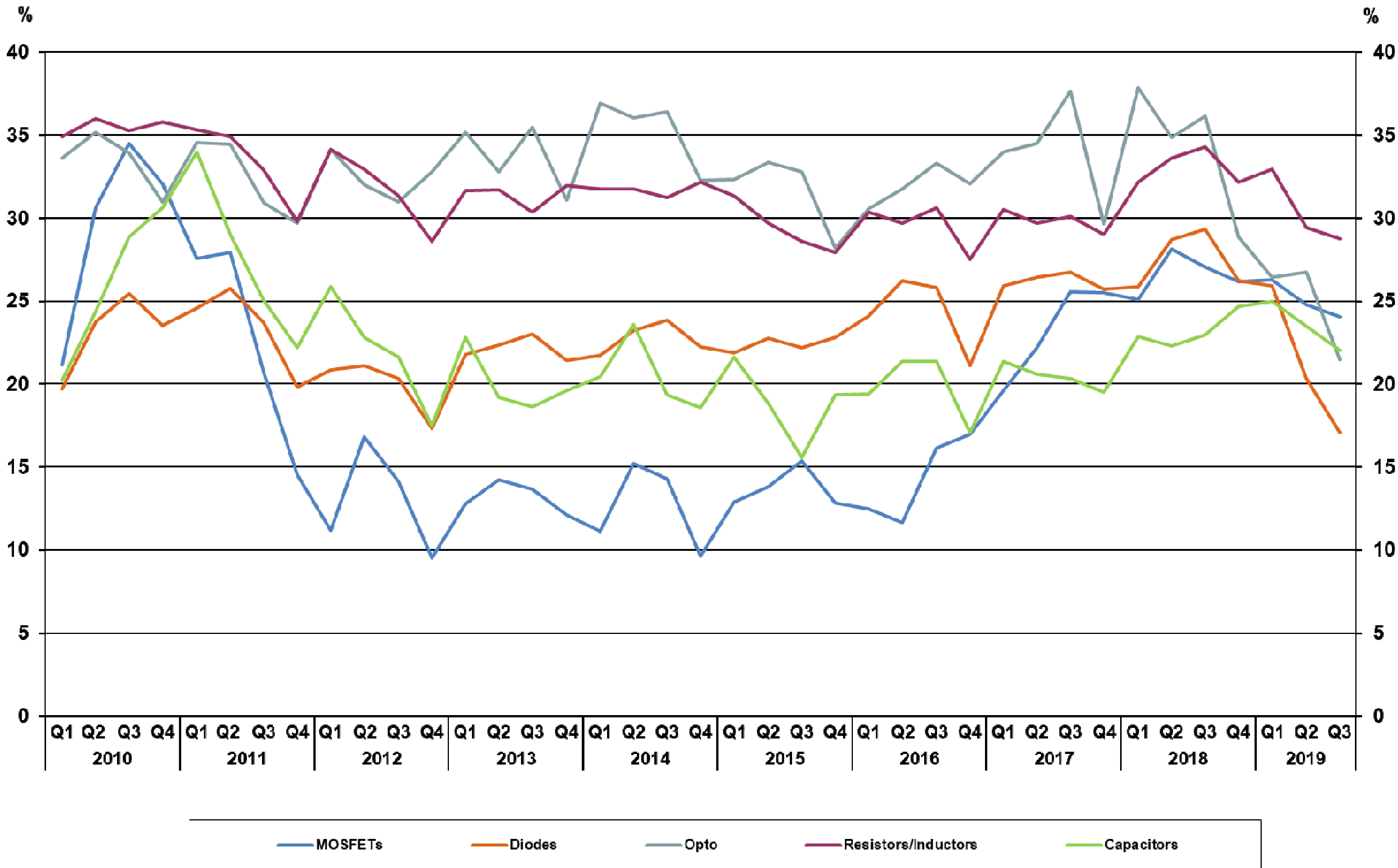
VISHAY REVENUES QUARTERLY BY PRODUCT SEGMENT



VISHAY REVENUES YEARLY BY PRODUCT SEGMENT



VISHAY GROSS MARGINS QUARTERLY BY PRODUCT SEGMENT



VISHAY GROSS MARGINS YEARLY BY PRODUCT SEGMENT