

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 02, 2022

SiTime Corporation

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-39135
(Commission File Number)

02-0713868
(IRS Employer
Identification No.)

5451 Patrick Henry Drive
Santa Clara, California
(Address of Principal Executive Offices)

95054
(Zip Code)

Registrant's Telephone Number, Including Area Code: (408) 328-4400

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.0001 par value per share	SITM	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On February 2, 2022, SiTime Corporation (the "Company") issued a press release announcing its financial results for the fourth quarter of 2021. A copy of the press release is furnished as Exhibit 99.1 to this report.

The information under Item 2.02 of this report, including Exhibit 99.1 hereto, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information and the accompanying exhibit shall not be incorporated by reference into filings with the U.S. Securities and Exchange Commission (the "SEC") made by the Company, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

d) Exhibits.

Exhibit No.	Description
99.1	Press Release of SiTime Corporation dated February 2, 2022.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SiTime Reports Fourth Quarter 2021 Financial Results

SANTA CLARA, Calif., February 2, 2022 – SiTime Corporation, (Nasdaq: SITM), a market leader in MEMS timing, today announced financial results for the fourth quarter and fiscal year ended December 31, 2021.

Net revenue in the fourth quarter of 2021 was \$75.7 million, a 88.1% increase from the \$40.3 million in the fourth quarter of 2020.

Net revenue for the year ended December 31, 2021 was \$218.8 million, a 88.4% increase from the \$116.2 million in the year ended December 31, 2020.

Generally Accepted Accounting Principles (GAAP) Results

In the fourth quarter of 2021, gross margins were \$52.1 million, or 68.8% of revenue, operating expenses were \$31.9 million or 42.2% of revenue, GAAP income from operations was \$20.2 million, or 26.6% of revenue and net income was \$19.9 million, or \$0.90 per diluted share.

For the year ended 2021, gross margins were \$139.5 million, or 63.7% of revenue, operating expenses were \$106.6 million or 48.7% of revenue, GAAP income from operations was \$32.8 million, or 15.0% of revenue and net income was \$32.3 million, or \$1.53 per diluted share.

Total cash and cash equivalents were \$559.5 million on December 31, 2021.

Non-GAAP Results

This press release and its attachments include certain non-GAAP supplemental performance measures. The presentation of this financial information is not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with GAAP.

SiTime believes that the presentation of non-GAAP financial measures provides important supplemental information to management and investors regarding financial and business trends relating to SiTime's financial condition and results of operations. SiTime believes that these non-GAAP financial measures provide additional insight into SiTime's ongoing performance and core operational activities and has chosen to provide these measures for more consistent and meaningful comparison between periods. These measures should only be used to evaluate SiTime's results of operations in conjunction with the corresponding GAAP measures. The non-GAAP results exclude the effect of stock-based compensation and related payroll taxes.

The reconciliation between GAAP and non-GAAP financial results is provided in the financial statements portion of this release.

In the fourth quarter of 2021, non-GAAP gross margins were \$52.6 million, or 69.4% of revenue, non-GAAP operating expenses were \$23.0 million, or 30.4% of revenue, non-GAAP income from operations was \$29.5 million, or 39.0% of revenue and non-GAAP net income was \$29.2 million, or \$1.32 per diluted share.

For the fiscal year 2021, non-GAAP gross margins were \$141.2 million, or 64.5% of revenue, non-GAAP operating expenses were \$76.1 million, or 34.8% of revenue, non-GAAP income from operations was \$65.2 million, or 29.8% of revenue and non-GAAP net income was \$64.6 million, or \$3.05 per diluted share.

Conference Call

SiTime will broadcast its fourth quarter and fiscal year 2021 financial results conference call today, February 2, 2022, at 2:00 p.m. Pacific Time (5:00 p.m. Eastern Time), which can be accessed by calling +1-844-467-7657 and using conference ID 9260015. The conference call will also be available via a live webcast on the investor relations section of the SiTime website at investor.sitime.com. Please access the website at least a few minutes prior to the start of the call to download and install any necessary audio software. An archived webcast replay of the call will be available on the website for a limited period of time.

About SiTime

SiTime Corporation is a market leader in silicon MEMS timing. Our programmable solutions offer a rich feature set that enables customers to differentiate their products with higher performance, smaller size, lower power, and better reliability. With over 2 billion devices shipped, SiTime is changing the timing industry. For more information, visit <https://www.sitime.com/>.

SiTime Corporation
Unaudited GAAP Condensed Consolidated Statement of Operations

	Three Months Ended	Year Ended
	December 31, 2021	
	(in thousands, except per share data)	
Revenue	\$ 75,741	\$ 218,808
Cost of revenue	23,618	79,346
Gross profit	52,123	139,462
Operating expenses:		
Research and development	15,851	52,104
Sales, general and administrative	16,091	54,515
Total operating expenses	31,942	106,619
Income from operations	20,181	32,843
Other expense, net	(311)	(488)
Income before income taxes	19,870	32,355
Income tax expense	(11)	(78)
Net income	\$ 19,859	\$ 32,277
Net income attributable to common stockholders and comprehensive income	\$ 19,859	\$ 32,277
Net income per share attributable to common stockholders, basic	\$ 0.99	\$ 1.70
Weighted-average shares used to compute basic net income per share	20,042	19,006
Net income per share attributable to common stockholders, diluted	\$ 0.90	\$ 1.53
Weighted-average shares used to compute diluted net income per share	22,088	21,144

SiTime Corporation
Unaudited Reconciliation of Non-GAAP Adjustments

	Three Months Ended	Year Ended
	December 31, 2021	
	(in thousands, except per share data)	
Reconciliation of GAAP gross profit and margin to non-GAAP		
Revenue	\$ 75,741	\$ 218,808
GAAP gross profit	52,123	139,462
GAAP gross margin	68.8%	63.7%
Stock-based compensation and related taxes	462	1,768
Non-GAAP gross profit	<u>\$ 52,585</u>	<u>\$ 141,230</u>
Non-GAAP gross margin	<u>69.4%</u>	<u>64.5%</u>
Reconciliation of GAAP operating expenses to non-GAAP		
GAAP research and development expenses	15,851	52,104
Stock-based compensation and related taxes	(3,649)	(12,709)
Non-GAAP research and development expenses	<u>\$ 12,202</u>	<u>\$ 39,395</u>
GAAP sales, general and administrative expenses	16,091	54,515
Stock-based compensation and related taxes	(5,250)	(17,837)
Non-GAAP sales, general and administrative expenses	<u>\$ 10,841</u>	<u>\$ 36,678</u>
Total Non-GAAP operating expenses	<u>\$ 23,043</u>	<u>\$ 76,073</u>
Reconciliation of GAAP income from operations to non-GAAP income from operations		
GAAP income from operations	\$ 20,181	\$ 32,843
Stock-based compensation and related taxes	9,361	32,314
Non-GAAP income from operations	<u>\$ 29,542</u>	<u>\$ 65,157</u>
Non-GAAP income from operations as a percentage of revenue	39.0%	29.8%
Reconciliation of GAAP net income to non-GAAP net income		
GAAP net income	\$ 19,859	\$ 32,277
Stock-based compensation and related taxes	9,361	32,314
Non-GAAP net income	<u>\$ 29,220</u>	<u>\$ 64,591</u>
Weighted-average shares used to compute diluted net income per share	<u>22,088</u>	<u>21,144</u>
Stock-based compensation and related taxes		
Stock-based compensation	\$ 8,454	\$ 29,992
Stock-based compensation related taxes	907	2,322
Stock-based compensation and related taxes	<u>\$ 9,361</u>	<u>\$ 32,314</u>
GAAP net income per share diluted	\$ 0.90	\$ 1.53
Non-GAAP adjustments detailed above	0.42	1.52
Non-GAAP net income per share diluted	\$ 1.32	\$ 3.05

SiTime Corporation
Unaudited GAAP Condensed Consolidated Balance Sheet

	As of
	December 31, 2021
	(in thousands)
Assets:	
Current assets:	
Cash and cash equivalents	\$ 559,461
Accounts receivable, net	38,376
Related party accounts receivable	-
Inventories	23,630
Prepaid expenses and other current assets	4,476
Total current assets	625,943
Property and equipment, net	37,902
Intangible assets, net	5,977
Right-of-use assets, net	8,194
Other assets	193
Total assets	\$ 678,209
Liabilities and Stockholders' Equity:	
Current liabilities:	
Accounts payable	\$ 13,103
Accrued expenses and other current liabilities	24,282
Total current liabilities	37,385
Lease liabilities	6,398
Other non-current liabilities	1,929
Total liabilities	45,712
Commitments and contingencies	
Stockholders' equity:	
Common stock	2
Additional paid-in capital	663,614
Accumulated deficit	(31,119)
Total stockholders' equity	632,497
Total liabilities and stockholders' equity	\$ 678,209

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