

DISCLAIMERS

FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements within the meaning of U.S. federal securities laws, including, but not limited to, statements regarding expectations for: the business outlook, financial condition and financial and operational performance of Sandisk Corporation (the “Company”); industry and market trends and expectations, including the expected impact of artificial intelligence (“AI”) and AI inference workloads on demand for memory and storage; the Company’s new business models (“NBMs”) and the scope, terms and expected benefits of the Company’s multi-year customer partnerships; the financial guarantees supporting the Company’s NBMs; the Company’s technology and product roadmap and leadership, including the development, performance, capabilities, timing, commercialization and market adoption of new and future technologies and products, including its BiCS generations, 3D Matrix Memory and High Bandwidth Flash (“HBF™”) technology; the standardization, commercialization, capabilities, benefits, adoption and industry impact of HBF technology and related products; the Company’s technology transitions, bit growth, scaling roadmap and expected cost and capital efficiency; the Company’s financial guidance, financial targets and long-term financial model; the Company’s operational and capital allocation priorities, including its capital return program; and the Company’s value creation for its customers and stockholders. These forward-looking statements are based on management’s current expectations and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed or implied in the forward-looking statements.

Key risks and uncertainties that could cause actual results to differ materially from those expressed or implied in the forward-looking statements include: adverse changes in global or regional economic conditions, including the impact of evolving trade policies, tariff regimes and trade wars; volatility in demand for the Company’s products; pricing trends and fluctuations in average selling prices; inflation; changes in interest rates and a potential economic recession; future responses to and effects of global health crises; the impact of business and market conditions; the impact of competitive products and pricing; the Company’s development and introduction of products based on new technologies and management of technology transitions; risks associated with strategic initiatives, including restructurings, acquisitions, divestitures, cost saving measures and joint ventures; risks related to product defects; difficulties or delays in product ramps, manufacturing or other supply chain disruptions; our reliance on strategic relationships with key partners, including Kioxia Corporation; risks related to our long-term agreements, or “NBMs”; fluctuation of our operating results, including due to changes in demand, industry cycle and timing of customer deployments, and our ability to accurately forecast demand; the attraction, retention and development of skilled management and technical talent; risks associated with the use of artificial intelligence in our business operations; changes to the Company’s relationships with key customers or consolidation among our customer base; compromise, damage or interruption from cybersecurity incidents or other data system security risks; our reliance on intellectual property; fluctuations in currency exchange rates; actions by competitors; risks related to our share repurchase program; risks associated with compliance with changing legal and regulatory requirements; and other risks and uncertainties listed in the Company’s filings with the Securities and Exchange Commission, including our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, to which your attention is directed. You should not place undue reliance on these forward-looking statements, which speak only as of the date hereof, and the Company undertakes no obligation to update or revise these forward-looking statements to reflect new information or events, except as required by law.

NON-GAAP MEASURES

This presentation includes references to Non-GAAP financial measures, including, among others, Non-GAAP gross margin, Non-GAAP operating margin, Non-GAAP EPS, Adjusted free cash flow and Adjusted free cash flow margin. Reconciliations of the differences between the Non-GAAP measures provided in this presentation to the comparable GAAP financial measures are included in the appendix and at investor.sandisk.com. We have not reconciled our forward-looking Non-GAAP financial measure guidance, targets and long-term model measures to the most directly comparable GAAP measures because material items that impact these measures are not in our control and/or cannot be reasonably predicted. Accordingly, a reconciliation of these forward-looking Non-GAAP financial measures to the corresponding GAAP measures is not available without unreasonable effort.

BASIS OF PRESENTATION

On February 21, 2025, the Company completed its separation from Western Digital Corporation (“WDC”) and became a standalone publicly traded company. The Company’s financial and operating results after the separation are presented on a consolidated basis. For periods prior to the separation, the Company’s historical combined financial statements were prepared on a carve-out basis and were derived from WDC’s consolidated financial statements and accounting records and prepared as if the Company existed on a standalone basis.

SANDISK™
INVESTOR DAY
IN FOCUS 2026

SUSTAINABLE VALUE CREATION

LUIS VISOSO
CHIEF FINANCIAL OFFICER

FY'26 A YEAR OF TRANSFORMATION

OBJECTIVE: SUSTAINABLE VALUE CREATION FOR CUSTOMERS AND SHAREHOLDERS

\$300B

- TAM >3X Y/Y in CY'26, approaching **\$500B** in CY'27
- Datacenter becomes half of the market in CY'26, driven by AI

\$20B

- Sandisk full-year revenue of \$20B, up 175% Y/Y
- Annualized Q4 revenue of **\$36B**, Datacenter end market at **\$12B**

71.6%

- Full-year Non-GAAP gross margin of 71.6%, up from 30.3% in the prior year
- Q4 Non-GAAP gross margin of **84.6%**, Non-GAAP EPS **\$39.25**, up from \$0.29 in the prior year

\$8.7B

- Full-year Adjusted free cash flow of \$8.7B, which excludes \$2.5B of NBM pre-payments / deposits
- Annualized Q4 Adjusted free cash flow of **\$20B**

NBMs: STRONG MULTI-YEAR CUSTOMER PARTNERSHIPS

CUSTOMERS ACROSS EDGE AND DATACENTER



Custom-made

- Strategic partnerships
- Meeting customer and Sandisk needs
- Supply/demand assurance
- Detailed by quarter



Framework

- Multi-year commitment
- Contractually growing volumes
- Price fixed/variable with guardrails
- Financial guarantees



Metrics

- Average contract duration
- NBM % of total bits
- Remaining Performance Obligation (RPO)
- Financial guarantees

SELECTIVE PARTNERSHIPS

TAKING COLLABORATION TO A DIFFERENT LEVEL

8



Engagement with Customers at the Highest Level



Strategic Win-Win Conversations



Technical Integration and Commercial Alignment



8 Individual Customers
DATACENTER-CENTRIC



2 Customers Already Expanded Their NBMs

LONG-TERM RELATIONSHIPS

FROM QUARTERLY PRICE NEGOTIATIONS TO MULTI-YEAR ENGAGEMENTS

4+



Average Weighted Length of Contract is 4+ Years



Longest Engagement is 5 Years



Details by Quarter



Exploring Opportunities to Go Further Out in Time

BECOMING THE PREDOMINANT MODEL

COMPLEMENTED WITH NON-NBM BUSINESS

FY 2027
~1/2
BITS

FY 2028
~2/3
BITS

Pricing

NBM

Combination Fixed and Variable
(Floor and Ceiling Pricing)

Non-NBM

Fluctuate with the Market

EIGHT CUSTOMERS

MEANINGFUL RELATIONSHIPS

\$93.9B¹

Total Contract Value
(TCV) for the 8 NBM
Customers at Floor Pricing

\$91.1B²

Remaining Performance
Obligation (RPO) for the 8 NBM
Customers at Floor Pricing

Expect Upside Pricing and Revenue

1. Total revenue expected, over the life of the agreements, for all agreements that have been signed up through August 3, 2026.

2. This RPO amount includes deals signed through August 3, 2026; the FQ4'26 ending RPO was lower.

SUPPORTED BY FINANCIAL GUARANTEES

IF CUSTOMERS FAIL TO MEET PERFORMANCE OBLIGATIONS

\$16.5B

Total Financial Guarantees of \$16.5B

Primarily Held by or Provided Through Third-Party
Financial Institutions, with \$2.5B in Our Cash Balance

Unless They Have Prepaid in Cash, Customers Pay for
Products in the Ordinary Course and Not Through
Amortization of Financial Guarantees

RATIO OF FINANCIAL GUARANTEES INCREASES OVER TIME

ILLUSTRATIVE 3-YEAR CUSTOMER

AT SIGNING

BASE RATIO

TWO YEARS LATER

2X BASE RATIO

Base Ratio Equals the Financial Guarantees
Divided by the Total Contract Value

In Each Multi-Year Contract, the Ratio Between the
Financial Guarantees and the RPO Increases Over Time

Other than Cash Prepayments, the Financial Guarantees Remain Constant
until the Final Periods of the Contracts, While RPO Reduces over Time

NBM PRIORITIES GOING FORWARD

1



Execute NBMs with Excellence

2



Remain Highly Selective and Patient
in Evaluating Additional NBMs

LONG-TERM SUSTAINABLE MODEL

THROUGH 2030

NBM

- Predominant model
- Attractive financials, even at floor pricing
- Reliable volume

NON-NBM

- Continue to support non-NBM customers
- Prioritize strategic customers that value our products
- Volume and price will fluctuate with the market

LONG-TERM SUSTAINABLE MODEL

FY 2028 Through FY 2030	Average Performance
Revenue Growth Rate	Mid-to-High Teens
Non-GAAP Gross Margin	~80%
Non-GAAP Operating Margin	~75%
Adjusted Free Cash Flow Margin	~50%
Capital Intensity (% of Revenue)	Mid-Single Digits %

NOTE: Forward-looking Non-GAAP measures exclude certain charges for which the timing and amount cannot be quantified with certainty. Accordingly, full reconciliations to the most directly comparable GAAP financial measures are not available without unreasonable effort. These target financial metrics are based on a variety of estimates and assumptions, are subject to risks and uncertainties and should not be relied upon as necessarily indicative of future results.

THREE CAPITAL ALLOCATION PRIORITIES

1

Invest in the Business

- Fund the business
- Strengthen capabilities
- Lead innovation

2

Maintain Strong Balance Sheet

- Healthy cash balance
- No debt
- Improve credit rating

3

Return 100% Excess Cash to Shareholders

IN CLOSING

SUSTAINABLE VALUE CREATION FOR CUSTOMERS AND SHAREHOLDERS

UNIQUE OPPORTUNITY

- The NAND market is growing at an accelerated pace, supported by AI
- Sandisk is very well positioned to capture the opportunity

BUSINESS MODEL

- Our relationship and partnership with customers is evolving, grounded on leading innovation and collaboration
- While NBM will be our predominant business model, we will complement it with non-NBM business to support our customers

FINANCIAL MODEL

- Optimizing for growth, sustainability, and return
- Goal is to convert bits to revenue, revenue to EPS and free cash flow
- Returning 100% excess cash to shareholders

APPENDIX

GAAP TO NON-GAAP RECONCILIATIONS

In millions; unaudited	Q4'25	FY'25	Q1'26	Q2'26	Q3'26	Q4'26	FY'26
Revenue	\$ 1,901	\$ 7,355	\$ 2,308	\$ 3,025	\$ 5,950	\$ 8,965	\$ 20,248
GAAP Gross Profit	498	2,212	687	1,541	4,662	7,582	14,472
Stock-based compensation expense	4	16	4	5	4	6	19
Non-GAAP Gross Profit	\$ 502	\$ 2,228	\$ 691	\$ 1,546	\$ 4,666	\$ 7,588	\$ 14,491
Non-GAAP GM%	26.4%	30.3%	29.9%	51.1%	78.4%	84.6%	71.6%

In millions; unaudited	Q4'25	FY'25	Q1'26	Q2'26	Q3'26	Q4'26	FY'26
GAAP operating expenses	\$ 480	\$ 3,589	\$ 511	\$ 476	\$ 551	\$ 545	\$ 2,083
Goodwill impairment	-	(1,830)	-	-	-	-	-
Stock-based compensation expense	(45)	(166)	(49)	(53)	(50)	(61)	(213)
Business separation costs	(17)	(67)	(9)	(9)	(7)	-	(25)
Employee termination and other	(16)	(21)	3	(1)	-	-	2
(Loss) gain on business divestiture	-	34	(10)	-	-	-	(10)
Loss on debt extinguishment	-	-	-	-	(46)	-	(46)
Non-GAAP operating expenses	\$ 402	\$ 1,539	\$ 446	\$ 413	\$ 448	\$ 484	\$ 1,791

GAAP TO NON-GAAP RECONCILIATIONS (CONT'D)

In millions; unaudited	Q4'25	FY'25	Q1'26	Q2'26	Q3'26	Q4'26	FY'26
GAAP Operating Income (Loss)	\$ 18	\$ (1,377)	\$ 176	\$ 1,065	\$ 4,111	\$ 7,037	\$ 12,389
Gross profit adjustments	4	16	4	5	4	6	19
Operating expense adjustments	78	2,050	65	63	103	61	292
Non-GAAP Operating Income	\$ 100	\$ 689	\$ 245	\$ 1,133	\$ 4,218	\$ 7,104	\$ 12,700
GAAP Interest and Other Income (Expense), Net	\$ (36)	\$ (102)	\$ (52)	\$ (128)	\$ (4)	\$ 812	\$ 628
(Gain) loss on equity securities, net	1	2	-	(4)	-	(804)	(808)
Other, net	(2)	(9)	10	100	1	-	111
Non-GAAP Interest and Other Income (Expense), Net	\$ (37)	\$ (109)	\$ (42)	\$ (32)	\$ (3)	\$ 8	\$ (69)
GAAP Income Tax Expense	\$ 5	\$ 162	\$ 12	\$ 134	\$ 492	\$ 946	\$ 1,584
Income tax adjustments	16	(22)	10	(2)	48	4	60
Non-GAAP Income Tax Expense	\$ 21	\$ 140	\$ 22	\$ 132	\$ 540	\$ 950	\$ 1,644

GAAP TO NON-GAAP RECONCILIATIONS (CONT'D)

In millions, except per share amount; unaudited	Q4'25	FY'25	Q1'26	Q2'26	Q3'26	Q4'26	FY'26
GAAP net income (loss)	\$ (23)	\$ (1,641)	\$ 112	\$ 803	\$ 3,615	\$ 6,903	\$ 11,433
Goodwill impairment	-	1,830	-	-	-	-	-
Stock-based compensation expense	49	182	53	58	54	67	232
Business separation costs	17	67	9	9	7	-	25
Employee termination and other	16	21	(3)	1	-	-	(2)
(Gain) loss on business divestiture	-	(34)	10	-	-	-	10
Loss on debt extinguishment	-	-	-	-	46	-	46
(Gain) loss on equity securities, net	1	2	-	(4)	-	(804)	(808)
Other, net	(2)	(9)	10	100	1	-	111
Income tax adjustments	(16)	22	(10)	2	(48)	(4)	(60)
Non-GAAP net income (loss)	\$ 42	\$ 440	\$ 181	\$ 969	\$ 3,675	\$ 6,162	\$ 10,987

Diluted Net Income (Loss) per Share							
GAAP	\$ (0.16)	\$ (11.32)	\$ 0.75	\$ 5.15	\$ 23.03	\$ 43.97	\$ 73.76
Non-GAAP	\$ 0.29	\$ 2.99	\$ 1.22	\$ 6.21	\$ 23.41	\$ 39.25	\$ 70.88

Diluted Weighted Average Shares Outstanding:							
GAAP	145	145	149	156	157	157	155
Non-GAAP	147	147	149	156	157	157	155

GAAP TO NON-GAAP RECONCILIATIONS (CONT'D)

In millions; unaudited Cash Flows	Q4'25		FY'25		Q1'26		Q2'26		Q3'26		Q4'26		FY'26	
Cash flow provided by operating activities	\$	94	\$	84	\$	488	\$	1,019	\$	3,038	\$	7,126	\$	11,671
Purchases of property, plant and equipment, net		(45)		(204)		(50)		(39)		(45)		(43)		(177)
Free Cash Flow		49		(120)		438		980		2,993		7,083		11,494
Activity related to Flash Ventures, net		28		358		10		(137)		(38)		(110)		(275)
Impact of NBM prepayments and deposits		-		-		-		-		(538)		(1,938)		(2,476)
Adjusted Free Cash Flow	\$	77	\$	238	\$	448	\$	843	\$	2,417	\$	5,035	\$	8,743

GAAP TO NON-GAAP RECONCILIATIONS (CONT'D)

FOOTNOTES

This presentation contains the following financial measures that are not in accordance with U.S. generally accepted accounting principles (“GAAP”): Non-GAAP gross profit; Non-GAAP operating expenses; Non-GAAP operating income; Non-GAAP interest and other income (expense), net; Non-GAAP income tax expense; Non-GAAP net income (loss); Non-GAAP diluted net income (loss) per share; Non-GAAP diluted weighted average shares outstanding; Free cash flow; and Adjusted free cash flow (collectively, the “Non-GAAP measures”). These Non-GAAP measures are not in accordance with, or alternatives for, measures prepared in accordance with GAAP and may be different from similarly titled Non-GAAP measures used by other companies. The Company believes the presentation of these Non-GAAP measures, when shown in conjunction with the corresponding GAAP measures, provides useful information to investors for measuring the Company’s earnings performance and comparing it against prior periods. Specifically, the Company believes these Non-GAAP measures provide useful information to both management and investors as they exclude certain expenses, gains and losses that the Company believes are not indicative of its core operating results or because they are consistent with the financial models and estimates published by many analysts who follow the Company and its peers. As discussed further below, these Non-GAAP measures exclude, as applicable, goodwill impairment, stock-based compensation expense, business separation costs, employee termination and other, (gain) loss on business divestiture, loss on debt extinguishment, (gain) loss on equity securities, net, other adjustments, and income tax adjustments. The Company believes these measures along with the related reconciliations to the most directly comparable GAAP measures, provide additional detail and comparability for assessing the Company’s results. These Non-GAAP measures are some of the primary indicators management uses for assessing the Company’s performance and planning and forecasting future periods. These measures should be considered in addition to results prepared in accordance with GAAP, but should not be considered a substitute for, or superior to, GAAP results. As described above, the Company excludes the following items from its Non-GAAP measures:

Goodwill impairment. After the completion of the separation, in the third quarter of fiscal 2025, the Company identified potential impairment indicators related to the trading price of the Company’s common stock and resulting market capitalization that warranted a quantitative impairment analysis of long-lived assets and goodwill. Management performed a quantitative impairment analysis and determined that the carrying value of the reporting unit exceeded its fair value, resulting in the recognition of a \$1.8 billion impairment charge for the year ended June 27, 2025. The Company believes this charge does not reflect the Company’s operating results and is not indicative of the underlying performance of the business.

Stock-based compensation expense. Because of the variety of equity awards used by companies, the varying methodologies for determining stock-based compensation expense, the subjective assumptions involved in those determinations and the volatility in valuations that can be driven by market conditions outside the Company’s control, the Company believes excluding stock-based compensation expense enhances the ability of management and investors to understand and assess the underlying performance of the business over time and compare it against the Company’s peers, a majority of whom also exclude stock-based compensation expense from their Non-GAAP results.

Business separation costs. On October 30, 2023, Western Digital Corporation (“WDC”) announced that its board of directors (the “WDC Board of Directors”) authorized management to pursue a plan to separate the Company into an independent public company. The separation received final approval by the WDC Board of Directors and was completed on February 21, 2025. Prior to February 21, 2025, the Company was wholly-owned by WDC. As a result of the plan, the Company incurred separation and transition costs through the completion of the separation of the companies. The separation and transition costs are recorded within Business separation costs in the Consolidated Statements of Operations. The Company believes these charges do not reflect the Company’s operating results and that they are not indicative of the underlying results of its business.

GAAP TO NON-GAAP RECONCILIATIONS (CONT'D)

Employee termination and other. From time to time, in order to realign the Company's operations with anticipated market demand, the Company may terminate employees and/or restructure its operations. From time to time, the Company may also incur charges from the impairment of long-lived assets. In addition, the Company may record credits related to gains upon sale of property due to restructuring or reversals of charges recorded in prior periods as well as from taking actions to reduce the amount of capital invested in facilities, including the sale-leaseback of facilities. These charges or credits are inconsistent in amount and frequency, and the Company believes they are not indicative of the underlying performance of its business.

(Gain) loss on business divestiture. In connection with the Company's strategic decision to outsource the manufacturing of certain components and assemblies, on September 28, 2024, the Company completed the sale of 80% of its equity interest in one of its manufacturing subsidiaries. On September 25, 2025, the Company entered into an Amendment No. 1 to the Amended and Restated Equity Purchase Agreement that included a \$10 million provision for working capital support. The Company recognized the adjustment as a Loss on business divestiture during the first fiscal quarter of 2026. The overall transaction resulted in a discrete gain, which the Company believes is not indicative of the underlying performance of its ongoing business operations.

Loss on debt extinguishment. From time to time, the Company incurs debt extinguishment charges consisting of the costs to call the existing debt and/or the write-off of any related unamortized debt issuance costs. These charges do not reflect the Company's operating results, and the Company believes these charges are not indicative of the underlying performance of its business.

(Gain) loss on equity securities, net. (Gain) loss on equity securities, net consists of ongoing mark-to-market adjustments on the Company's investments in marketable equity securities, the gains from the sale of equity investments and related impairment charges. These charges do not reflect the Company's operating results, and the Company believes these charges are not indicative of the underlying performance of its business.

Other adjustments. From time to time, the Company incurs charges or gains that the Company believes are not a part of the ongoing operation of its business. For the year ended July 3, 2026, Other adjustments include charges for the settlement of certain previously existing legal matters. The resulting expense or benefit is inconsistent in amount and frequency.

Income tax adjustments. Income tax adjustments include the difference between income taxes based on a forecasted annual Non-GAAP tax rate and a forecasted annual GAAP tax rate as a result of the timing of certain Non-GAAP pre-tax adjustments. The income tax adjustments also include the re-measurement of certain unrecognized tax benefits primarily related to tax positions taken in prior quarters, including interest. These adjustments are excluded because the Company believes that they are not indicative of the underlying performance of its ongoing business.

Additionally, Free cash flow is defined as cash flow from operating activities less purchases of property, plant and equipment, net. Adjusted free cash flow is defined as Free cash flow plus the activity related to Flash Ventures, net less the impact of cash prepayments under NBM agreements (the "NBM Prepayments") and deposits received and returned under NBM agreements (the "NBM Deposits" and together with the NBM Prepayments, the "NBM Payments"). The Company is adjusting for the NBM Payments because the Company believes that these cash flows are not indicative of the core underlying cash flows of the Company's business. The Company considers Free cash flow and Adjusted free cash flow generated in any period to be useful indicators of cash that is available for strategic opportunities, including, among others, investing in the Company's business, making strategic acquisitions and strengthening the balance sheet.

Gross margin and Non-GAAP gross margin are calculated by dividing gross profit and Non-GAAP gross profit, respectively, by revenue. Cash flow from operating activities margin and Adjusted free cash flow margin are calculated by dividing cash flow from operating activities and Adjusted free cash flow, respectively, by revenue.