#### HYPERCOM CORPORATION

#### CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)

	Th	ree Months Ended	June	30	,		Si	x Months Ended 3	June :	30,		
(Amounts in thousands, except per share data)	20	09		20	08		20	09		20	08	
Net revenue:												
Products	\$	79,672		\$	92,774		\$	137,577		\$	142,358	
Services		27,157			31,406			52,867			52,327	
Total net revenue		106,829			124,180			190,444			194,685	
Costs of revenue:												
Products		50,291			64,653			89,201			97,903	
Services		21,703			24,886			41,414			42,498	
Amortization of purchased intangible assets		706			1,058			1,381			1,141	
Total costs of revenue		72,700			90,597			131,996			141,542	
Gross profit		34,129			33,583			58,448			53,143	
Operating expenses:												
Research and development		10,581			14,892			21,387			21,004	
Selling, general and administrative		18,941			24,803			37,520			40,314	
Amortization of purchased intangible assets		1,500			1,960			2,929			2,092	
Total operating expenses		31,022			41,655			61,836			63,410	
Operating income (loss)		3,107			(8,072	)		(3,388	)		(10,267	)
Interest income		52			322			129			1,119	
Interest expense		(2,526	)		(2,512	)		(4,976	)		(2,512	)
Foreign currency gain (loss)		627			(254	)		(70	)		(205	)
Other income		309			70			321			149	
Income (loss) before income taxes and discontinued operations		1,569			(10,446	)		(7,984	)		(11,716	)
Provision for income taxes		(311	)		(673	)		(752	)		(10	)
Income (loss) before discontinued operations		1,258			(11,119	)		(8,736	)		(11,726	)
Income (loss) from discontinued operations		(3	)		224			66			499	
Net income (loss)	\$	1,255		\$	(10,895	)	\$	(8,670	)	\$	(11,227	)
Basic and diluted loss per share:												
Income (loss) before discontinued operations	\$	0.02		\$	(0.21	)	\$	(0.16	)	\$	(0.22	)
Income from discontinued operations		_			0.01			-			0.01	
Basic and diluted income (loss) per share	\$	0.02		\$	(0.20	)	\$	(0.16	)	\$	(0.21	)
Weighted average shares used to calculate income (loss) per share:												
Basic		53,514,573			53,342,947			53,459,082			53,283,760	
Diluted		53,748,345			53,342,947			53,459,082			53,283,760	

# HYPERCOM CORPORATION CONSOLIDATED BALANCE SHEETS

(Amounts in thousands)  ASSETS	200	e 30, 9 audited)	Dece 2008	ember 31,
Current assets:		10.511		05 050
Cash and cash equivalents	Ş	40,544	Ş	35,978
Short-term investments		=		499
		83,292		96,986
Current portion of net investment in sales-type leases		7,741		9,915
Inventories		31,092		31,681
Prepaid expenses and other current assets		8,488		7,106
Deferred tax assets		1,000		1,320
Total current assets		172,157		183,485
Property, plant and equipment, net		25,881		26,870
Net investment in sales-type leases		6,172		4,869
Intangible assets, net		52,721		57,311
Goodwill		26,784		26,715
Other long-term assets		7,517		7,050
Total assets	\$	291,232	\$	306,300
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities:				
Accounts payable	\$	37,047	\$	52,929
Accrued payroll and related expenses		15,923		16,619
Accrued sales and other taxes		6,204		7,709
Product warranty liabilities		6,666		6,597
Restructuring liabilities		8,897		7,724
Accrued other liabilities		21,516		22,866

Deferred revenue	14,212	12,177
Deferred tax liability	3,685	4,828
Income taxes payable	7,360	5,201
Total current liabilities	121,510	136,650
Long-term debt	53,327	48,769
Deferred tax liabilities, net	16,250	15,999
Other long-term liabilities	11,874	11,094
Total liabilities	202,961	212,512
Stockholders' equity	88,271	93,788
Total liabilities and stockholders' equity	\$ 291,232	\$ 306,300

#### HYPERCOM CORPORATION

### STATEMENTS OF CASH FLOWS

(Unaudited)

		ree Months E	Ended					Months E	nded			
(Amounts in thousands)	200	09		200	08		200	09		200	08	
Cash flows from continuing operations:												
Net income (loss) from continuing operations	\$	1,258		\$	(11,119	)	\$	(8,736	)	\$	(11,726	)
Adjustments to reconcile net loss from continuing operations to net cash provided by operating activities:												
Depreciation and amortization		2,352			2,605			4,837			4,917	
Amortization of purchased intangibles		2,206			3,018			4,310			3,233	
Interest conversion to debt		1,656			1,500			3,271			1,500	
Amortization of debt issuance costs		32			32			64			32	
Amortization of discount on notes payable		772			915			1,475			915	
Amortization of discounts on short-term investments		-			(20	)		-			(58	)
Provision (reversal) for doubtful accounts		123			143			1,486			(1,000	)
Provision for excess and obsolete inventory		725			624			1,100			1,289	
Provision for warranty and other product charges		1,341			1,345			2,479			1,840	
Deferred income tax benefit (provision)		(571	)		2,415			(575	)		4,007	
Non-cash share-based compensation		457			835			1,131			1,753	
Foreign currency losses (gains)		(891	)		169			(1,429	)		4	
Non-cash write-off of intangibles and other assets		737			409			1,082			451	
Changes in operating assets and liabilities, net												
		(42	)		(4,064	)		(3,649	)		10,600	
Net cash provided by (used in) operating activities		10,155			(1,193	)		6,846			17,757	
Cash flows from investing activities:												
Purchase of property, plant and equipment		(2,641	)		(1,777	)		(3,898	)		(3,042	)
Cash paid for acquisitions, net of cash acquired		=			(112,825	)		(37	)		(114,898	)
Software development costs capitalized		(248	)		(28	)		(248	)		(57	)
Purchase of short-term investments		_			(16,082	)		(1,376	)		(31,051	)
Proceeds from the sale or maturity of		=										
short-term investments		_			15,699			1,875			32,075	
Net cash used in investing activities		(2,889	)		(115,013	)		(3,684	)		(116,973	)
Cash flows from financing activities:												
Borrowing in revolving line of credit		_			-			7,800			=	
Repayments of bank notes payable and other debt instruments		-			(433	)		(7,985	)		(434	)
Debt issuance costs		-			(562	)		-			(687	)
Proceeds from long term debt		=			60,000			-			60,000	
Proceeds from issuance of common stock		36			36			90			602	
Net cash provided (used in) by financing activities		36			59,041			(95	)		59,481	
Effect of exchange rate changes on cash		2,057			(176	)		1,363			397	
Net (decrease) increase in cash flows from continuing operations		9,359			(57,341	)		4,430			(39,338	)
Net cash provided by operating activities -												
discontinued operations		90			121			136			288	
Cash and cash equivalents, beginning of period		31,095			95,095			35 <b>,</b> 978			76,925	
Cash and cash equivalents, end of period	\$	40,544		\$	37,875		\$	40,544		\$	37,875	

#### HYPERCOM CORPORATION

## RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

(Unaudited)

	Thi	ree Months Ended	led June 30,				Six Months Ended June 30,						
	200	2009		18		200	09		20	008			
GAAP net income (loss)	\$	1,255	\$	(10,895	)	\$	(8,670	)	\$	(11,227	)		
Restructuring charges included in:													
Costs of revenue		859		1,755			859			2,558			
Operating expenses		1,046		-			1,046			492			

Stock-based compensation included in:

Costs of revenue		56			39			124			3	
Operating expenses		401			796			1,007			1,750	
Amortization of purchased intangibles included in:												
Costs of revenue		706			1,058			1,381			1,141	
Operating expenses		1,500			1,960			2,929			2,092	
Professional fees incurred related to TeT Acquisition included in:												
Operating expenses		_			1,726			-			3,095	
Income tax effect		(178	)		=			(178	)		=	
Non-GAAP net income (loss)	\$	5,645		\$	(3,561	)	\$	(1,502	)	\$	(96	)
Non-GAAP diluted income (loss) per share	\$	0.11		\$	(0.07	)	\$	(0.03	)	\$	(0.00	)
	Th	ree Months E	nded J	une	30,		Si	x Months En	ded J	une	30,	
	Th:		nded J	une 200	•		Si 20		ded J		30, 08	
			nded J		•				ded J			
Operating income (loss)			nded J		•	)	20		ded J			)
Operating income (loss) Depreciation and amortization	200	09	nded J	200	08	)	20	09		20	08	)
	200	3 <b>,</b> 107	nded J	200	(8,072	)	20	<b>09</b> (3,388		20	(10,267	)
Depreciation and amortization	200	3,107 4,558	nded J	200	(8,072 5,623	)	20	(3,388 9,147		20	(10,267 8,150	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT	200	3,107 4,558 1,905	nded J	200	(8,072 5,623 1,755	)	20	(3,388 9,147 1,905		20	(10,267 8,150 3,050	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition	200	3,107 4,558 1,905	nded J	\$	(8,072 5,623 1,755 1,726	)	<b>20</b>	(3,388 9,147 1,905		<b>20</b>	(10,267 8,150 3,050 3,095	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation	<b>200</b> \$	3,107 4,558 1,905 - 457		<b>200</b> \$	(8,072 5,623 1,755 1,726 835 1,867	)	<b>20</b>	(3,388 9,147 1,905 - 1,131	)	<b>20</b>	(10,267 8,150 3,050 3,095 1,753 5,781	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation	<b>200</b> \$	3,107 4,558 1,905 - 457 10,027		<b>200</b> \$	(8,072 5,623 1,755 1,726 835 1,867	)	<b>20</b>	(3,388 9,147 1,905 - 1,131 8,795 <b>x Months En</b>	)	20 \$	(10,267 8,150 3,050 3,095 1,753 5,781	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation Adjusted EBITDAS	200 \$ \$ Th: 200	3,107 4,558 1,905 - 457 10,027 ree Months En		\$\$ \$ une 200	(8,072 5,623 1,755 1,726 835 1,867	)	20 \$ \$ \$1	(3,388 9,147 1,905 - 1,131 8,795 <b>x Months En</b>	)	20 \$ une 20	(10,267 8,150 3,050 3,095 1,753 5,781 30,	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation Adjusted EBITDAS  GAAP net revenue	200 \$ \$ Th:	3,107 4,558 1,905 - 457 10,027 ree Months En		\$\$ \$ une 200	(8,072 5,623 1,755 1,726 835 1,867 30,	)	20 \$ \$ \$1	(3,388 9,147 1,905 - 1,131 8,795 <b>x Months En</b>	)	20 \$ une 20	08 (10,267 8,150 3,050 3,095 1,753 5,781 30, 08	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation Adjusted EBITDAS  GAAP net revenue TeT Q1 pro forma revenue	200 \$ \$ Th: 200	3,107 4,558 1,905 - 457 10,027 ree Months En		\$\$ \$ une 200	(8,072 5,623 1,755 1,726 835 1,867	)	20 \$ \$ \$1	(3,388 9,147 1,905 - 1,131 8,795 <b>x Months En</b>	)	20 \$ une 20	08 (10,267 8,150 3,050 3,095 1,753 5,781 30, 08	)
Depreciation and amortization Restructuring charges Professional fees incurred related to TeT Acquisition Stock based compensation Adjusted EBITDAS  GAAP net revenue	200 \$ \$ Th: 200	3,107 4,558 1,905 - 457 10,027 ree Months En		\$\$ \$ une 200	(8,072 5,623 1,755 1,726 835 1,867 30,	)	20 \$ \$ \$1	(3,388 9,147 1,905 - 1,131 8,795 <b>x Months En</b>	)	20 \$ une 20	08 (10,267 8,150 3,050 3,095 1,753 5,781 30, 08	)