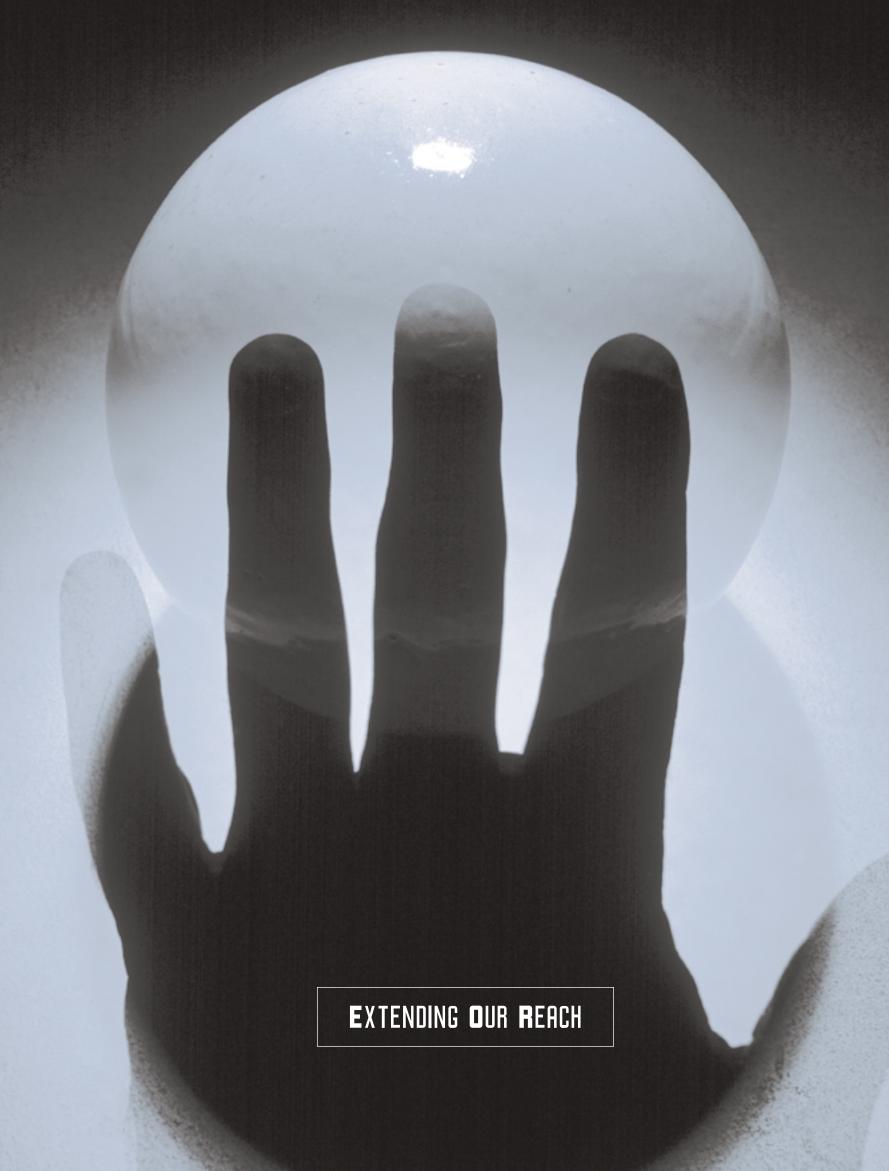
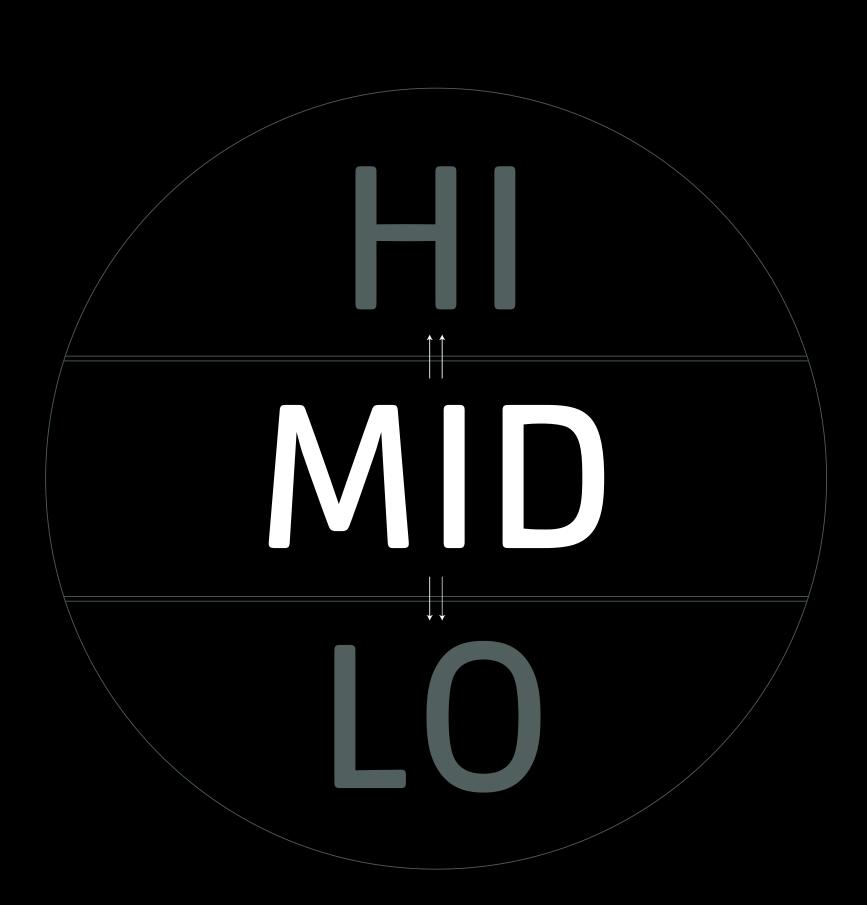
OVERLAND DATA **2000** ANNUAL REPORT



Overland is recognized as a market leader for its award-winning DLT LibraryXpress<sup>™</sup> family of products that set new standards for scalable, automated storage solutions for the mid-range network storage market. Now, Overland has extended its reach beyond its core DLT-based products for the mid-range departmental market to include products that address the low-end entry-level server and the high-end enterprise environments as well. Overland products, well-known for their quality and reliability, are sold worldwide through leading OEMs, including Compaq, IBM, Fujitsu Siemens Computers and Groupe Bull, commercial distributors such as Ingram Micro. Tech Data Corp, and Bell Microproducts, as well as storage integrators and value-added resellers. The Company's proprietary Variable Rate Randomizer (VR<sup>2</sup>)<sup>™</sup> technology, capable of significantly increasing the capacity and performance of existing linear tape technologies, is licensed to Imation Corp., Seagate Technology, StorageTek and Tandberg Data.



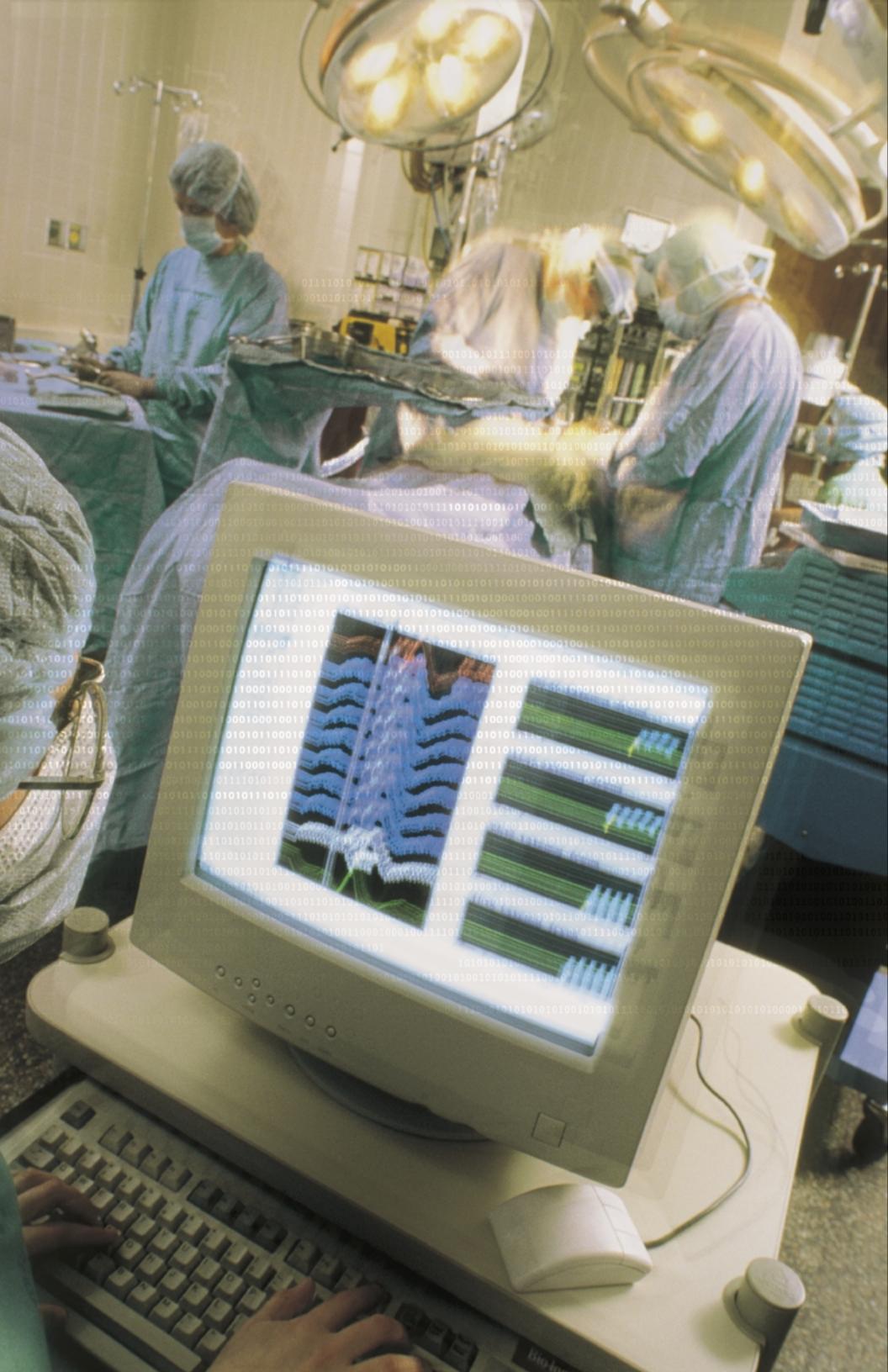
VIDEO. IN THE low-end ENTRY-LEVEL SOLUTIONS. IN THE mid-range, THE high-end Enterprise segment are



Enabled by powerful new technologies, the small-business/branch-office market is booming. With the availability of new, lower-cost servers to this market, an opportunity exists for Overland to offer low-cost, reliable storage solutions for end users typically requiring less than 40 GB of storage capacity.

In fiscal year 2000, Overland extended its reach into this market by introducing its new DLT1 LoaderXpress® and by acquiring DAT and Travanbased products as part of the Tecmar assets. In fiscal year 2001, Overland will introduce Overland- and OEM-branded products incorporating the Company's new Enhanced Digital Tape (EDT)™ format for the entry-level server market, along with other new solutions incorporating its proprietary VR<sup>2</sup> technology.

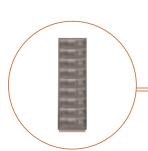






In the mid-range market, medium-sized businesses, work groups, departments and small enterprises need reliability and speed of access in a networked storage environment. Typically users in this environment require storage capacity ranging from 40 GB to 1 TB or more.

Overland serves this market today with its core line of DLT-based storage products, as well as its new AIT LibraryPro™ and DLT MinilibraryXpress™ products introduced in fiscal year 2000 for mid-range storage applications. In fiscal year 2001, Overland will extend further the breadth of its mid-range offerings by introducing new products incorporating Quantum's new SDLT and Seagate's new LTO technologies.



With the growing sophistication of wide-area networks and growing reliance on enterprise-wide software-enabled processes, large businesses and enterprises must be able to store and restore data quickly both at mainframe and offsite locations. In this market, where storage requirements typically exceed multiple terabytes, speed of access, 7x24 availability and system reliability are primary concerns.

In fiscal year 2000, Overland introduced its complete DLT EnterpriseXpress™ library system for enterprise-level applications with up to 8.5 TB compressed capacity. This year, Overland will be offering new LTO- and SDLT-based backup solutions exceeding 40 TB, and featuring redundant robotics, higher-availability, higher-speed access and integrated storage management capabilities to enable remote storage management from anywhere in the world.



OPERATING ENVIRONMENT: Enterprise

TAPE TECHNOLOGIES: Eagle/Magstar, (S)DLT, AIT, LTO

OPERATING PLATFORMS: Mainframe, UNIX, NT

OPERATING ENVIRONMENT: Department

TAPE TECHNOLOGIES: (S)DLT, LTO, Mammoth, AIT, DLT1, SLR

OPERATING PLATFORMS: UNIX, NT, Netware, Linux

OPERATING ENVIRONMENT: Small-Business

TAPE TECHNOLOGIES: DLT, DLT1, DAT, SLR, EDT

OPERATING PLATFORMS: Netware, NT, Linux

OVERLAND ENJOYS A WELL-DESERVED REPUTA-TION AS A TECHNOLOGICAL INNOVATOR. FROM ITS FIRST CIRCUIT BOARD AND SOFTWARE PRODUCTS TWENTY YEARS AGO, THROUGH ITS 9- AND 18-TRACK PRODUCTS, TO ITS INDUSTRY LEADING LIBRARYXPRESS™ SMARTSCALE STOR-AGE® ARCHITECTURE AND PROPRIETARY VR2™ TECHNOLOGY TODAY, OVERLAND HAS BROUGHT SOLUTIONS TO THE MARKETPLACE THAT HELP PEOPLE MANAGE THE GROWING CHALLENGE OF DATA STORAGE, BACKUP AND RETRIEVAL. THE COMPANY IS CONTINUING THAT TRADITION AS IT EXPANDS THE RANGE OF PRODUCTS AND TECHNOLOGIES IT OFFERS AND THE RANGE OF MARKETS IT SERVES. TODAY, OVERLAND OFFERS STORAGE AUTOMATION PRODUCTS FOR APPLICATIONS RANGING FROM THE SMALL-BUSINESS OFFICE TO THE ENTERPRISE-WIDE ENVIRONMENT, A SPECTRUM OF GROWING NEED THAT PRESENTS NEW AND ADDITIONAL GROWTH OPPORTUNITIES FOR THE COMPANY.

# TO OUR SHAREHOLDERS



This being our 20th anniversary year, it is especially fitting that the fiscal year 2000 annual report highlight Overland's strategy of extending its reach. Over our 20-year

history, we have successfully extended our reach into new

areas several times as we adapted to rapidly changing technologies and market conditions. From our roots in the PC-based data interchange market, to our introduction of the first desktop-based 9-track tape drive, to our leadership position in DLT-based

YEARS

scalable libraries and our patented VR²™ (Variable Rate Randomizer) technology, Overland has been an innovative, forward-looking company. Over the past two decades, we have shipped over 50,000 systems.

Today, Overland is highly regarded for the reliability of its products, and we enjoy a reputation as a leader in

the data storage industry. We intend to sustain this legacy of ongoing technology innovation and product excellence by remaining willing and able to extend our reach in new directions.

During fiscal year 2000, Overland achieved record revenue on strong sales of our core DLT-based LibraryXpress™ product line. For the year, we reported net sales of \$123 million, up 33% over the prior year. Helping fuel our record revenue was a 223% year-over-year increase in sales of DLT-based products to our largest OEM customer, Compaq Computer Corporation.

At the same time, we opened multiple doors to potential new growth opportunities by extending our reach into new storage technologies and by entering new segments of the storage market. This was consistent with our goal stated in last year's annual report: "to achieve continued growth by introducing new products and technologies, by establishing additional distribution partnerships,

and by pursuing potential strategic initiatives targeting emerging storage market opportunities."

By year-end, our product roadmap had taken us beyond our DLT-based products to include a broad array of storage technology platforms, including AIT, DLT1, SLR, and shortly we plan to offer SDLT and LTO Ultrium. Our fiscal year 2000 roadmap also included the acquisition in February 2000 of certain operating assets of Tecmar Technologies International, Inc., a worldwide provider of low-cost tape storage solutions for the network storage environment, in a move to accelerate our entry into the \$2 billion entry-level data storage backup market. Our acquisition of the Tecmar assets reflects our strategy to extend our reach further into the entry-level server market while we continue to build our

position in the mid-level market now dominated by DLT.

## ENTRY-LEVEL SERVER MARKET

We see a significant opportunity for Overland in the small-business, low-cost server backup market. Prices in this low-cost server market are falling rapidly, and unit growth for such servers is expected to grow rapidly as a result. What the entry-level server market lacks, however, is compatibly priced high-performance backup storage products. To fill that void, we plan to leverage Tecmar's current technology and product base to introduce next-generation, high-performance tape drives incorporating Overland's proprietary VR<sup>2</sup> technology, with the goal of delivering next-generation tape drives for the entry-level server market. Drives enhanced with VR2 will reduce backup and restore

times by 50% while as much as doubling the storage capacity currently available.

Among the assets we acquired in the Tecmar package was its line of Ditto products for the desktop tape backup market. During the fourth quarter of fiscal year 2000, we recorded a charge based on our election to discontinue the Ditto product line because of an unexpected rapid shift in market demand. This decision resulted in

a \$1.0 million or \$.10 per share aftertax charge. In addition, lower-thanexpected Tecmar revenues and margins (primarily attributable to the Ditto products), and continued R&D investment in next-generation storage products for the smallbusiness market led to operating losses at our Tecmar subsidiary. As a result, Overland reported net income of \$2.1 million or



\$.19 per share for fiscal year 2000. Our net income without the Tecmar operating losses and Ditto charge was a record \$.39 per share.

In order to stem further losses at Tecmar, we acted quickly in early fiscal year 2001 to downsize the Colorado-based subsidiary by consolidating certain functions into our San Diego facility. The remaining Colorado operation now consists primarily of an engineering team which is continu-ing development of small-business products as an integral part of our San Diego research and development group. This consolidation is expected to generate approximately \$1.1 million in annualized cost savings for Overland.

Overland remains committed to our strategy of developing and introducing new products aimed at the small-business market. We plan to continue to pursue that strategy by marketing Travan and VR2-enhanced products through OEM customers and by marketing Overland branded WangDAT™ and Travan products through our distributor and VAR channels. In addition, we are in talks presently with multiple OEMs on potential Travan-based products. In early fiscal year 2001, we announced that Fujitsu Siemens had completed qualification testing of our new, enhanced reliability, EDT20 tape drive. Initial shipments of the drives are expected in the first quarter of fiscal year 2001.

The entry-level server market represents a significant incremental market opportunity for Overland. In addition to our acquired Tecmar Travan and WangDAT products, we have introduced stand-alone and automated DLT1 tape solutions.

# MID-RANGE MARKET

Relative to the mid-range market, we launched the LibraryPro<sup>TM</sup> AIT automated library in May, and in June, Compaq announced its Overland AIT technology-based product to provide an automation library to support Compaq storage and server solutions. In our core mid-range storage market, our

DLT-based products continue to be well received in the marketplace, and we continue to anticipate strength in our Compaq and other OEM relationships.

Under our agreement with Compaq, announced at the end of fiscal year 1999, we are supplying our DLT-based LibraryXpress family of products. These products are being private labeled as "StorageWorks" and are marketed as scalable storage solutions in support of the Compaq line of Proliant servers for the

departmental storage automation market. We started shipping product to Compaq in the first quarter of fiscal year 2000, however during the first half of the year Compaq was phasing out the legacy product that we replaced. As a result, shipments to Compaq ramped significantly during the second half of the year. The bulk of our shipments to Compaq have been DLT7000-based units, but we will begin soon to shift to DLT8000-based units.

In the mid-range market, we also will be expanding our array of offerings by introducing new products incorporating SDLT, as well as LTO, during fiscal year 2001.

## **E**nterprise **M**arket

Overland took steps in fiscal year 2000 to address the high-end enterprise market with several

# IN TRIBUTE TO BILL OTTERSON

IN NOVEMBER 1999, EACH OF US AT OVERLAND LOST A BELOVED FRIEND AND ASSOCIATE WHEN BILL OTTERSON LOST HIS LONG, HEROIC BATTLE WITH CANCER. BILL, WHO LED THE GROWTH OF CIPHER DATA PRODUCTS FROM 1970 TO 1979 AND SERVED AS A MEMBER OF OVERLAND'S BOARD OF DIRECTORS SINCE 1982, WAS AN EXTRAORDINARY INDIVIDUAL. HE WAS BEST-KNOWN, PERHAPS, AS THE LONG-TIME DIRECTOR OF UCSD CONNECT, THE UNIVERSITY'S INNOVATIVE PRIVATE SECTOR PARTNERSHIP TO PROMOTE ENTREPRENEURSHIP IN SAN DIEGO. BUT HE WILL ALWAYS BE REMEMBERED FOR HIS CARING AND ENGAGING MANNER, HIS PASSIONATE DRIVE FOR EXCELLENCE AND HIS SELFLESS COMMITMENT TO THE COMMUNITY. OVER HIS MANY YEARS WITH OVERLAND, BILL LEFT HIS POSITIVE MARK ON THE COMPANY, AND WE ARE PRIVILEGED TO HONOR HIM BY CARRYING HIS VALUES FORWARD.





new products such as our scalable DLT EnterpriseXpress™ family and our SANPiper™ SCSI-to-fibre channel bridge for storage area networks. We also participated with key software suppliers such as Legato, Computer Associates and Veritas on their LAN-free and server-free backup initiatives to support effective backup in 7x24 system environments. Our modular architecture provides inherent redundancy required for true high-availability storage solutions. Overland will continue to develop SAN and NAS augmentation to our awardwinning libraries to penetrate the high-end enterprise tape automation market.

# VR2 TECHNOLOGY

In late fiscal year 2000, we announced the signing of an agreement with StorageTek to license our proprietary VR² technology for use in its leading Eagle tape product family. We expect to see the introduction of its product in 2001. The adoption of VR² by StorageTek in the enterprise storage segment is a significant event that reinforces the benefit of this technology.

StorageTek joined Imation Corp.,
Seagate Technology and Tandberg
Data as licensees of VR<sup>2</sup>. Tandberg
started shipping VR<sup>2</sup>-enabled products during the past year, thus validating the technology. We continue to
talk with other companies who have
expressed interest in VR<sup>2</sup>, and our
license to StorageTek should
further promote additional licensing of
the VR<sup>2</sup> technology.

# DISTRIBUTION

In July 1999, we announced the addition of Ingram Micro as a major commercial distribution partner for Overland, adding to our existing partnerships with Tech Data and Bell Microproducts. We continue to seek additional storage integrators and value-added resellers who serve our end-user customers.

We also are seeking new modes of channel support and distribution, such as through the Internet. During the year we launched our new B2B ecommerce strategy to deliver end-toend supply, service and sales functions via the web to our resellers and existing customers worldwide. Our initiative has been well-received by our

resellers because we are making their processes and ours more efficient and effective.

# **O**UTLOOK

Going forward, our strategy for growth will be to continue to support our leadership position in the mid-range storage market with new products, technologies and distribution partners, while extending our focus in the enter-prise and entry-level segments of the network storage market.

We continue to believe that

significant growth opportunities exist for Overland. Demand for storage is growing at all levels of the market — from the entry-level small-business to the high-end enterprise-level market. We continue to benefit from growing sales of an expanding line of DLT-based products and our Compaq relationship is growing well. With new products based on technologies such as Travan, AIT, SLR, DLT1, SDLT and LTO, we are extending our reach as a leading provider of automation solutions, and enhancing our ability to participate

successfully in new markets with

new products and technologies. We are committed to our strategy of pursuing the small-business market with next-generation VR2-enhanced storage products, and we hope to sign additional licensees to our VR2 technology, leading to a growing royalty stream for Overland from VR2. In the future, we also expect to utilize the Internet to create a new B2C capability for entry-level products.

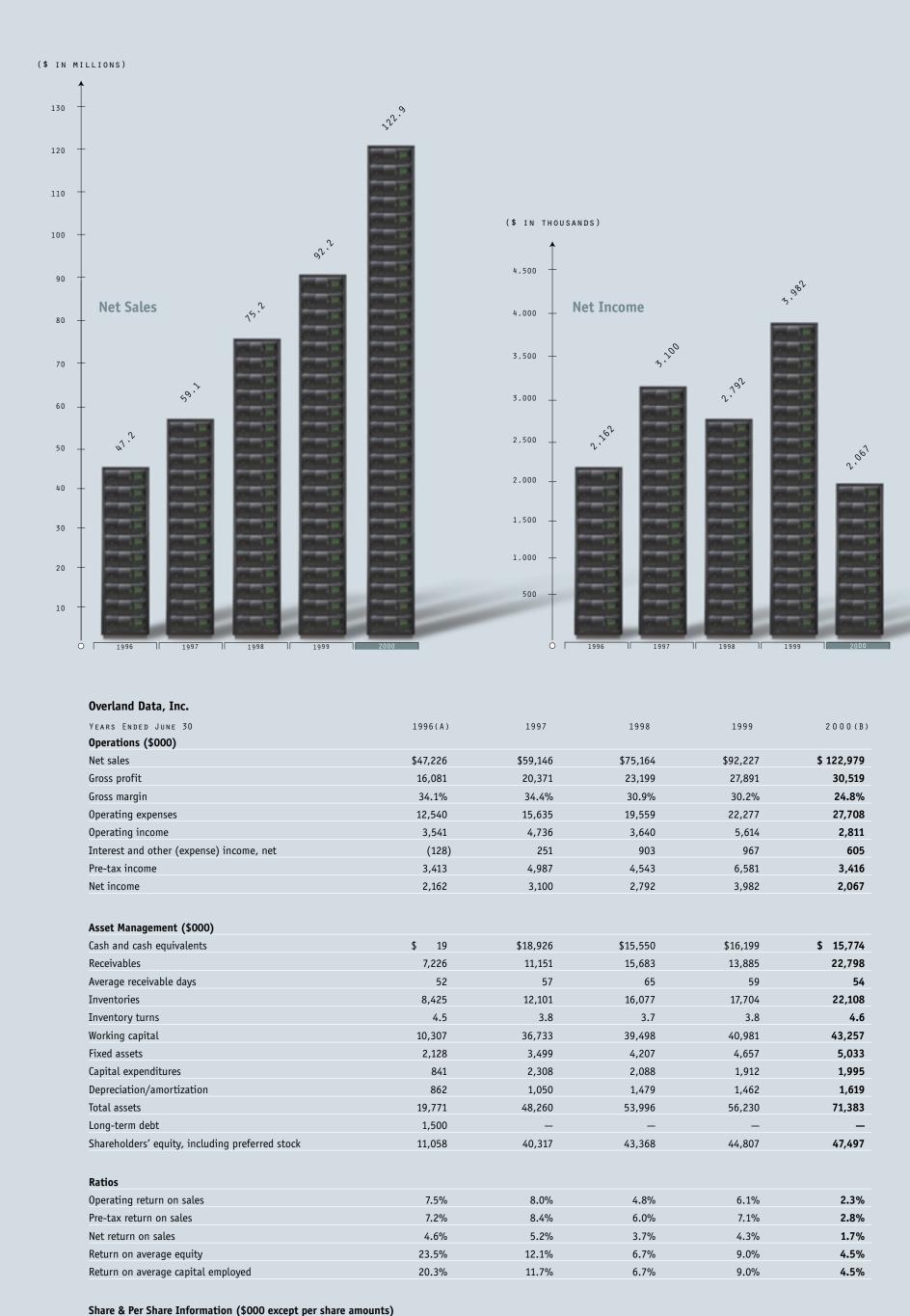
We take this opportunity as well to express our gratitude to all of our stakeholders — shareholders, employees, customers, and partners — for their respective contributions and continued support and interest in Overland. We look forward to keeping you apprised of our future progress.

Sincerely,

Scott McClendon

PRESIDENT AND CHIEF EXECUTIVE OFFICER

hott M-Clerda



Net income per share (diluted)	\$ 0.28	\$ 0.33	\$ 0.25	\$ 0.37	\$ 0.19
Equity per share at year-end	\$ 1.49	\$ 3.86	\$ 4.11	\$ 4.44	\$ 4.62
Ending cash and cash equivalents per share	\$ 0.00	\$ 1.81	\$ 1.47	\$ 1.61	\$ 1.54

10,435

9,294

10,549

11,069

10,270

10,688

10,090

10,652

7,399

7,666

Number of shares outstanding at year-end

Shares used in computing net income per share

<sup>(</sup>a) FISCAL 1996 NET INCOME, NET RETURN RATIOS AND EARNINGS PER SHARE DATA EXCLUDE THE EFFECT OF A NON-RECURRING INCOME TAX CREDIT OF \$997,000.

<sup>(</sup>B) FISCAL 2000 GROSS PROFIT, OPERATING INCOME, PRE-TAX INCOME, NET INCOME, NET RETURN RATIOS AND EARNINGS PER SHARE DATA INCLUDE THE EFFECT OF A NON-RECURRING PRE-TAX INVENTORY WRITE-OFF OF \$1.7 MILLION, EQUIVALENT TO \$.10 PER SHARE ON AN AFTER-TAX BASIS.

Overland offers a full line of innovative tape loaders and libraries designed to meet a wide array of storage needs, ranging from entry-level applications to departmental and enterprise-level environments. Overland has an installed base of over 50,000 systems worldwide and all products are fully compatible with all popular software and major operating systems. The Company's products have received multiple major industry awards, and are backed by unmatched warranty programs and an outstanding history of product reliability.

# OLT LIBRARYXPRESS™

- with 50 GB to 5.5 TB (up to 11 TB compressed
- 16 drives and 138



#### DLT ENTERPRISEXPRESS™ Complete library system for your enterprise with 50 GB to 4.2 TB of storage requirements (up to 8.5 TB compressed

8000 drives One U accessory slot available for additional



#### AIT LIBRARYPRO™

- Scalable library for with 50 GB to 8.55 TB (up to 22 TB com
- pressed capacity)

  Up to 9 modules 18 drives and 171 cartridges



• The L490E is the first mini-library in the world to read and write both 18- and 36-track formats. With an integrated 10-cartridge robotic mechanism, the L490E is available in tower, desktop or rack-

mount configurations The T490E offers single tape 18- and and interchange roven to deliver and retrieval



- SRNPIPER™ Flexible, scalable enternrise-class fibre
- to SCSI bridge Up to 6 independent and 4 SCSI busses
- · Supports SW or LW copper fibre channel ports for connection in mixed-media
- environments Supports serverless extended (3rd party)
- Optional SANManager software provides endto-end enterprise on-board Ethernet port

- Enables remote manage ment of Overland loadanywhere in the world with any standard Web browser
- Platform independent Intra/Internet ready allows connection to existing LAN infrastructure
- Simple graphical user interface allows the operator to perform any function normally done at the loader or library
- Establish a dialog with up to four network





OLT LIBRARYXPRESS™ LXB

· A stand-alone library that is also

scalable for servers or networks

1 or 2 DLT4000, 7000 or 8000 drives

10-cartridge removable magazine

with 50 to 400 GB of storage

requirements (up to 800 GB compressed capacity)

Desktop or rackmount

Bar code reader standard



capacity)
• 1 to 12 DLT7000 or



- DLT MINILIBRARYXPRESST
- Large capacity mini-library designed for servers or networks with 50 to 600 GB of storage requirements (up to 1.2 TB
- 1 or 2 DLT4000, 7000 or 8000 15-cartridge removable magazine



#### AIT LIBRARYPRO™

- · A stand-alone library that is also scalable for servers or networks with 50 to 950 GB of storage requirements (up to 2.5 TB compressed capacity)
- 0, 1 or 2 AIT-1 or AIT-2 drives 19-cartridge removable
- magazine + mail slot
- Desktop or rackmount



DEPARTMENT

SMALL-BUSINESS

MENTUS,

AND PRODUCED BY

#### OLT LOADERXPRESS

- Entry-level DLT automation servers o networks with 15 to 400 GB of storage requirements (up to 800 GB compressed
- capacity)
   1 DLT4000, 7000, 8000 or DLT1 drive
- removable magazine Desktop design



- Single-cartridge drive for servers with 3 to requirements (up to capacity)
- DLT4000, 7000, 8000
- Transfer rate up to 12 MB/second
- Unsurpassed data integrity for high reliability



#### DDS-2, DDS-3 and

- DDS-4 formats capacity
- Up to 330 MB/minute
- . 0EM and network solu-· Internal and portable



#### Entry-level server backup

- Up to 40 GB compressed
- OEM or bundled workstation/
- network solutions
- Internal ATAPI and SCSI models
  • External portable SCSI
- models



OVERLAND, LIBRARYXPRESS, VR2 (VARIABLE RATE RANDOMIZER), EDT (ENHANCED DIGITAL TAPE), SMARTSCALE STORAGE, ENTERPRISEXPRESS, MINILIBRARYXPRESS, LIBRARYPRO, LOADERXPRESS, TAPEXPRESS, SANPIPER, WEB TLC, TECMAR, AND WANGDAT ARE REGISTERED TRADEMARKS OF OVERLAND DATA, INC. ALL OTHER TRADEMARKS ARE PROPERTIES OF THEIR RESPECTIVE OWNERS.

models

# www.overlanddata.com

To find up-to-date information about Overland's products, locations, operations, investor information and press releases, visit our web site.

BOARD OF DIRECTORS

## Robert A. Degan

Private Investor Director since 2000

# Martin D. Gray

Co-Founder and Chief Technical Officer Overland Data, Inc. Director since 1980

## Scott McClendon

President and CEO Overland Data, Inc. Director since 1991

## **Peter Preuss**

President Preuss Foundation Director since 1998

## John A. Shane

President Palmer Service Corporation Director since 1992

CORPORATE MANAGEMENT

#### John W. Adams Vice President, OEM Sales

Teresa L. Baltao Vice President,

# **Human Resources**

**Nicholas Charles** Vice President and Managing Director, EMEA

## John F. Clovd

Vice President, Information Systems

#### W. Michael Gawarecki\* Vice President, Operations

Martin D. Gray\* Vice President and Chief Technical Officer

## Vernon A. LoForti\*

Vice President, Chief Financial Officer and Secretary

#### Scott McClendon\* President and

Chief Executive Officer Steven E. Richardson\* Vice President, Marketing

#### Robert J. Scroop\* Vice President, Engineering

CORPORATE INFORMATION

#### Overland Data, Inc. 8975 Balboa Avenue

San Diego, CA 92123-1599 USA Toll free: 800-729-8725 Tel: 858-571-5555 Fax: 858-571-0982 Tech Support: 858-495-4280 E-mail: sales@overlanddata.com

## Overland Data (Europe), Ltd.

Overland House, Ashville Way Wokingham, Berkshire RG41 2PL, England Tel: +44 (0)118-9898000 Fax: +44 (0)118-9891897 E-mail: europe@overlanddata.com

## Overland Data, SARL

Southern Europe Office Immeuble Le Magellan, CE202 7 Rue Montespan 91024 EVRY Cedex, France Tel: +33 (0)1 60 87 20 60 Fax: +33 (0)1 60 87 20 65 E-mail: france@overlanddata.com

## Overland Data, GmbH

Central Europe Office Humboldtstrasse 12 85609 Dornach, Germany Tel: +49 89-94490-212 Fax: +49 89-94490-414 E-mail: germany@overlanddata.com SHAREHOLDER INFORMATION

## Annual Meeting of Shareholders

The annual meeting will be held at 9:00 am on Tuesday, November 14, 2000, at Overland Corporate Headquarters in San Diego, CA.

# **Stock Information**

Overland's Common Stock is traded on the National Market System of the National Association of Securities Dealers Automated Quotation System (NASDAQ) under the symbol "OVRL."

## Transfer Agent and Registrar

Wells Fargo Shareowner Services 161 North Concord Exchange South St. Paul, Minnesota 55075 800-468-9716

## **Independent Accountants**

PricewaterhouseCoopers LLP 750 B Street, Suite 2400 San Diego, California 92101

## **Investor Information**

Overland's filings with the Securities and Exchange Commission are available, free of charge, upon request to the Investor Relations Department or through Overland's web site. They are also available through SEC's EDGAR site on the internet at http://www.sec.gov or through links to the Company's home page.



\*Executive Officer of Overland under section 16 of the Securities and Exchange Act of 1934.