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Results FY 2017 Schaeffler AG

Conference Call March 7, 2018 Munich Disclaimer SCHAEFFLER

This presentation contains forward-looking statements. The words "anticipate", "assume", "believe", "estimate", "expect", "intend", "may", "plan", "project", "should" and similar expressions are used to identify forward-looking statements. Forward-looking statements are statements that are not historical facts; they include statements about Schaeffler Group's beliefs and expectations and the assumptions underlying them. These statements are based on plans, estimates and projections as they are currently available to the management of Schaeffler AG. Forward-looking statements therefore speak only as of the date they are made, and Schaeffler Group undertakes no obligation to update any of them in light of new information or future events.

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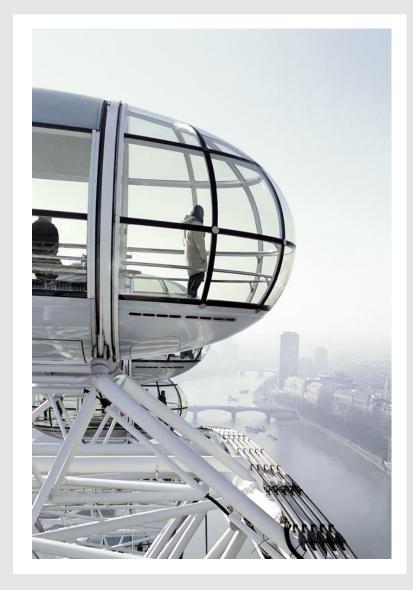
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Agenda SCHAEFFLER

- 1 Overview
- **2** Key Investment Highlights
- **3** Financial Results 2017
- 4 Outlook

Solid results 2017 - Transformation to be accelerated



Key aspects

- FY 2017 Schaeffler Group Sales +5.9%¹⁾ All divisions and regions contributed
- FY 2017 EBIT margin²⁾ at 11.3% (FY 2016: 12.7%) Net Income³⁾ increased to EUR 980 mn (+14% vs. Prior Year)
- FY 2017 Free Cash Flow of EUR 488 mn (FY 2016: EUR 735 mn) -Capex to sales at 9.1% in FY 2017 (FY 2016: 8.6%)
- Guidance 2017⁴⁾ achieved Financial Ambitions 2020 confirmed
- New business structure with 3 divisions⁵⁾ More transparency, more accountability
- Excellence program "Agenda 4 Plus One" Increased to 20 initiatives

Schaeffler AG FY 2017 Results

2) Before special items 3) Attributable to shareholders of the parent company

4) Revised guidance as of June 26, 2017

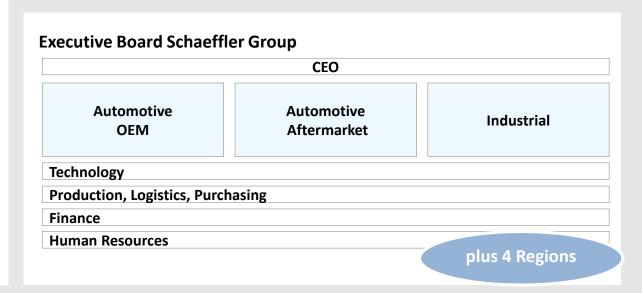
5) As of January 1st, 2018



- Joined the Schaeffler Group in 1994
- Many years of experience in Germany and abroad, especially in the operations area
- Regional CEO Asia/Pacific and Member of the Executive Board since 2014

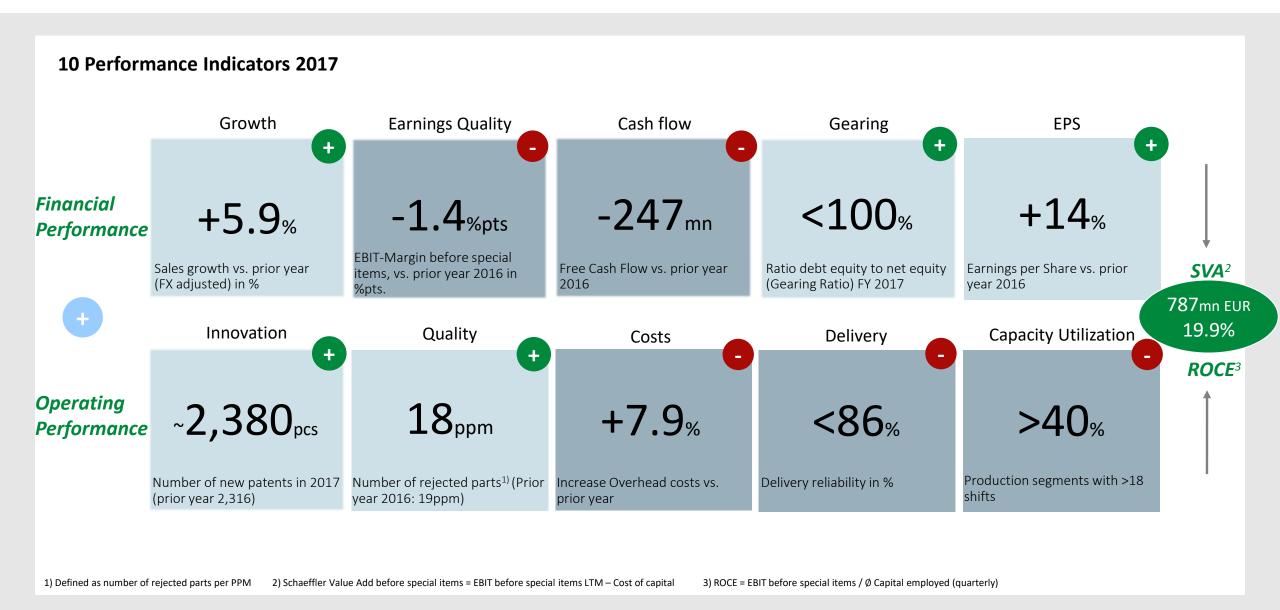
Decisions Supervisory Board, 2nd March

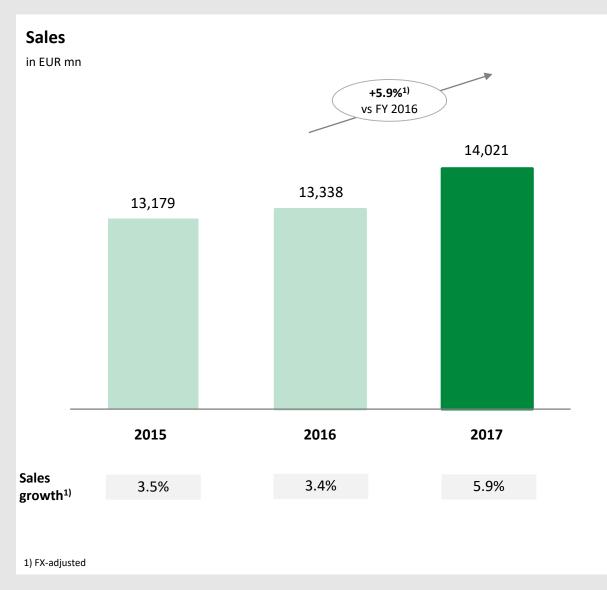
- ➤ Andreas Schick becomes Member of the Board of Managing Directors of Schaeffler AG, responsible for Production, Logistics and Purchasing as of April 1st, 2018
- ▶ Oliver Jung leaves Schaeffler AG as of March 31st, 2018
- Contract of Corinna Schittenhelm, Chief Human Resources Officer, extended for five years

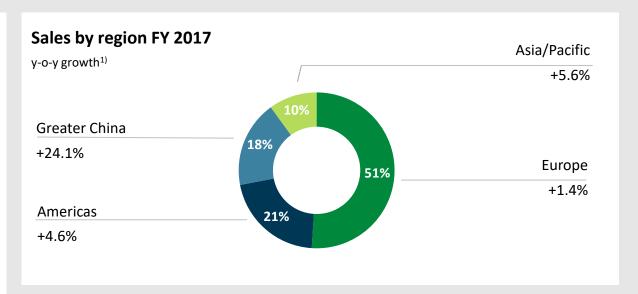


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Performance 2017 – Highlights and Lowlights

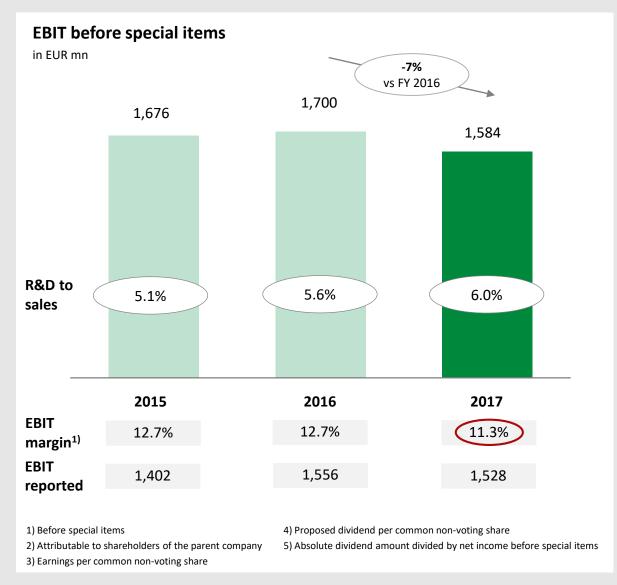


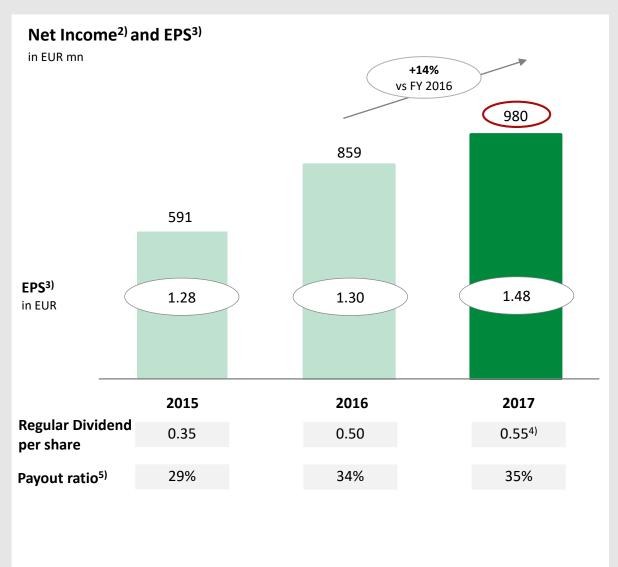




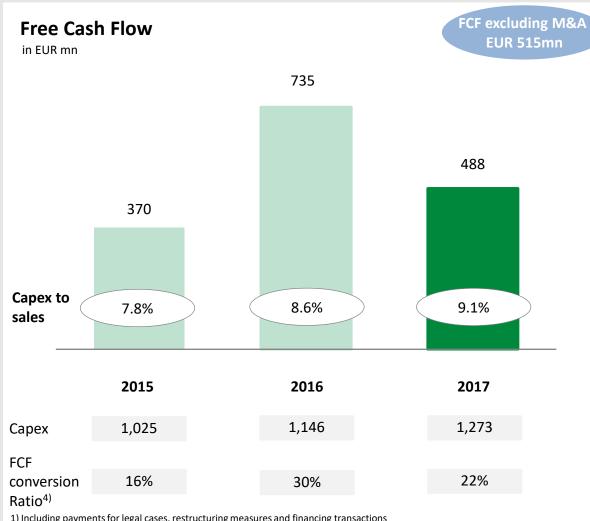
Sales by division ²⁾ y-o-y growth	FY 2015	FY 2016	FY 2017	Δ 16/17 ¹⁾
Automotive OEM	8,272	8,525	8,991	+6.5%
Automotive Aftermarket	1,705	1,813	1,880	+3.2%
Industrial	3,202	3,000	3,150	+5.7%
Group	13,179	13,338	14,021	+5.9%
2) Proforma figures				







Free Cash Flow EUR 488 mn – Capex ratio increased to 9.1%



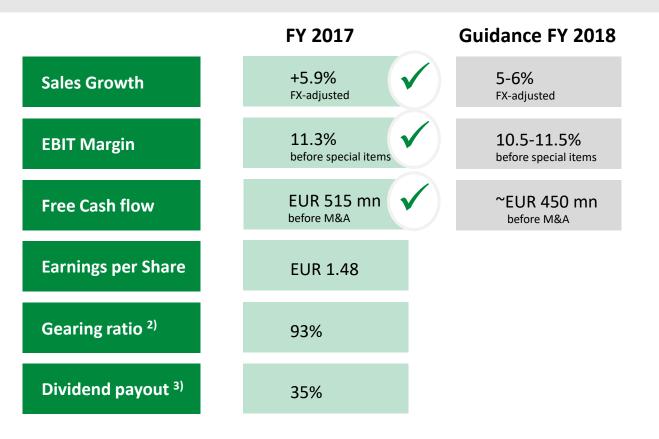
- 1) Including payments for legal cases, restructuring measures and financing transactions
- 2) Capex in major logistic projects Aftermarket Kitting Operation (AKO) and European Distribution Center (EDC)
- 3) Cash in- and outflows for M&A activities
- 4) FCF before M&A to EBITDA before special items

Key aspects

- Free Cash Flow decreased from EUR 735 mn to EUR 488 mn due to lower profitability and higher capital expenditures
- Capex to sales at 9.1% in FY 2017 (8.6% in FY 2016)
- ▶ Receivable Sale Program with EUR 150mn positive impact on FCF in 2nd half 2017

FCF De		FY 2015	FY 2016	FY 2017	Δ 16/17
	FCF as reported	370	735	488	(247)
	Non recurring items ¹⁾	215	97	175	78
	AKO / EDC ²⁾	0	16	120	104
	M&A ³⁾	0	0	27	27
	Receivable Sale Program	0	0	(150)	(150)
		585	848	660	(188)







in 2020

Financial Ambitions 2020

Market assumptions 2018

- Automotive OEM: Growth of global passenger car production of around 2%
- Automotive Aftermarket: Stable growth in the global vehicle population and a nearly unchanged average vehicle age
- Industrial: Slightly higher growth in industrial production in 2018 than in 2017

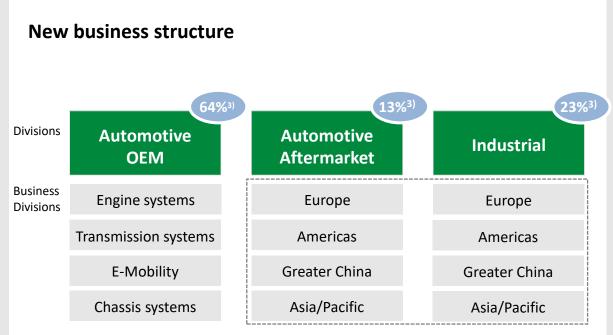
1) Revised guidance as of June 26, 2017 2) Ratio of net financial debt to equity incl. non-controlling interests

3) Payout ratio based on net income before special items and on dividend proposal of 55 cents

<75%

30-40%

New business structure with 3 divisions – More transparency, more accountability



Key aspects

- New business structure with 3 divisions
- Automotive Aftermarket reported separately as of January 1st 2018
- ▶ Automotive OEM with new business division E-Mobility
- 1) FX adjusted
 2) Before special items

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- 3) in % of Group Sales 2017
- 4) Proforma figures

Key performance indicators						
		FY 2016 ⁴⁾	FY 2017 ⁴⁾			
Automotive	Sales ¹⁾	8,525 mn	8,991 mn			
OEM	EBIT ²⁾	1,095 mn	973 mn			
Automotive	Sales ¹⁾	1,813 mn	1,880 mn			
Aftermarket	EBIT ²⁾	386 mn	358 mn			
Industrial	Sales ¹⁾	3,000 mn	3,150 mn			
-muustriai	EBIT ²⁾	219 mn	253 mn			

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Excellence program "Agenda 4 Plus One" – Increased to 20 initiatives

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Completion ratio as of Dec 31,2017: 35%²⁾

Agenda 4 plus One



- Comprehensive program increased to 20 initiatives
- ► EUR 300 mn profitability improvement potential until 2022¹) and over EUR 1 bn of additional investment
- Each initiative driven by Board sponsor and supported by a business case

1) Compared to FY 2017 2) For all 20 initiatives 3) Real Estate optimization

20 strategic initiatives

Customer Focus

- Customer Excellence
- 2 E-Mobility
- 3 Industry 4.0
- 17 Global Supply Chain

New

Leadership and Talent Management

- 10 Leadership & Corporate Values
- 11 Qualification for Tomorrow
- 12 New Work

Operational Excellence

- 4 Quality for Tomorrow
- Global Footprint
- 6 Factory for Tomorrow
- Shared Services
- Process Excellence
- Aftermarket Kitting Operation (AKO) New

Financial Flexibility

- Working Capital
- 19 Global Reporting New

Long-term Competitiveness and Value Creation

- 13 Program CORE
- 15 Digital Agenda

- 14 IT 2020
- 16 Global Branding
- 20 Focus³⁾

New

12 March 7, 2018 Schaeffler AG FY 2017 Results

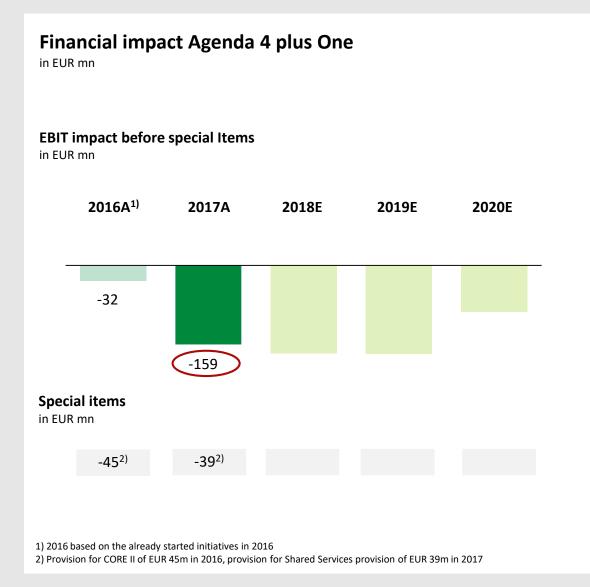
Acceleration of transformation – 5 key questions

5 key questions

- What is the financial impact of Agenda 4 plus One?
- What is the expected profitability of your 3 divisions in 2018?
- How will you close the gap to your Financial Ambitions 2020?
- How is your order book developing?
- How do you plan to allocate capital and use your cashflow going forward?

Accelerating our transformation

"What is the financial impact of Agenda 4 plus One?"



Key aspects

- Agenda 4 plus One with its 20 initiatives led to EUR 159 mn expenditures in 2017 reducing the EBIT before special items
- Total profitability improvement potential of Agenda 4 plus
 One of EUR 300 mn until 2022
- Guidance 2018 includes financial impact from Agenda 4 Plus One

P&L Details in EUR mn	Actual 2015	Actual 2016	Actual 2017
Sales	13,179	13,338	14,021
thereof Agenda 4 Plus One	0	50	70
EBIT before special items	1,676	1,700	1,584
EBIT margin before special items	12.7%	12.7%	11.3%
thereof Agenda 4 Plus One	0	-32	-159
Special Items	-274	-144	-56
thereof Agenda 4 Plus One	0	-45	-39

"What is the expected profitability of your 3 divisions?"

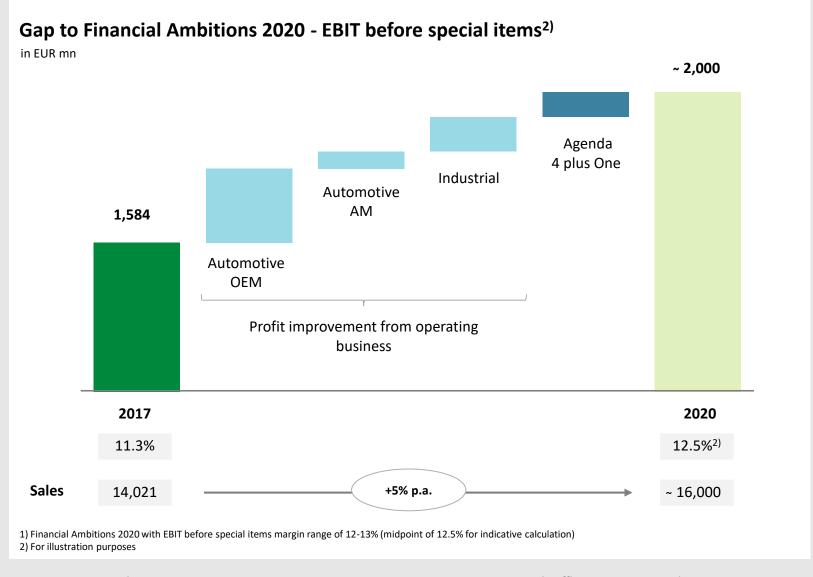


Includes impact

of "Agenda 4 Plus One" **Proforma Proforma Divisional Guidance FY 2016 FY 2017 FY 2018** 64%3) Sales Growth¹⁾ +4.8% +6.5% Sales growth¹⁾ 6-7% **Automotive OEM** 9.5-10.5% EBIT margin²⁾ 10.8% EBIT margin²⁾ 12.8% 13%3) Sales Growth¹⁾ +10.6% +3.2% Sales growth¹⁾ 3-4% **Automotive Aftermarket** EBIT margin²⁾ 21.3% 19.0% EBIT margin²⁾ 16.5-17.5% **23%**³⁾ Sales growth¹⁾ 3-4% -4.8% +5.7% Sales Growth¹⁾ Industrial EBIT margin²⁾ 7.3% EBIT margin²⁾ 9-10% 8.0% 1) FX adjusted 2) Before special items

3) In % of Group Sales 2017

"How will you close the gap to your Financial Ambitions 2020?"



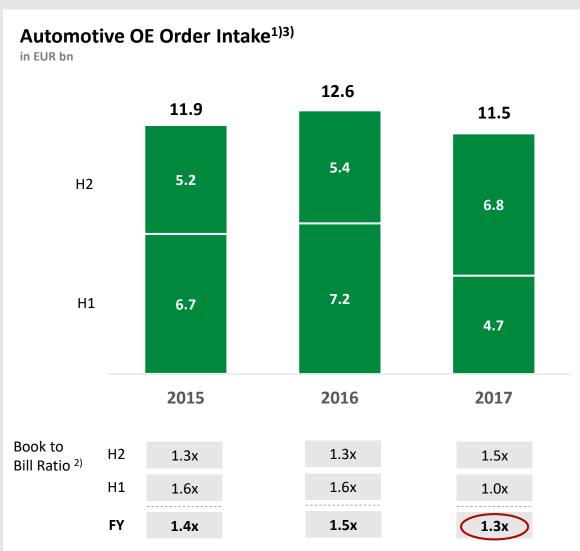
Key aspects

- Financial Ambition for 2020 based upon operating performance and realization of Agenda 4 plus One
- Operating performance driven by growth of Automotive OEM above market, steady growth of Automotive Aftermarket at stable margins and Industrial division reaching 11-13% EBIT margin by 2020
- Impact from Agenda 4 Plus One driven by execution of key initiatives

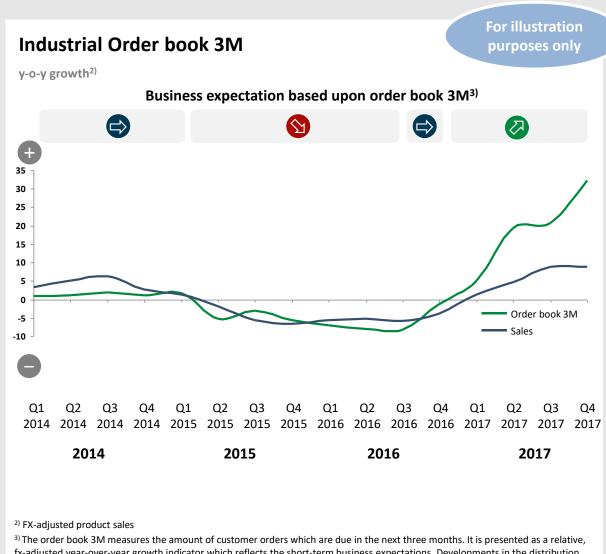
Execution is key to success

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"How is your order book developing?"



¹⁾ Received orders in given time period 2) Lifetime Sales / Current period revenue 3) Excluding Automotive Aftermarket



fx-adjusted year-over-year growth indicator which reflects the short-term business expectations. Developments in the distribution business have typically a shorter reach and are therefore only partially reflected by this indicator.

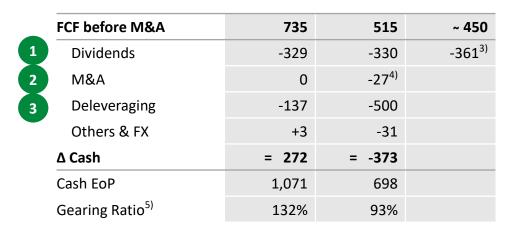
"How do you plan to allocate capital and use your cash flow going forward?"

Free Cash Flow Analysis

in EUR mn

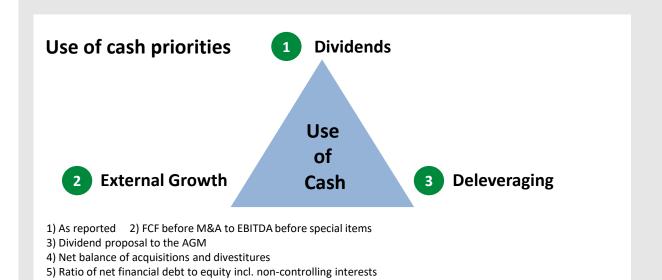
FCF generation	Actual 2016	Actual 2017	Guidance 2018
EBITDA	2,293	2,295	
Capex	-1,146	-1,273	
Others	-412	-534	
FCF 1)	= 735	= 488	
M&A	0	+274)	
FCF before M&A	= 735	= 515	~ 450
FCF Conversion Ratio ²⁾	30%	22%	

FCF allocation

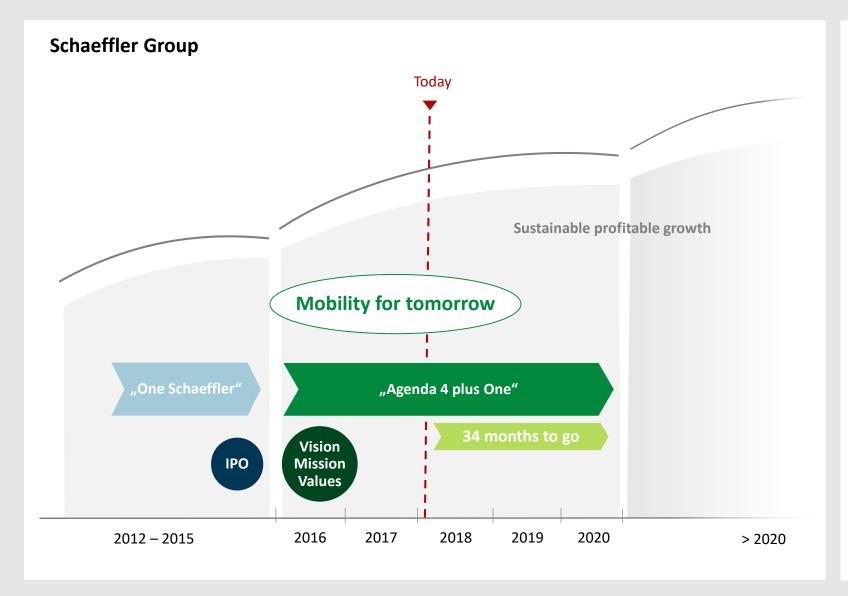


Key aspects

- Schaeffler Group generates significant Free Cash Flow from its operating business
- Schaeffler Group finances organic growth from internal cash generation, external growth shall be financed by external debt
- Dividend continues to remain first priority (30-40% payout ratio)



Schaeffler "Mobility for tomorrow" - Transformation to be accelerated



Key aspects

- Strategy "Mobility for tomorrow" successfully implemented
- ► Excellence program "Agenda 4 plus One" increased to 20 initiatives
- ➤ 3 divisions from January 1st 2018 onwards: Automotive OEM, Automotive Aftermarket, Industrial
- ▶ "One Schaeffler" approach to be further strengthened

Accelerating our transformation

Key figures FY 2017



in EUR mn	FY 2016	FY 2017	FY 2017 vs. FY 2016	0/1/2016	Q4 2017	Q4 2017 vs. Q4 2016
Sales 1	13,338	14,021	+5.1% +5.9% ¹⁾	3,361	3,541	+5.4% +8.5% ¹⁾
EBIT 2	1,556 1,700 ²⁾	1,528 1,584 ²⁾	-28 mn -116 mn	280 424 ²⁾	319 388 ²⁾	+39 mn -36 mn
EBIT margin	11.7% 12.7% ²⁾	10.9% 11.3% ²⁾	-0.8%-pts. -1.4%-pts.	8.3% 12.6% ²⁾	9.0%	+0.7%-pts. -1.6-pts.
Net income ³⁾	859	980	+121 mn	187	189	+2 mn
EPS ⁴⁾	1.30	1.48	+0.18	0.28	0.29	+0.01
Free cash flow	735	488	-247 mn	256	244	-12 mn
Сарех	1,146	1,273	+127 mn	317	400	+83 mn
Net financial debt	2,636	2,370	-266 mn	2,636	2,370	-266 mn
Gearing Ratio 5)	132%	93%	-39%-pts.	132%	93%	-39%-pts.
ROCE ²⁾	22.3%	19.9%	-2.4%-pts.	22.3%	19.9%	-2.4%-pts.

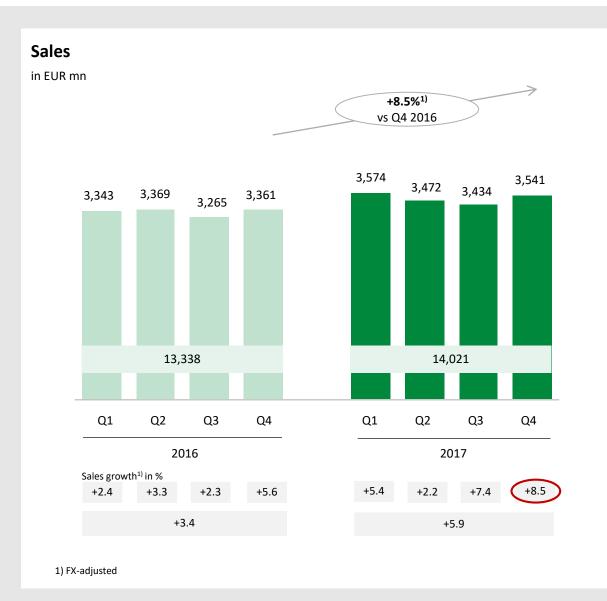
 ¹⁾ FX-adjusted
 2) Before special items

³⁾ Attributable to shareholders of the parent company

⁴⁾ Earnings per common non-voting share

⁵⁾ Ratio of net financial debt to equity incl. non-controlling interests

Sales Schaeffler Group – Sales growth FY 2017 5.9%1)



Key aspects

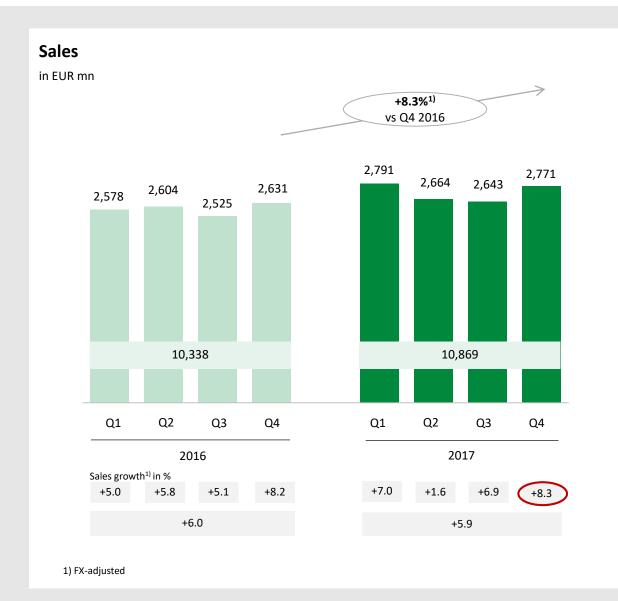
- ► FY 2017 growth of +5.9%¹) with acceleration in Q4
- Automotive growth with outperformance of 3.8% for the Full Year 2017
- ▶ Industrial growth of +5.7%¹) in FY 2017 all regions contributed

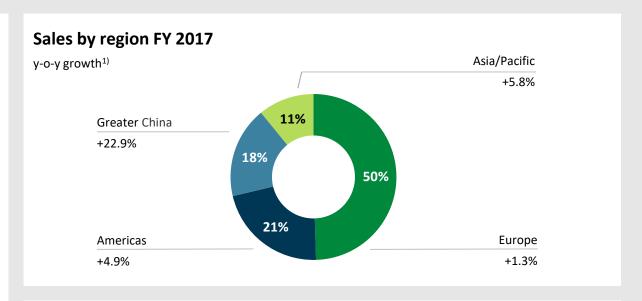
Divisional growth rates

	Q4 2017 as reported	Q4 2017 FX-adjusted	FY 2017 as reported	FY 2017 FX-adjusted
Automotive	+5.3%	+8.3%	+5.1%	+5.9%
Industrial	+5.5%	+9.0%	+5.1%	+5.7%
Group	+5.4%	+8.5%	+5.1%	+5.9%

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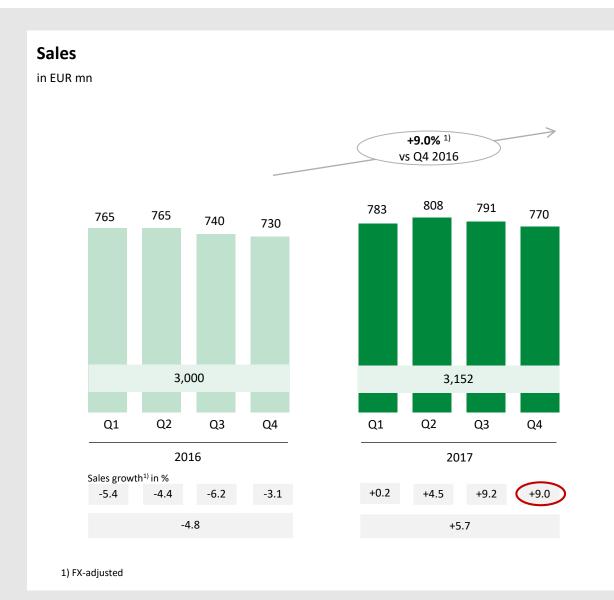
Sales Automotive Division – Sales growth FY 2017 5.9%¹⁾

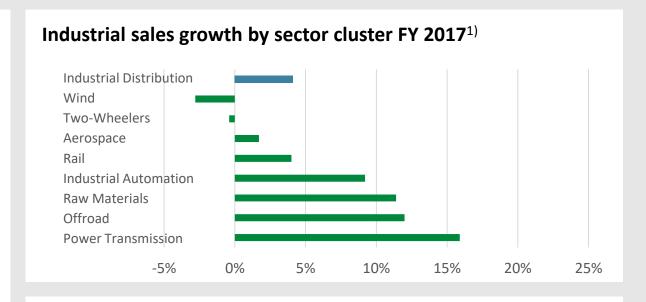




Sales by business division								
y-o-y growth (w/o FX effects) Λ								
	FY 2016	FY 2017	Δ (w/o FX effects)	Q4 2016	Q4 2017	(w/o FX effects)		
Engine	2,646	2,787	+6.7%	686	718	+9.1%		
Transmission	4,346	4,620	+7.4%	1,130	1,192	+8.7%		
Chassis	1,533	1,588	+4.2%	390	415	+9.0%		
Aftermarket	1,813	1,874	+3.2%	425	446	+6.5%		
Total	10,338	10,869	+5.9%	2,631	2,771	+8.3%		

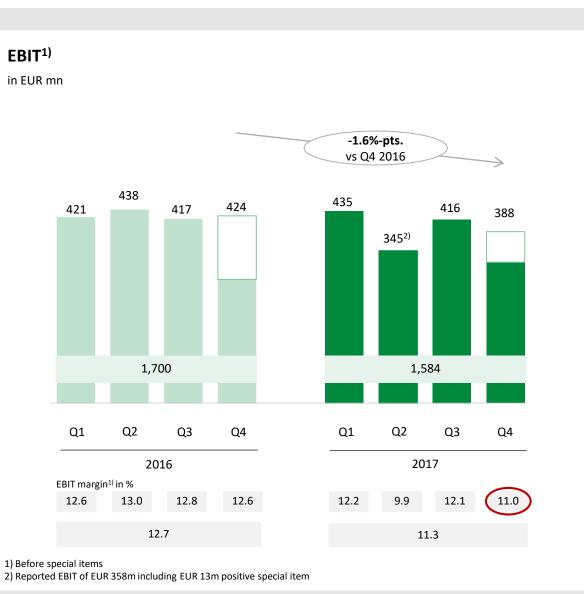
Sales Industrial Division – Sales growth FY 2017 5.7%1)





Sales by region						
y-o-y growth (w/o FX effe	ects) FY 2016	FY 2017	Δ	Q4 2016	Q4 2017	Δ
Europe	1,772	1,803	+1.7%	420	435	+4.5%
Americas	561	575	+3.3%	139	135	+4.7%
Greater China	378	472	+29.3%	99	122	+32.2%
Asia/Pacific	289	302	+4.9%	72	78	+14.4%
Total	3,000	3,152	+5.7%	730	770	+9.0%

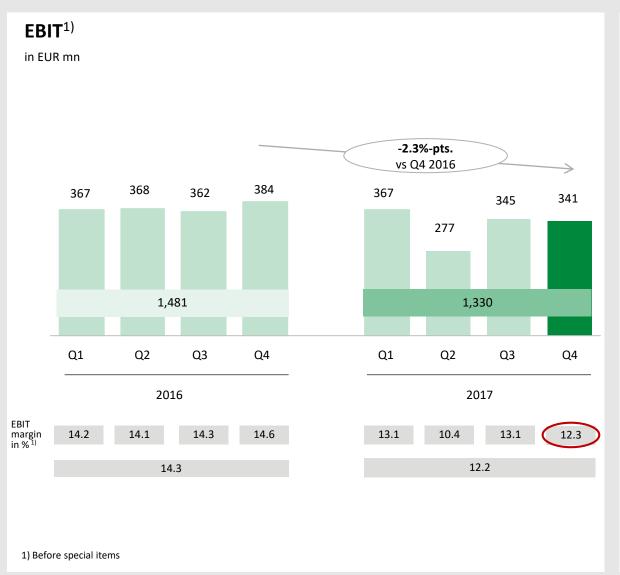
Group EBIT margin – Q4 2017 weaker than expected

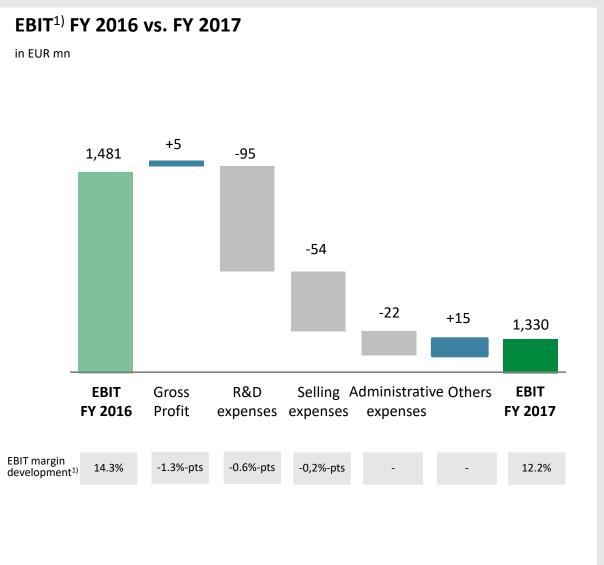


Moving parts Q4 2017

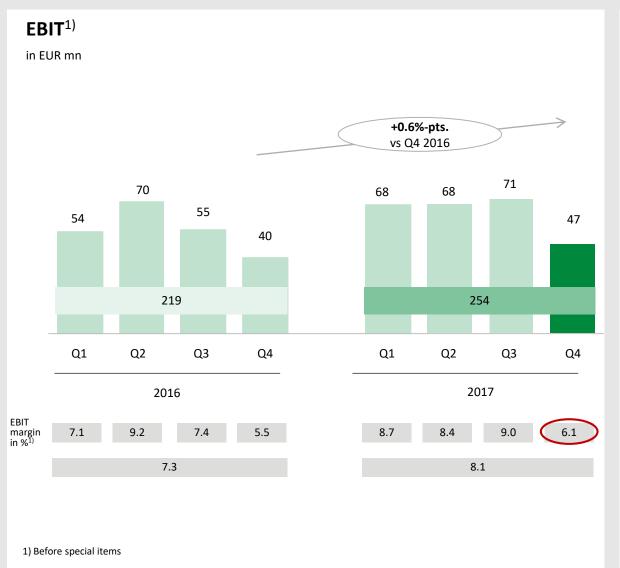
- ▶ Very high level of demand in Q4 compared to previous quarters led to:
 - ▶ Inefficiencies in plants caused by strained supply chain and high level of utilization
 - ► Increase of logistics costs including special freight due to high demand in China
- ► Small increase in Agenda 4 plus One expenses

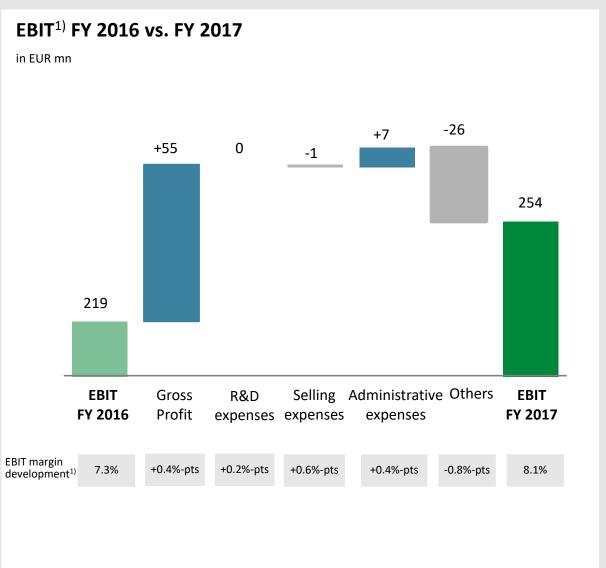
2 Automotive EBIT – EBIT margin¹⁾ FY 2017 at 12.2%



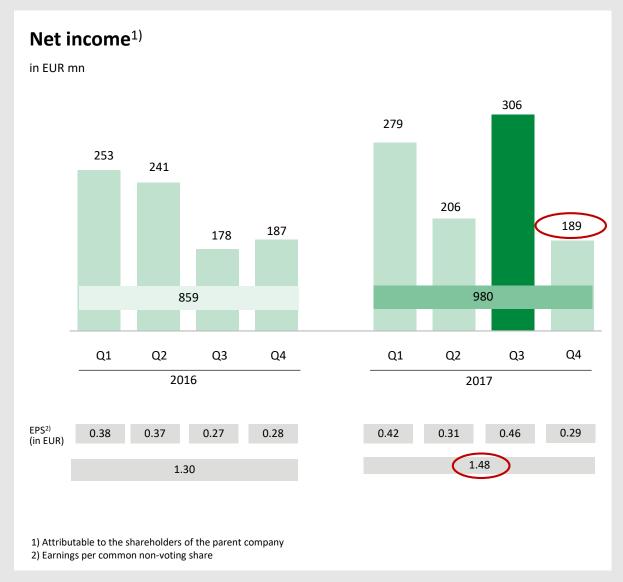


2 Industrial EBIT – EBIT margin¹⁾ FY 2017 at 8.1%



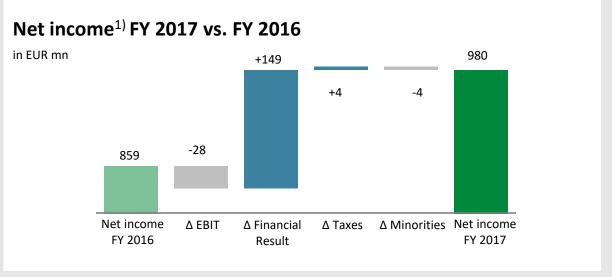


Net income¹⁾ – FY 2017 plus 14%

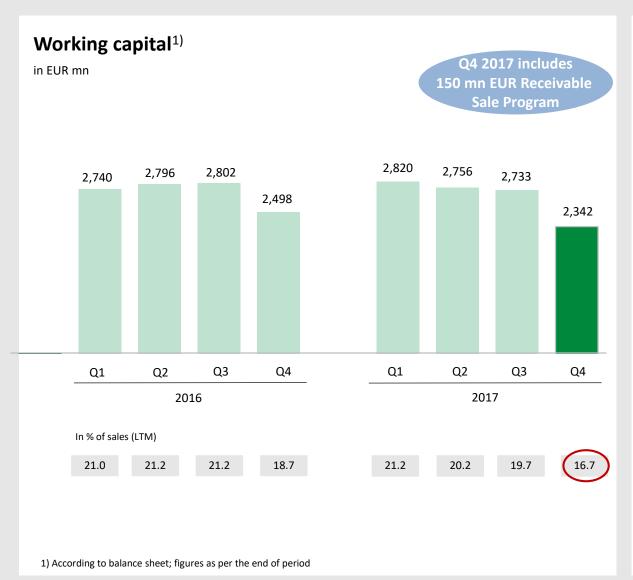


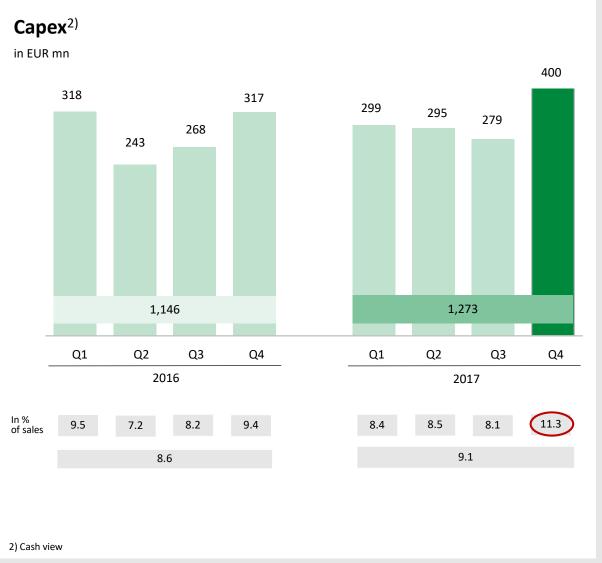
Key aspects

- FY 2017 EPS improved by 14% to EUR 1.48
- Significant improvement of financial result due to lower interest expenses on financial debt
- ▶ Benefit from lower tax rate of 25.4% in FY 2017 vs 28.2% in FY 2016 mainly driven by one-time effects

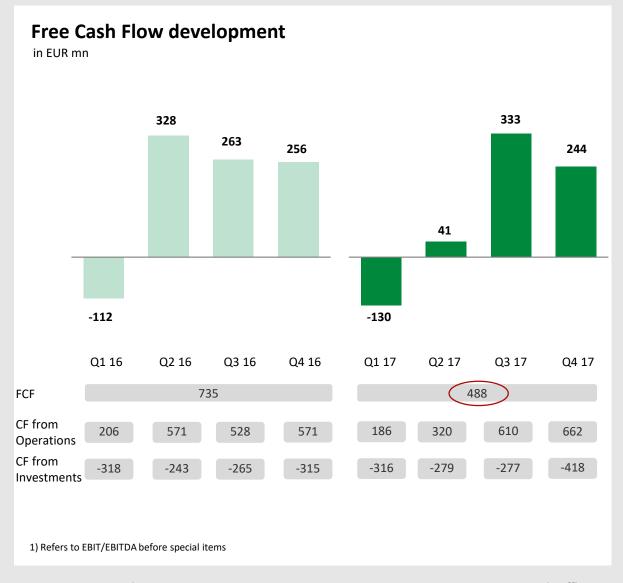


Working Capital ratio at 16.7% per year end – Capex ratio 11.3% in Q4 2017



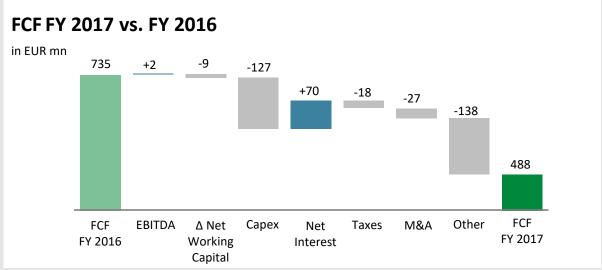


Solid Free Cash Flow generation – Capex Ratio increased to 9.1%

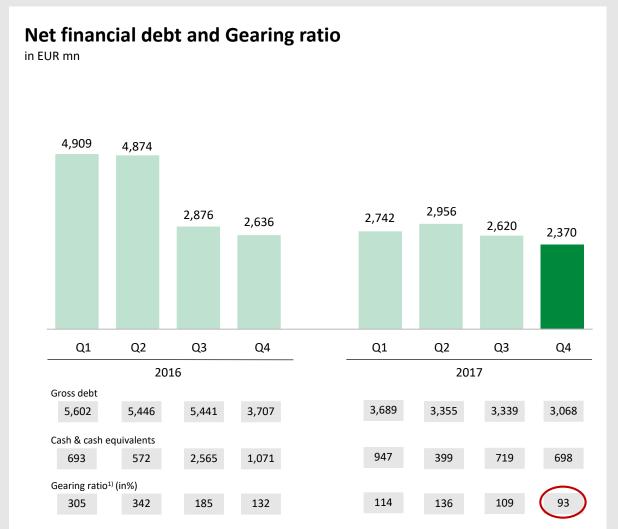


Key aspects

- ▶ Free Cash Flow decreased from EUR 735 mn to EUR 488 mn due to lower profitability¹) and higher capex
- Capex to sales at 9.1% in FY 2017 (8.6% in FY 2016)
- Other line affected by non-persistent cash outflows related to legal cases and restructuring



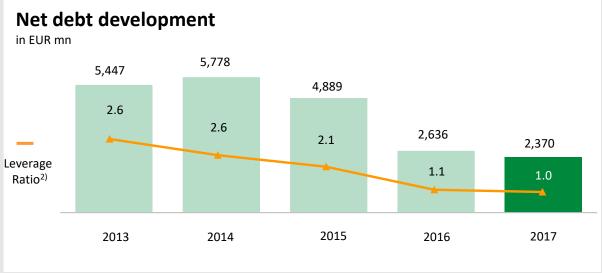
Net debt and Gearing ratio – Gearing ratio with 93% at all time low



¹⁾ Gearing ratio: Ratio of net financial debt to equity incl. non-controlling interests in %

Key aspects

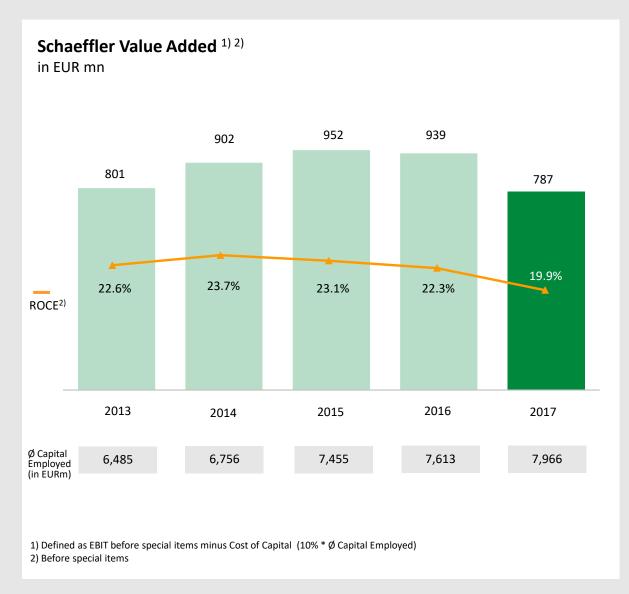
- Lower net debt level in FY 2017 due to full redemption of a bond with a principal of USD 700 mn in Q2 2017
- Gearing ratio further improved to 93%
- S&P raised the outlook for Schaeffler ("BB+") from "stable" to "positive" at end of September 2017



²⁾ Leverage Ratio: Net financial debt to EBITDA ratio before special items

Schaeffler Value Added EUR 787 mn – ROCE 19.9%

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Key aspects Schaeffler Value Added

- Schaeffler Value Added ¹⁾ measures internal value creation on a group-wide basis
- Schaeffler Value Added 2017 of EUR 787 mn below prior year (EUR 939 mn) due to lower profitability and higher capital expenditures
- Cost of Capital: 10% (pre-tax)

Key aspects ROCE 3)

- ▶ ROCE measures capital efficiency on a pre-tax basis
- ROCE at 19.9% in FY 2017 (prior year: 22.3%) driven by lower EBIT of EUR 116 mn
- Capital Employed increased by 4.3% driven by 11% increase in capital expenditures in 2017

3) Defined as EBIT before special items/ Ø Capital Employed

FY 2018 Guidance



Group Guidance published on February 1st Group 5-6% Sales growth FX-adjusted 10.5-11.5% **EBIT** margin before special items Free Cash Flow¹⁾ ~ EUR 450 mn

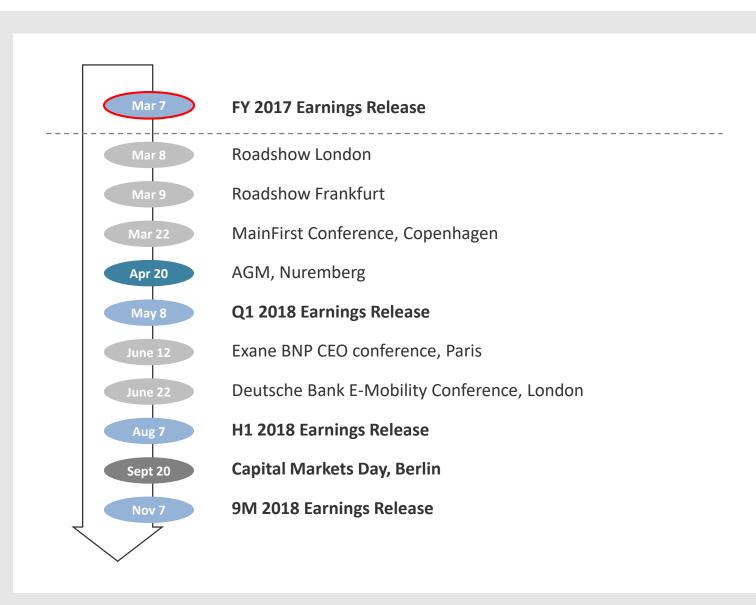
Divisional Guidance published on March 7th

Automotive OEM	Automotive AM	Industrial
6-7% FX-adjusted	3-4% FX-adjusted	3-4% FX-adjusted
9.5-10.5% before special items	16.5-17.5% before special items	9-10% before special items

Market assumptions

- ▶ Automotive OEM: Growth of global passenger car production of around 2%
- Automotive Aftermarket: Stable growth in the global vehicle population and a nearly unchanged average vehicle age
- Industrial: Slightly higher growth in industrial production in 2018 than in 2017

1) Before cash in- and outflows for M&A activities



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Automotive OEM

in EUR mn

	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17
Sales	2,308	2,220	2,138	2,325	8,991
Sales Growth ²⁾	+6.4%	+3.5%	+7.4%	+8.7%	+6.5%
EBIT	275	221	229	226	951
EBIT Adjusted ³⁾	275	208	229	261	973
EBIT Margin Adj.	11.9%	9.4%	10.7%	11.2%	10.8%

Automotive Aftermarket

in EUR mn

IN EUR MN					
III LON IIIII	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17
Sales	484	444	506	446	1,880
Sales Growth ²⁾	+9.7%	-7.3%	+4.7%	+6.3%	+3.2%
EBIT	93	68	117	55	333
EBIT Adjusted ³⁾	93	68	117	80	358
EBIT Margin Adj.	19.2%	15.3%	23.1%	17.9%	19.0%

Industrial

in EUR mn

	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17
Sales	782	808	790	770	3,150
Sales Growth ²⁾	+0.2%	+4.5%	+9.2%	+9.0%	+5.7%
EBIT	67	69	70	38	244
EBIT Adjusted ³⁾	67	69	70	47	253
EBIT Margin Adj.	8.6%	8.5%	8.9%	6.1%	8.0%

3) EBIT before special items

¹⁾ Proforma figures

Automotive sales growth¹⁾ by region Q1 '17 Q2 '17 Q3 '17 Q4 '17 FY '17 +3.8% -5.8% +2.3% +5.6% +1.3% Europe +7.0% +1.9% +3.3% +7.4% +4.9% Americas **Greater China** +21.8% +23.2% +26.3% +20.7% +22.9% Asia/Pacific +3.7% 10.2% +8.5% +1.5% +5.8% Total +7.0% +1.6% +6.9% +8.3% +5.9%

Sales growth ¹⁾ by business division							
	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17		
Transmission Systems	+6.4%	+6.3%	+8.1%	+8.7%	+7.4%		
Engine Systems	+8.1%	+1.6%	+8.3%	+9.1%	+6.7%		
Chassis Systems	+4.2%	-0.7%	+4.2%	+9.1%	+4.2%		
Aftermarket	+9.9%	-7.5%	+4.8%	+6.5%	+3.2%		
Total	+7.0%	+1.6%	+6.9%	+8.3%	+5.9%		

Industrial sales growth ¹⁾ by region							
	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17		
Europe	-1.3%	+0.6%	3.1%	4.5%	1.7%		
Americas	+0.1%	+5.1%	+3.4%	+4.7%	+3.3%		
Greater China	+10.8%	+26.3%	+47.5%	+32.2%	+29.3%		
Asia/Pacific	-3.5%	+0.1%	+9.3%	+14.4%	+4.9%		
Total	+0.2%	+4.5%	+9.2%	+9.0%	+5.7%		

Industrial Distribution Sales growth¹⁾

	Q1 '17	Q2 '17	Q3 '17	Q4 '17	FY '17
Industrial Distribution	+0.9%	+4.5%	+2.7%	+8.4%	+4.1%
Total	+0.2%	+4.5%	+9.2%	+9.0%	+5.7%

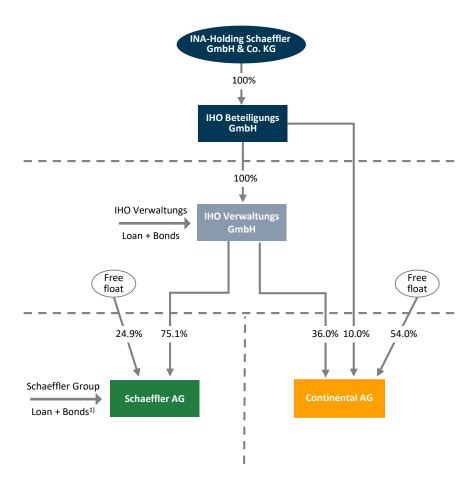
1) FX-adjusted

Overview Corporate and Financing Structure

SCHAEFFLER

Corporate structure (simplified)

as of December 31, 2017



1) All outstanding bonds are issued by Schaeffler Finance B.V., a 100% subsidiary of Schaeffler AG.

Financing structure

in EUR²⁾ mn, as of December 31, 2017

IHO Verwaltungs GmbH

Debt instrument	Nominal (USD mn)	Nominal (EUR mn)	Interest	Maturity	Rating (F/M/S) ⁴⁾
Term loan (EUR)	-	600	E+2.25%	Sep-21	not rated
Yerm loan (EUR) RCF (EUR 200 mn)	-	-	E+2.25%	Sep-21	not rated
2.75% SSNs 2021 (EUR)	-	750	2.75%	Sep-21	BB+/Ba1/BB-
4.125% SSNs 2021 (USD)	500	417 ²⁾	4.125%	Sep-21	BB+/Ba1/BB-
୨ଟି 3.25% SSNs 2023 (EUR) ଜ 4.50% SSNs 2023 (USD)	-	750	3.25%	Sep-23	BB+/Ba1/BB-
Ā 4.50% SSNs 2023 (USD)	500	417 ²⁾	4.50%	Sep-23	BB+/Ba1/BB-
3.75% SSNs 2026 (EUR)	-	750	3.75%	Sep-26	BB+/Ba1/BB-
4.75% SSNs 2026 (USD)	500	417 ²⁾	4.75%	Sep-26	BB+/Ba1/BB-
Total		4,101	Ø 3.51% ³⁾		

Schaeffler Group

Debt instrument	Nominal (USD mn)	Nominal (EUR mn)	Interest	Maturity	Rating (F/M/S) ⁴⁾
Term loan (EUR)	-	1,000	E+1.20%	Jul-21	not rated
RCF (EUR 1,300 mn)	-	0	E+0.90%	Jul-21	not rated
Capex-Facility (EUR 250 mn)	-	90	E+1.00%	Dec-22	not rated
2.50% SSNs 2020 (EUR)	-	400	2.50%	May-20	BBB-/Baa3/BB+
ာ့် 3.50% SSNs 2022 (EUR)	-	500	3.50%	May-22	BBB-/Baa3/BB+
월 3.50% SSNs 2022 (EUR) 요 4.75% SSNs 2023 (USD)	600	500 ²⁾	4.75%	May-23	BBB-/Baa3/BB+
3.25% SSNs 2025 (EUR)	-	600	3.25%	May-25	BBB-/Baa3/BB+
Total		3,090	Ø 2.84% ³⁾		

²⁾ EUR/USD = 1.19930.

³⁾ Incl. RCF commitment fee.

⁴⁾ Fitch Ratings / Moody's Investor Services / Standard & Poor's.