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Results H1 2018 Schaeffler AG

Conference Call August 7, 2018 Herzogenaurach Disclaimer SCHAEFFLER

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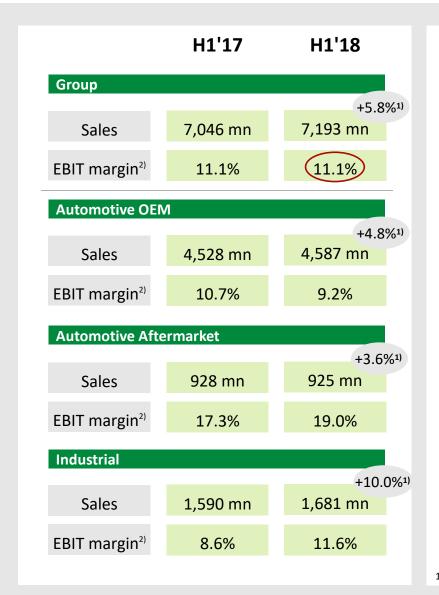
Agenda

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- 1 Overview
- 2 Business Highlights H1 2018
- Financial Highlights Q2 2018
- 4 Outlook

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Solid H1 results – On track to achieve targets for 2018

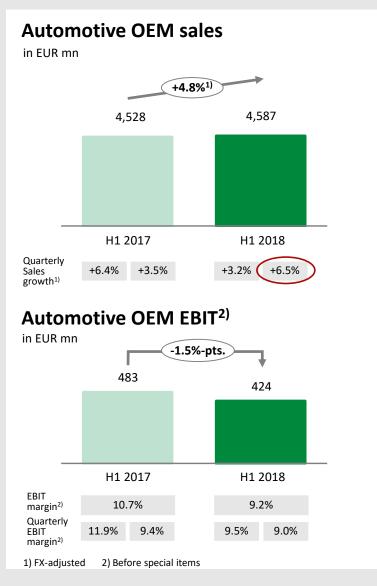


Key aspects

- Solid H1 Group results Sales H1 +5.8%¹⁾, EBIT margin²⁾ H1 11.1% (PY 11.1%) after 11.0% in Q1, FCF slightly better than PY
- Automotive OEM Improved growth momentum with sales H1 +4.8%, EBIT margin²⁾ 9.2% (PY 10.7%) due to weaker Q2 (9.0%). Book-to-bill ratio 1.8x
- Automotive Aftermarket Strong Q2 bringing growth rate back to +3.6% in H1¹⁾, EBIT margin²⁾ H1 of 19.0% (PY 17.3%) includes positive one-off effect
- Industrial Continued above-average sales growth of 10.0%¹⁾ in H1, EBIT margin²⁾ H1 significantly increased to 11.6% (PY 8.6%)
- Good progress of Agenda 4 plus One BCT reorganization on track, EUR 22 mn restructuring provision already booked in Q2
- Schaeffler acquires Drive-by-wire technology Unique move to position Chassis business for significant growth potential in autonomous driving market
- Environment remains challenging Group guidance FY 2018 confirmed, sales growth guidance Industrial increased to 6-7%¹⁾ (previously: 3-4%¹⁾)

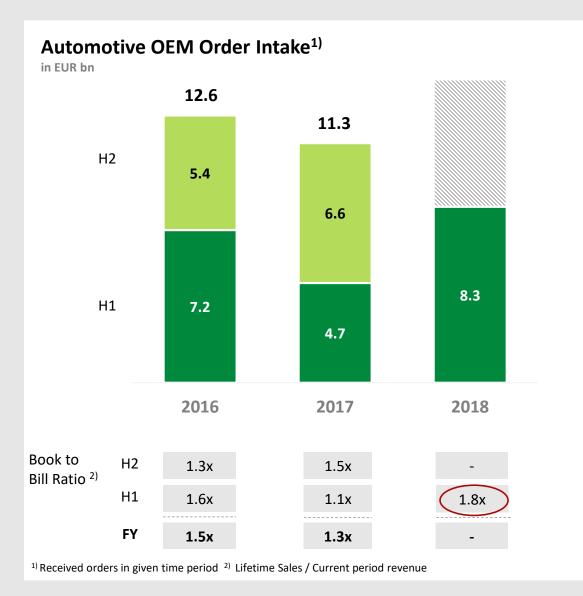
1) FX-adjusted 2) Before special items 3) Before M&A

Automotive OEM – Growth momentum accelerating, EBIT margin²⁾ at 9.2%



- Growth momentum accelerating, FX-adjusted sales in Q2'18 +6.5%¹⁾ All business divisions and regions contributing, Greater China +13.4% despite temporary project ramp-up delays
- Outperformance H1 3.1% FY target of 4-5% outperformance confirmed, backend-loaded sales development in 2018 expected
- Weaker margin in Q2 resulting from ramp up costs, temporary project delays in China, higher raw material costs and negative one-off effects Margin guidance 2018 confirmed
 - Positive business development with attractive new customer projects Order intake of EUR 8.3 bn in H1'18, Book to Bill ratio of 1.8X

Automotive OEM – H1 with strong order intake; Book to Bill Ratio at 1.8x



Automotive OEM Business Highlights



E-Mobility: Wet Double Clutch

- Includes wet double clutch, clutch release system, gear actuator and clutch actuators
- ► SOP 2020 for a Chinese local OEM

Chassis: Intelligent Active Roll Control

- First nomination of our ARC system for an EV application
- SOP 2020 for an American OEM





Engine: Thermomanagement Module

- Several nominations in China and North America
- Nomination also for fuel-cell powered vehicle

Automotive Aftermarket – Sales growth H1 3.6%¹⁾, EBIT margin H1 at 19.0%²⁾



- Strong growth in Q2 (+12.3% 1) bringing FX adjusted sales growth back to +3.6% 1) in H1 Full year growth guidance of 3-4% 1) confirmed
- Sales growth in H1 driven by Europe +5.4% and business expansion in Greater China +39.8% Strong growth rate in Q2, also driven by baseline effect
- EBIT margin²⁾ in H1'18 at 19.0% (H1'17: 17.3%) Strong underlying profitability mainly driven by favourable channel mix plus positive one-off effect in Q2
- Positive business development New successful program launched with retailer NAPA in North America, ground breaking for AKO³⁾ Europe in June

3) Aftermarket Kitting Operation

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Breaking Ground for AKO Europe investment



- ► Groundbreaking ceremony in June in Halle, Germany
- Fully operational with first shipments in 2020
- ► Enhancing our customer service, further improving delivery service levels and kit-to-order capabilities

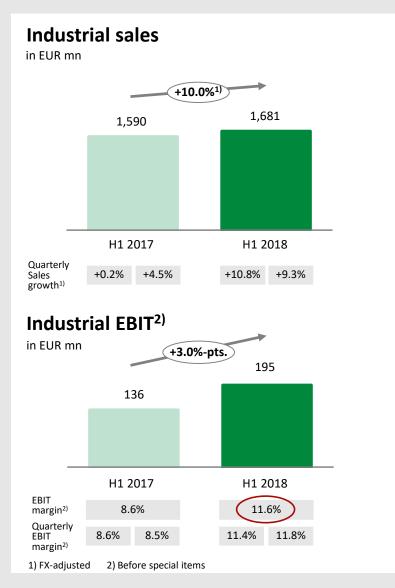
Launch of a Bearing and Seals Program in North America

- Successful entering into the bearing and seals market in North America
- ➤ Collaboration with Top 5 U.S. retailer NAPA offers significant potential
- Schaeffler supplies a large bearing and seals program of approximately 9.000 parts





Industrial – Strong performance in H1: Sales growth¹⁾ 10.0%, EBIT margin²⁾ at 11.6%



Above average sales growth continues, bringing FX-adjusted sales growth in H1'18 to $10.0\%^{1}$ – Sales guidance FY 18 increased to $6-7\%^{1}$ (previously: $3-4\%^{1}$)

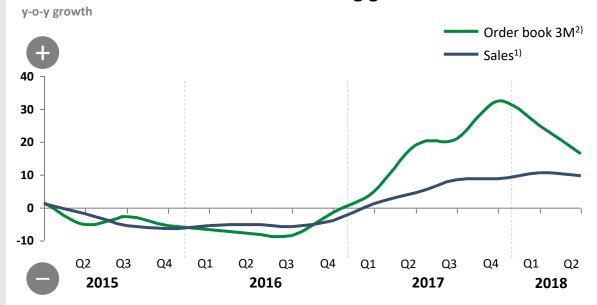
Growth¹⁾ driven by most sectors and Industrial Distribution business – Orderbook indicates further growth in H2

Industrial EBIT margin H1 at 11.6%²⁾ (H1'17: 8.6%²⁾) – Higher volumes, favourable pricing and positive impact from CORE I and II cost efficiency initiatives as main drivers

Strong business development in Greater China – Sales growth H1 +36.7% across different sectors, strategically important order received for first 5 MW series wind turbine with Chinese customer

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Industrial Order book 3M²⁾ with strong growth



- ► Robust order book 3M²⁾ indicates further sales growth in H2, albeit at a lower growth rate
- ► Nearly every sector cluster supports this positive development

Strong business performance in Greater China



Wind

- Strategically important order received for first 5 MW series turbine in offshore applications
- First turbine of its kind with highest technical standard





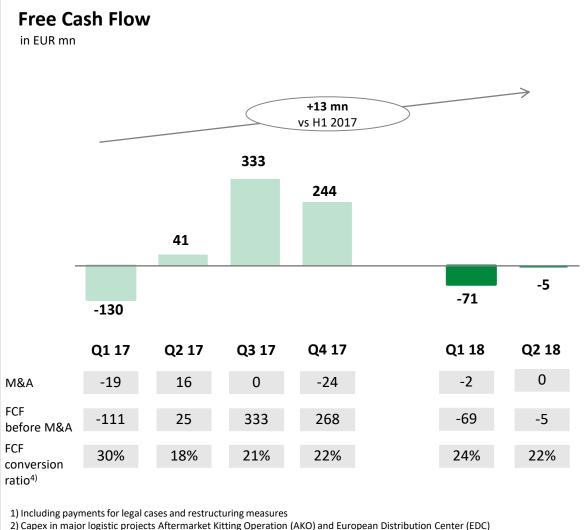
- First deliveries of linear components for the machine building industry out of our factory in Nanjing
- China market for machine tools and other automation machinery with continued high demand, driven by the national project "Made in China 2025"

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¹⁾ FX-adjusted product sales

²⁾ The order book 3M measures the amount of customer orders which are due in the next three months. It is presented as a relative, 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.

Free Cash Flow before M&A at EUR -74 mn – Capex Ratio at 8.3%



- ► Free Cash Flow before M&A increased slightly to EUR -74 mn in H1'18 (PY: EUR -86 mn), FCF conversion ratio 22%
- Increased Working capital needs partially compensated by disciplined Capex spending
- ► Capex to sales ratio maintained at 8.3% (H1'17: 8.4%)

FCF Details in EUR mn		Q2 2017	Q2 2018	Δ Q2 17/18	H1 2017	H1 2018	Δ H1 17/18
	FCF as reported	41	(5)	(46)	(89)	(76)	13
	Non recurring items ¹⁾	57	59	2	93	92	(1)
	AKO / EDC ²⁾	18	7	(11)	40	26	(14)
	M&A ³⁾	(16)	0	16	3	2	(1)
	Receivable Sale Program	0	0	0	0	0	0
		100	61	(39)	47	44	(3)

³⁾ Cash in- and outflows for M&A activities

⁴⁾ LTM FCF before M&A divided by LTM EBITDA before special items

"Drive by wire" acquisition – Delivering on our M&A strategy

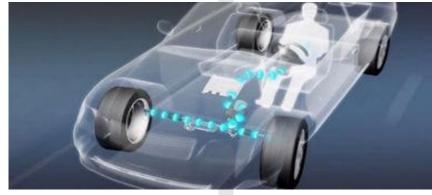
"Drive by wire"-technology

- ► "Drive by wire"-technology is a prerequisite for the autonomous driving market ("Steer by wire", "Brake by wire")
- ▶ Paravan's¹ unique SPACE DRIVE technology is the only "steer by wire"-system in the market which is road approved, ready to go and scalable
- ► Technology meets the latest safety regulation standards relying upon more than 500 million kilometers driven on public roads.

Transaction structure

- Schaeffler acquires "Drive by wire"-technology from Paravan and its founder Roland Arnold
- Schaeffler establishes Joint Venture with Paravan founder (90%/ 10%) to develop and further industrialize the technology
- ➤ Transaction fully in line with Schaeffler M&A strategy, focusing on additive, mid-sized, technologically-driven acquisitions, closing expected in Q4 2018





Schaeffler AG²
Paravan founder

90 %

10 %

Schaeffler Paravan Technology
GmbH & Co. KG³

Steering system

Target structure

1) PARAVAN develops, and manufactures customized vehicles for disabled people and is market leader for the "drive by wire"-technology 2) via Schaeffler Tec

2) via Schaeffler Technologies AG & Co. KG

3) owns "Drive by wire"-technology

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Schaeffler Chassis business





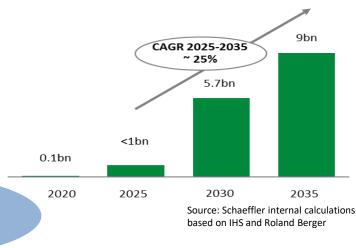
- ► Chassis business generated 1.6 billion Euro of sales in FY 2017
- ► Growing focus on mechatronic products, e.g. ball screw drives for electric parking brakes and electro-mechanic steering, active roll stabilization
- ➤ Schaeffler Mover first presented at Baden-Baden Symposium 2018 and Annual General Meeting 2018

Strategic rationale



- Autonomous driving as one of the key future trends in the global automotive industry
- ➤ Acquired technology allows Schaeffler to enter the very attractive and fast-growing "Drive by wire"-market in an accelerated manner
- ▶ Transaction positions Schaeffler Chassis business for significant midterm growth potential

"Steer by wire"-market development



Positioning Chassis business for significant growth potential

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Key figures Q2 2018



in EUR mn	H1 2017	H1 2018	H1 2018 vs. H1 2017	Q2 2017	Q2 2018	Q2 2018 vs. Q2 2017
Sales 1	7,046	7,193	+2.1% +5.8% ¹⁾	3,472	3,642	+4.9% +7.9% ¹⁾
EBIT ²⁾	780	795	+15 mn +1.9%	345	404	+59 mn +17.1%
EBIT margin ²⁾	11.1%	11.1%	+0.0%-pts.	9.9%	11.1%	+1.2%-pts.
Net income ³⁾	485	509	+24 mn	206	269	+63 mn
EPS ⁴⁾	0.73	0.77	+0.04	0.31	0.41	+0.10
ROCE ^{2) 5)}	20.7%	19.8%	-0.9%-pts.			
Free Cash Flow ⁶⁾	-86	-74	+12 mn	25	-5	-30 mn
Сарех	594	595	+1 mn	295	289	-6 mn
Net financial debt	2,956	2,833	-123 mn			
Gearing ratio ⁷⁾	136.3%	106.6%	-29.7%-pts.			

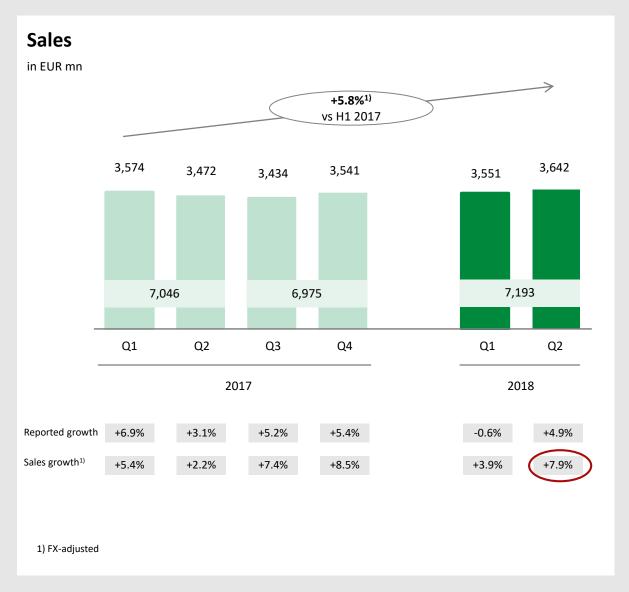
¹⁾ FX-adjusted 2) Before special items

³⁾ Attributable to shareholders of the parent company

⁵⁾ LTM 4) Earnings per common non-voting share 6) Before M&A

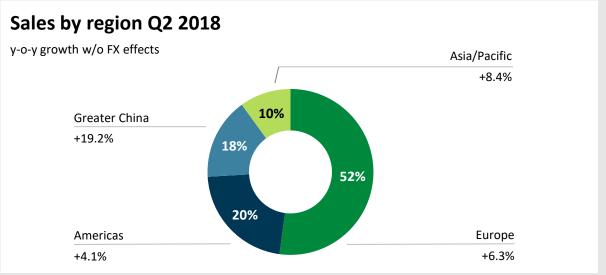
⁷⁾ Ratio of net financial debt to equity incl. non-controlling interests

Sales growth Q2'18 +7.9 $\%^{1}$ – 19.2% sales growth 1) in China

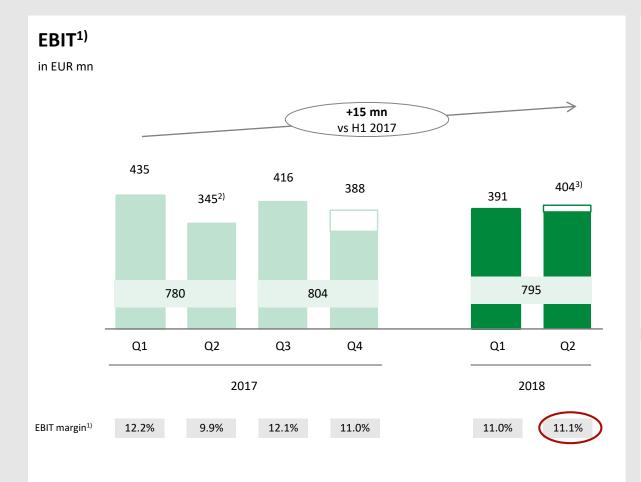


Key aspects Q2'18

- ► Group sales accelerated with +7.9%¹¹ (Q2'17: +2.2%¹¹), all regions and divisions contributed
- Sales growth mainly driven by Greater China with +19.2% (AOEM +14.5%; AAM +38.8%; Industrial +34.0%)
- Ongoing strong growth expected in H2'18



EBIT Margin Q2'18 11.1% – 1.2%-pts. above prior year quarter



1) Before special items

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- 2) Reported EBIT of EUR 358m including EUR 13m positive special item
- 3) Reported EBIT of EUR 382m including EUR 22m restructuring expenses related to the dissolution of the internal supplier BCT

Key aspects Q2'18

- ► EBIT margin¹⁾ at 11.1% (Q2'17: 9.9%)
- ► Gross profit margin increased from 26.5% to 26.7% mainly driven by positive volume and mix effects in Industrial and Automotive Aftermarket division
- Reported EBIT includes EUR 22 mn restructuring provision related to BCT reorganization

EBIT margin ¹⁾						
	Q1 2017	Q2 2017	Q3 2017	Q4 2017	Q1 2018	Q2 2018
Automotive OEM	11.9%	9.4%	10.7%	11.2%	9.5%	9.0%
Automotive Aftermarket	19.2%	15.3%	23.1%	17.9%	17.9%	20.0%
Industrial	8.6%	8.5%	8.9%	6.1%	11.4%	11.8%
Total	12.2%	9.9%	12.1%	11.0%	11.0%	11.1%

Growth rate

LVP growth²⁾

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Automotive OEM1)

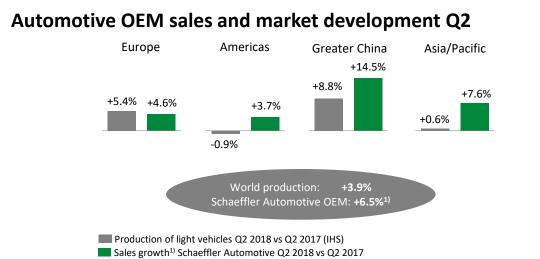
6.4%

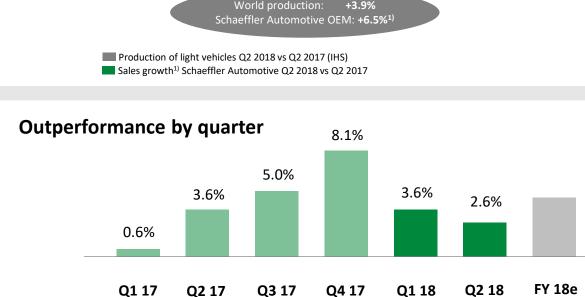
5.8%

3.5%

0.1%

Automotive OEM – 2.6%-pts. outperformance versus market





7.4%

2.4%

Sales by business division	
in EUR mn	

III EOR IIIII	Q2 2017	Q2 2018	Δ 1)
Engine Systems	682	713	+7.3%
Transmission Systems	1,041	1,077	+6.5%
E-Mobility	107	117	+8.8%
Chassis Systems	390	401	+5.2%
Total	2,220	2,308	+6.5%

Key aspects Q2'18

- Outperformance Q2'18 of 2.6%-pts. versus global production growth
- ► Temporary project delays in Greater China acceleration of growth expected in H2'18
- FY sales target for BD E-Mobility of EUR 500-600 mn

1) FX-adjusted 2) Source: IHS, as of July 2018

3.2%

-0.4%

6.5%

3.9%

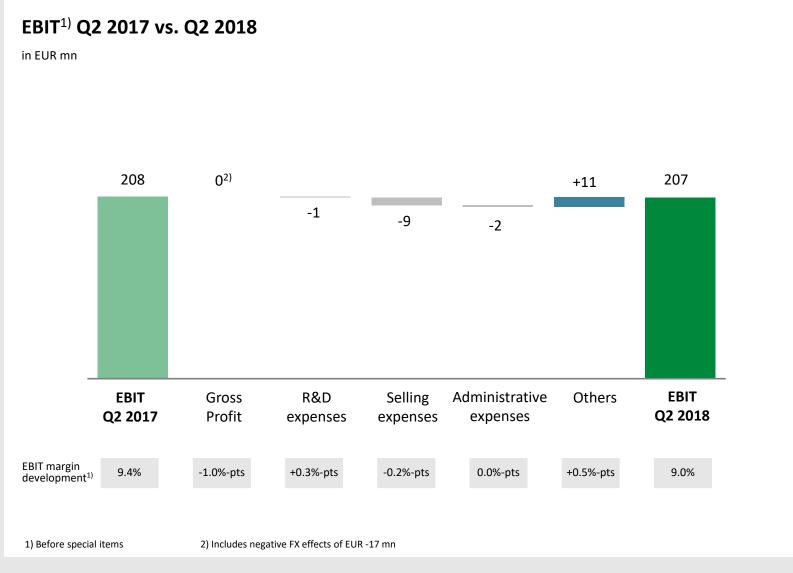
6-7%

about 2%

8.7%

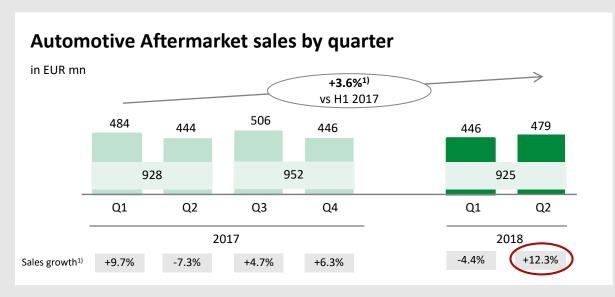
0.6%

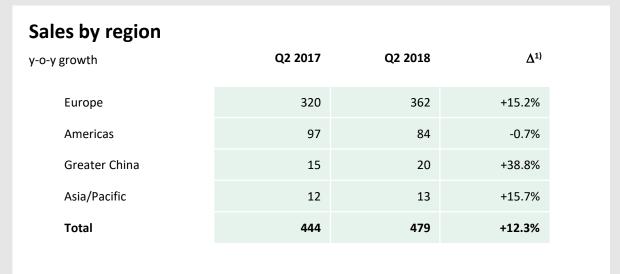
Automotive OEM – Q2 EBIT margin²⁾ of 9.0% (Q2'17: 9.4%)

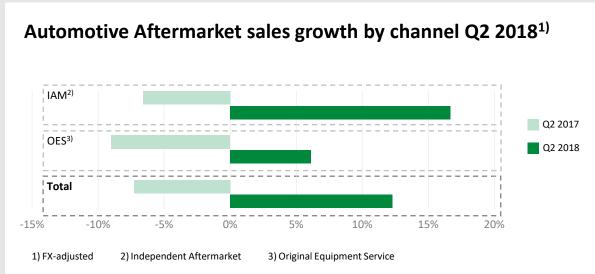


- Gross margin declined from 24.5% to 23.5% mainly driven by ramp-up costs, temporary project delays in China and higher raw material costs
- Increase in selling expenses due to special freight
- EBIT margin 9.0% in Q2'18 after 9.4% in Q2'17

Automotive Aftermarket – Strong growth in Q2'18

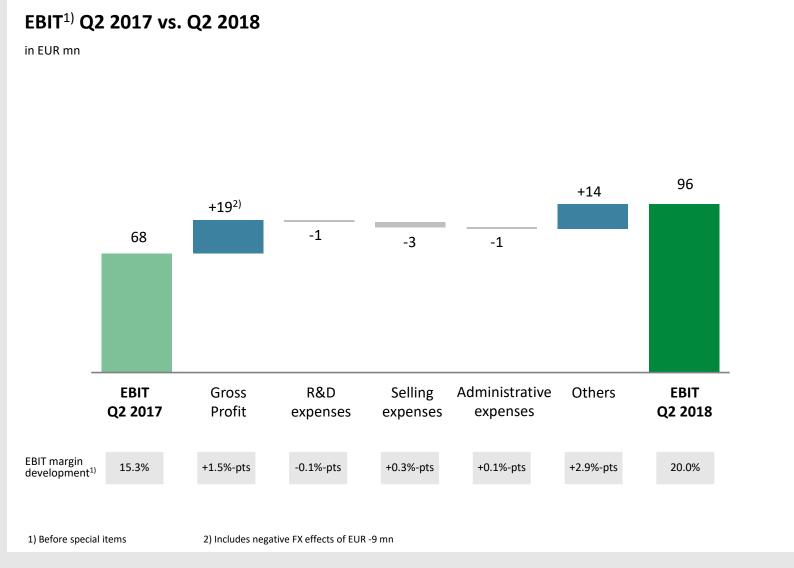






- ► Sales growth¹) of +12.3% in Q2'18
- Strong regional growth rates in Europe, Greater China and Asia/Pacific – Americas slightly below PY
- Stable growth according to divisional guidance expected in H2'18

Automotive Aftermarket – Q2 EBIT margin²⁾ of 20.0% (Q2'17: 15.3%)

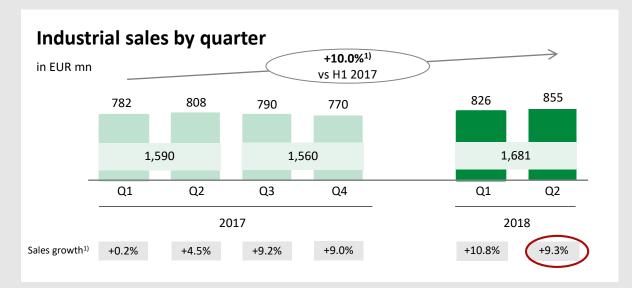


Key aspects

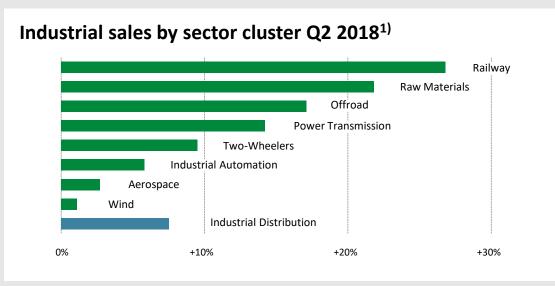
- Gross margin increased from 33.8% to 35.3% of sales, mainly driven by positive volume and mix effects as well as low base effect
- Others includes positive one-off effect
- EBIT margin 20.0% in Q2'18 after15.3% in Q2'17

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Industrial Division – all sectors growing, four out of eight sectors with double digit growth





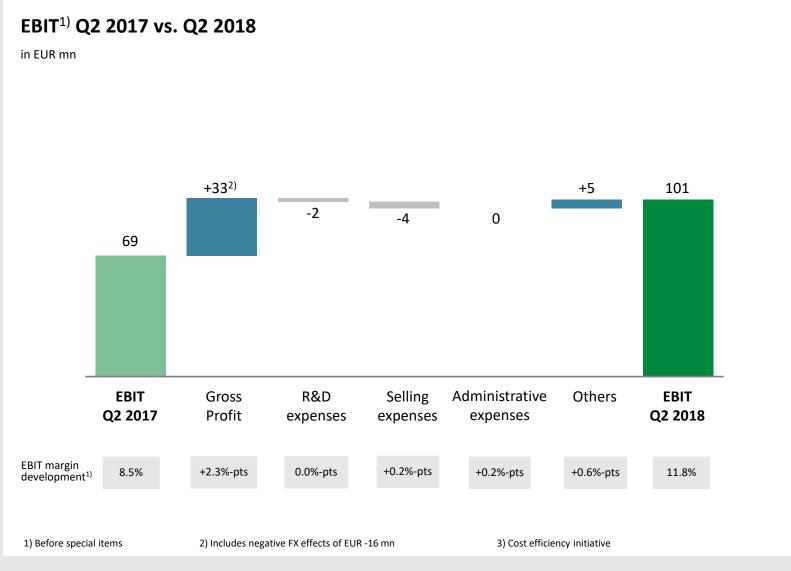


Key aspects

- ► Sales growth¹) of 9.3% in Q2'18
- Positive development in all sectors as well as Industrial Distribution
- Growth rates to normalize in coming quarters due to strong comparables

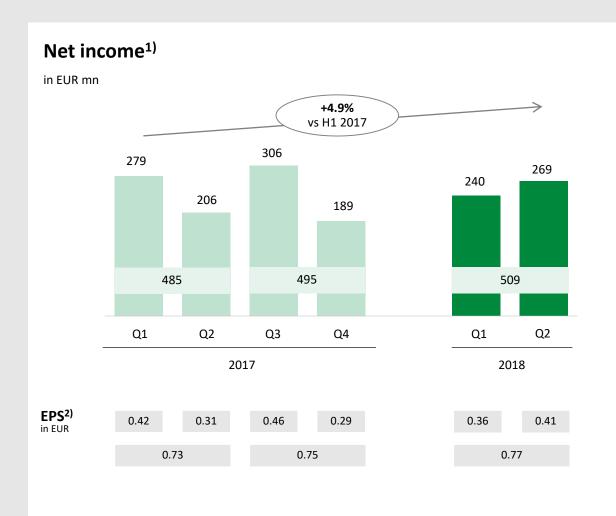
1) FX-adjusted

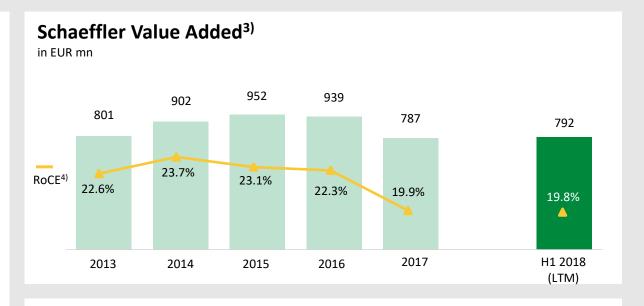
Industrial Division – Q2 EBIT margin²⁾ of 11.8% (Q2'17: 8.5%)



- Gross margin increased to 30.5% (Q2'17: 28.2%) driven by positive volume and favourable pricing
- Successful execution on CORE³⁾ CORE I program completed, CORE II program well on track (Completion ratio of 40%)
- EBIT margin 11.8% in Q2'18 vs. 8.5% in Q2'17

Net income Q2 2018 EUR 269 mn – EPS increased by 5.0% in H1 2018





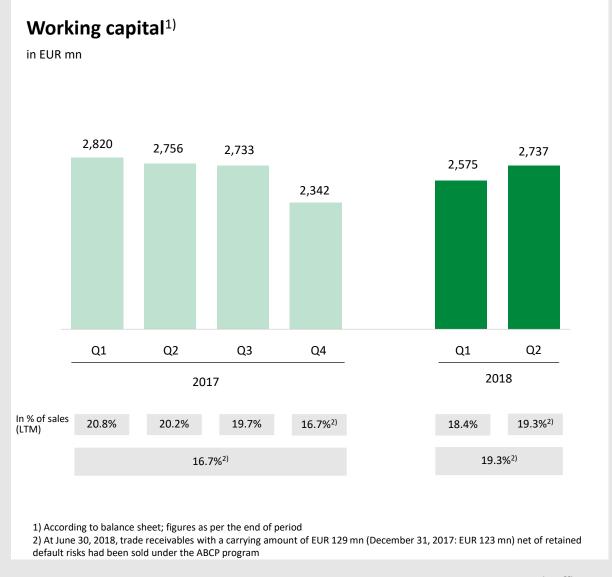
- Net income increased to EUR 269 mn (Q2'17: EUR 206 mn)
- Increase driven by higher EBIT and better financial result
- ► EPS increased to EUR 0.41 (Q2'17: EUR 0.31)

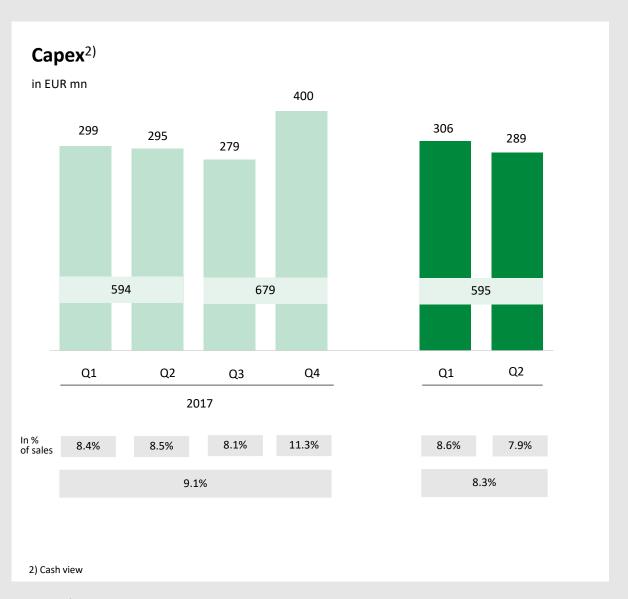
¹⁾ Attributable to the shareholders of the parent company

²⁾ Earnings per common non-voting share

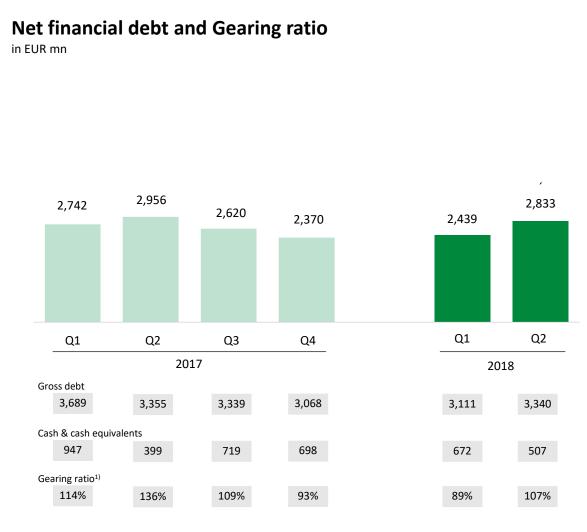
³⁾ Defined as LTM EBIT before special items minus Cost of Capital (10% * Ø Capital Employed)

Working Capital ratio 19.3% of sales – Capex ratio 7.9% of sales in Q2 2018

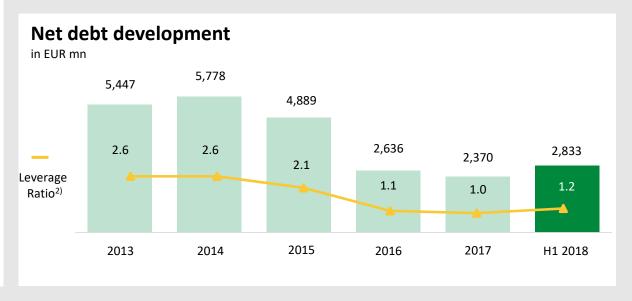




Net debt increased due to temporarily higher Gross debt – Gearing ratio at 107%



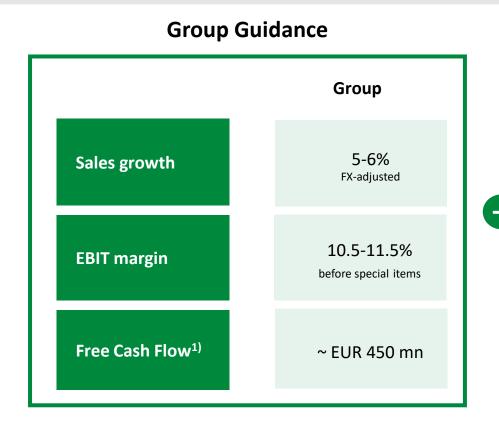
- Net debt increased seasonally to EUR 2,833 mn (FY'17: EUR 2,370 mn) due to the dividend payout
- Gearing ratio at 107%
- ► Net leverage ratio²⁾ increased to 1.2x sequentially



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

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





Divisional Guidance

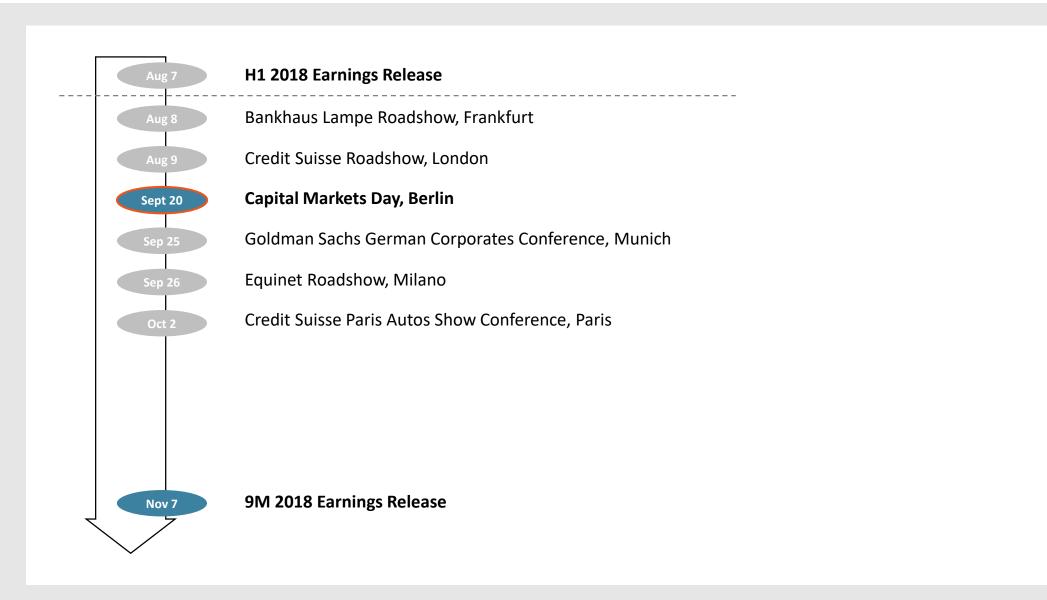
Automotive OEM	Automotive AM	Industrial
6-7% FX-adjusted	3-4% FX-adjusted	6-7% ²⁾ FX-adjusted
9.5-10.5% before special items	16.5-17.5% before special items	9-10% before special items

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: Similar growth rate of industrial production in 2018 compared to 2017

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

2) Former guidance as of 7 March 2018 of 3-4% FX adjusted growth upgraded to 6-7% FX adjusted growth



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Key figures¹⁾ by Group and division – new structure

Group in EUR mn	Q1 '17	Q2 '17	Q3 '17	Q4 '17	Q1 '18	Q2 '18
	QI I/	Q2 17	Q3 17	Q4 17	QI IO	Q2 18
Sales	3,574	3,472	3,434	3,541	3,551	3,642
Sales Growth ²⁾	+5.4%	+2.2%	+7.4%	+8.5%	+3.9%	+7.9%
EBIT	435	358	416	319	391	382
EBIT Adjusted ³⁾	435	345	416	388	391	404
EBIT Margin Adj.	12.2%	9.9%	12.1%	11.0%	11.0%	11.1%

Automotive Afte	ermarket					
in EUR mn	Q1 '17	Q2 '17	Q3 '17	Q4 '17	Q1 '18	Q2 '18
Sales	484	444	506	446	446	479
Sales Growth ²⁾	+9.7%	-7.3%	+4.7%	+6.3%	-4.4%	+12.3%
EBIT	93	68	117	55	80	96
EBIT Adjusted ³⁾	93	68	117	80	80	96
EBIT Margin Adj.	19.2%	15.3%	23.1%	17.9%	17.9%	20.0%

Automotive OEM

in FLIR mn

III EUN IIIII						
2011	Q1 '17	Q2 '17	Q3 '17	Q4 '17	Q1 '18	Q2 '18
Sales	2,308	2,220	2,138	2,325	2,279	2,308
Sales Growth ²⁾	+6.4%	+3.5%	+7.4%	+8.7%	+3.2%	+6.5%
EBIT	275	221	229	226	217	197
EBIT Adjusted ³⁾	275	208	229	261	217	207
EBIT Margin Adj.	11.9%	9.4%	10.7%	11.2%	9.5%	9.0%

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-		•	•	_	•	-	-	•	•

in EUR mn						
	Q1 '17	Q2 '17	Q3 '17	Q4 '17	Q1 '18	Q2 '18
Sales	782	808	790	770	826	855
Sales Growth ²⁾	+0.2%	+4.5%	+9.2%	+9.0%	+10.8%	+9.3%
EBIT	67	69	70	38	94	89
EBIT Adjusted ³⁾	67	69	70	47	94	101
EBIT Margin Adj.	8.6%	8.5%	8.9%	6.1%	11.4%	11.8%

2) FX-adjusted

3) EBIT before special items

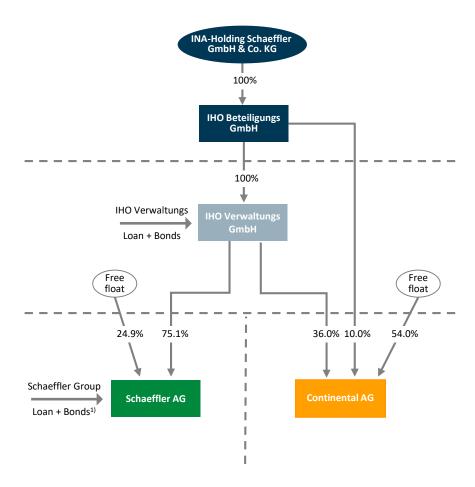
¹⁾ Proforma figures

Overview Corporate and Financing Structure



Corporate structure (simplified)

as of June 30, 2018



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

Financing structure

in EUR²⁾ mn, as of June 30, 2018

IHO Verwaltungs GmbH

Debt instrument	Nominal (USD mn)	Nominal (EUR mn)	Interest	Maturity	Rating (F/M/S) ⁴⁾
ୁ Term loan (EUR)	-	750	E+2.25%	Dec-22	not rated
을 Term Ioan (EUR) 의 RCF (EUR 250 mn)	-	-	E+2.25%	Dec-22	not rated
2.75% SSNs 2021 (EUR)	-	750	2.75%	Sep-21	BB+/Ba1/BB-
4.125% SSNs 2021 (USD)	500	429 ²⁾	4.125%	Sep-21	BB+/Ba1/BB-
୍ଚିତ୍ର 3.25% SSNs 2023 (EUR) ର 4.50% SSNs 2023 (USD)	-	750	3.25%	Sep-23	BB+/Ba1/BB-
☐ 4.50% SSNs 2023 (USD)	500	429 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	429 ²⁾	4.75%	Sep-26	BB+/Ba1/BB-
Total		4,287	Ø 3.47% 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)	-	125	E+0.90%	Jul-21	not rated
Investment Facility (EUR 250 mn)	-	140	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+
을 3.50% SSNs 2022 (EUR) 요 4.75% SSNs 2023 (USD)	600	515 ²⁾	4.75%	May-23	BBB-/Baa3/BB+
3.25% SSNs 2025 (EUR)	-	600	3.25%	May-25	BBB-/Baa3/BB+
Total		3,280	Ø 2.73% ³⁾		

²⁾ EUR/USD = 1.1658.

³⁾ Incl. commitment fees.

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