

Press Release

舍弗勒上市

赫尔佐根奥拉赫, 2015-09-21.

- 向机构投资者投放舍弗勒股份公司1.66亿新股及现有无投票权普通股
- 股票将在法兰克福证券交易所上市
- 净收益将用于债务削减
- 进一步巩固未来盈利增长的资本结构

全球汽车和工业产品供应商舍弗勒集团9月21日宣布，将向机构投资者投放1.66亿股舍弗勒股份公司新股和现有的无投票权普通股，并在法兰克福证券交易所（主板市场）上市。

这些新股和现有无投票权普通股将通过累积投标方式，广泛投放给欧洲、北美和其他地区的机构投资者。1.66亿无投票权普通股中，1亿股将由舍弗勒家族控股的舍弗勒管理有限公司售出，另外6,600万股由舍弗勒股份公司增资。交易结束后，流通股预计将达成约25%。

“舍弗勒股份公司此次无投票权普通股的投放和上市将成为公司历史的一个里程碑，同时也是我们资本和企业结构重组的最后一步。这样，我们多年来为之努力的（舍弗勒股份公司—大陆股份公司）双支柱模式得以确立，顶端是发挥战略作用的控股公司。”舍弗勒股份公司所有人及监事会主席乔治·F. W. 舍弗勒（Georg F. W. Schaeffler）解释说。

舍弗勒股份公司所有人及监事会副主席玛利亚—伊丽莎白·舍弗勒—图曼（Maria-Elisabeth Schaeffler-Thumann）表示：“舍弗勒集团未来仍将是家族企业。作为股东，我们将为客户、供应商和广大员工的利益肩负起进一步成功发展的责任。”

此次股票发行的收益将用于减少舍弗勒股份公司和舍弗勒控股公司的金融负债水平。交易是为了可持续地提高舍弗勒集团和舍弗勒控股公司的财务实力，进而为舍弗勒集团奠定基础，延续过去多年来的成功增长。舍弗勒集团首席执行官克劳斯·罗森菲尔德（Klaus Rosenfeld）表示：“过去几年，我们一直专注于推动舍弗勒集团走向资本市场。此次上市是进一步减少负债、改善资本结构的战略性步骤。我们因此可进一步增强金融灵活性，抓住更多增长机遇。”

舍弗勒股份公司计划从2015财务年度起，将25%-35%的年度净收益红利支付给股东。除通过上市收益减少负债外，舍弗勒股份公司管理层还承诺在2018年前通过营运现金流量偿还10亿欧元债务。

2015上半年，舍弗勒集团营业额按固定币值计算增长4.9%，受货币折算影响增长12.4%。夏季几个月里，在预期市场特别是中国汽车业务发展疲软背景下，公司目前预计2015年营业额按固定币值计算可增长约4%到5%。舍弗勒期望2015年全年都能继续保持上半年强劲的盈利能力，其中不包括一次性项目，如交易成本和工业事业部已宣布的重组措施。

克劳斯·罗森菲尔德总结说：“尽管夏季这几个月出现小幅下滑，但我们今年仍有望扩大业务，继续保持长期盈利性增长。”

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The Stabilization Manager is under no obligation to take stabilization measures. Therefore, no assurance can be provided that any stabilization measures will be taken. Where stabilization measures are taken, these may be terminated at any time without notice. Such measures may be taken from the earlier of the date

the Placement Shares are listed on the regulated market of the Frankfurt Stock Exchange or the regulated market of the Luxembourg Stock Exchange and must be terminated no later than 30 calendar days after such date (the "Stabilization Period").

These measures may result in the market price of the Placement Shares being higher than would otherwise have been the case. Moreover, the market price may temporarily be at an unsustainable level.

Schaeffler Verwaltungs GmbH has granted the Stabilization Manager the option to sell to it up to 16,600,000 Placement Shares acquired through stabilization measures (the "Put Option"). The Put Option is exercisable on or before the end of the Stabilization Period.

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自1995年开始在中国投资生产以来，舍弗勒集团大中华区逐步拓展生产与营销网络，现已拥有员工4500余名，在上海设有1个安亭研发中心，在太仓、苏州、宁夏设有5个生产基地，在北京、上海、沈阳、广州、南京、济南、成都、武汉、太原、重庆、西安、天津、大连、杭州、长沙、哈尔滨、郑州、香港、台北、台中设有20个销售办事处，为向中国用户提供长期优质而便捷的服务打下了良好的基础。

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