



Interim Report
of OSRAM Licht Group
for the First Half Year of Fiscal Year 2021

OSRAM

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About this Report

This Interim Report contains the group interim management report and the condensed interim consolidated financial statements of OSRAM Licht AG and its subsidiaries ('OSRAM Licht Group', 'OSRAM' or 'we') for the six months ended March 31, 2021 as well as a responsibility statement. It complies with the half-year financial reporting requirements of section 115 of the *Wertpapierhandelsgesetz* (WpHG—German Securities Trading Act). The Interim Report should be read in conjunction with our [» Annual Report for Fiscal Year 2020](#).

The group interim management report contains forward-looking statements that are based on current management estimates regarding future developments. These statements do not constitute a guarantee that these expectations will prove correct. The future performance of the OSRAM Licht Group and its affiliated companies depends on numerous risks and uncertainties, many aspects of which are outside OSRAM's sphere of influence. In particular, these include, but are not limited to, the circumstances described in the [» 2020 Annual Report, A.4.2 Report on Risks and Opportunities](#), supplemented by the [> Report on Opportunities and Risks](#) in this group interim management report. As a result, material variances, both negative and positive, could arise between OSRAM's actual results, profits, and performance and those forecast in our forward-looking statements. OSRAM does not plan and does not assume any separate obligation to update the forward-looking statements over and above regulatory requirements.

OSRAM's condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and their interpretations issued by the International Accounting Standards Board (IASB), as adopted by the European Union (EU).

Fiscal year 2021 for the OSRAM Licht Group began on October 1, 2020 and will end on September 30, 2021.

Due to rounding, numbers presented throughout this Interim Report may not add up precisely to the totals provided and percentages may not precisely reflect the absolute figures.

This document is a convenience translation of the original German-language document.

Cross-references in the text

- > Internal cross-reference (within the document)
- » External cross-reference (to another document)

Group Interim Management Report

Business Performance in the First Half Year of Fiscal Year 2021

Results of Operations

Revenue by Segments

in € million

	Six months ended March 31,		Change			
	2021	2020	nominal	therein currency	therein portfolio	comparable
Opto Semiconductors ¹⁾	750	721	4.1%	(4.8)%	(1.0)%	9.9%
Automotive	934	911	2.5%	(5.8)%	2.8%	5.5%
Digital	359	417	(13.9)%	(5.4)%	0.0%	(8.6)%
Reconciliation to consolidated financial statements	(356)	(355)	0.3%	(4.2)%	(2.0)%	6.5%
OSRAM (continuing operations)	1,687	1,694	(0.4)%	(5.6)%	1.5%	3.7%

¹⁾ Including intersegment revenue of €366 million (previous year: €367 million).

- Comparable revenue growth by 3.7%; nominal revenue remained virtually unchanged compared with the previous period, clear negative currency translation effects of -5.6% in contrast to modest positive portfolio effects of 1.5%
- This development reflects the economic development of the global economy in the first three months of the calendar year 2021, which is expected to grow by 5.6% in the calendar year 2021 according to current forecasts; a better economic development is expected for the U.S.A. and China compared to the euro zone and the U.S. dollar appreciated against the Euro
- OS: clear comparable revenue growth driven by the business segments Automotive, Visualization and Illumination
- AM: clear comparable revenue growth in LED components and other LED-based products, traditional products with modest comparable revenue decline; comparable revenue declines modestly at OSRAM CONTINENTAL
- DI: clear comparable revenue decline; the lighting solutions business for buildings (Traxon) recovers with clear comparable revenue growth and also the business of specialty lighting for smart LED-based plant cultivation systems and industrial applications shows substantial growth, in contrast the revenue from control units and lighting management systems (Digital Systems) clearly declined and the specialty lighting business for entertainment was affected by a COVID-19-related drop in demand
- LED share of 73.7%, compared with 70.6% in first half of fiscal year 2020

Revenue by Regions

(by location of customer)
in € million

	Six months ended March 31,		Change			
	2021	2020	nominal	therein currency	therein portfolio	comparable
EMEA	559	589	(5.2)%	(2.0)%	0.9%	(4.0)%
therein Germany	203	200	1.2%			
APAC	655	587	11.6%	(6.0)%	1.3%	16.3%
therein China (including Hong Kong) and Taiwan	415	331	25.5%			
Americas	473	518	(8.7)%	(9.2)%	2.4%	(1.8)%
therein U.S.A.	393	438	(10.2)%			
OSRAM (continuing operations)	1,687	1,694	(0.4)%	(5.6)%	1.5%	3.7%

- EMEA with moderate comparable revenue decline; revenue development in Germany shows modest growth
- Comparable revenue in APAC with significant growth, mainly driven by the OS and AM business in China
- Modest comparable revenue decline in Americas; the negative growth is mainly driven by DI; clear negative currency translation effect from the U.S. dollar

Earnings

in € million

	Six months ended March 31,		Change nominal
	2021	2020	
EBITDA segments			
Opto Semiconductors	207	164	26.7%
Automotive	93	53	75.9%
Digital	(9)	(6)	39.3%
Reconciliation to consolidated financial statements	(52)	(62)	(15.7)%
EBITDA OSRAM (continuing operations)	239	148	61.4%
EBITDA margin	14.2%	8.7%	540 bps
Special items ¹⁾	(43)	(62)	(30.4)%
therein transformation costs	(28)	(61)	(53.2)%
therein acquisition related costs ²⁾	1	(1)	n.a.
Adjusted EBITDA	282	210	34.4%
Adjusted EBITDA margin	16.7%	12.4%	430 bps
Amortization, depreciation, and impairments	177	172	2.5%
Net financial income or expense ³⁾	(23)	(16)	42.4%
Income (loss) before income taxes OSRAM (continuing operations)	39	(40)	n.a.
Income taxes	(361)	2	n.a.
Income (loss) OSRAM (continuing operations)	(322)	(38)	>200%
Loss discontinued operation, net of tax	(2)	(6)	(72.4)%
Net income (loss)	(323)	(44)	>200%

¹⁾ Of which €-4 million was attributable to OS, €-14 million was attributable to AM, €-2 million attributable to DI and €-23 million attributable to Corporate items (reconciliation to the interim consolidated financial statements).

²⁾ In the first half of fiscal year 2021 acquisition-related costs include income from a subsequent purchase price adjustment under an earn-out agreement of €9 million in connection with the acquisition of Fluence Bioengineering, Inc., Austin, Texas (U.S.A.), which was completed in fiscal year 2018.

³⁾ Income (loss) from investments accounted for using the equity method, net; interest income; interest expenses; and other net financial income or expense.

EBITDA of OSRAM (continuing operations)

- Sharp EBITDA increase compared to previous year, driven by the positive development at OS and AM
- Substantial EBITDA increase at OS compared to previous year due particularly to higher gross profit and lower selling, general and administrative expenses
- AM shows a sharp EBITDA improvement compared to previous year; this is due in particular to significant lower functional costs and an improvement in gross profit; in addition, higher transformation costs had an impact in the previous year
- EBITDA at DI remains negative
- Sharp decline in transformation costs compared to previous year level

Net Income (loss)

- Net loss of €323 million due to an income tax expense of €361 million, including a €335 million tax expense from the derecognition of deferred tax assets due to the domination and profit and loss transfer agreement between ams Offer GmbH und der OSRAM Licht AG that is in force since March 3, 2021 retrospectively from October 1, 2020
- > [Note 1 | Basis of Preparation](#) in the interim consolidated financial statements

Financial Position

Development of Cash Flows

in € million

	Six months ended March 31,		Change
	2021	2020	nominal
Free cash flow segments			
Opto Semiconductors	157	96	63.8%
Automotive	(28)	19	n.a.
Digital	(14)	(25)	(46.0)%
Reconciliation to consolidated financial statements	(45)	(19)	142.6%
Free cash flow OSRAM (continuing operations)	69	71	(2.8)%
therein: Additions to intangible assets and property, plant, and equipment	50	50	0.1%
Net cash OSRAM (continuing operations) provided by (used in)			
Operating activities	119	121	(1.6)%
Investing activities	(60)	(64)	(5.8)%
Financing activities	(105)	202	n.a.

Free Cash Flow of OSRAM (continuing operations)

- Positive Free Cash Flow at prior year level
- OS: Sharp increase of free cash flow compared to previous year, mainly due to the positive earnings development
- AM with negative Free Cash Flow due to an increase in net working capital
- Free Cash Flow at DI still negative but improved compared to previous year

Other Investing Activities (continuing operations)

- Investments in financial assets attributable with €4 million to Bolb Inc., Livermore/USA which is accounted for using the equity method

Development of Net Debt

in € million

	Six months ended March 31,
	2021
Net debt as of September 30,	(541)
EBITDA OSRAM (continuing operations)	239
Change in net working capital ¹⁾	(81)
Change in other assets and liabilities	2
Income taxes paid	(35)
Other cash flows from operating activities ²⁾	(6)
Additions to intangible assets, property, plant, and equipment	(50)
Free cash flow OSRAM (continuing operations)	69
Purchases of investments	(11)
Acquisitions, net of cash acquired	(5)
Proceeds and payments from sales of business activities, net of cash disposed of	4
Other investing and financing activities OSRAM (continuing operations) ³⁾	(19)
Reclassification of net debt to Assets held for sale and Liabilities associated with assets held for sale	(5)
Net debt as of March 31,	(508)

¹⁾ Includes changes in inventories, trade receivables, other current assets, trade payables, current provisions, and other current liabilities.

²⁾ Includes dividends received, interest received, and other reconciling items to net cash provided by (used for) operating activities.

³⁾ Includes non-cash effects, e.g., from currency translation and non-cash changes in lease liabilities, in addition to cash transactions.

Financing and Liquidity Analysis

- Bullet amortizing loan from ams in the amount of €600 million drawn down as of March 31, 2021 unchanged as of September 30, 2020
- Additionally, OSRAM had an unused revolving cash credit facility from ams of up to €450 million as of March 31, 2021; €75 million had been utilized as of September 30, 2020

Financing of Pension Plans and Similar Commitments

- The decrease in the underfunding from €130 million as of September 30, 2020 to €95 million as of March 31, 2021 was driven primarily by lower defined benefit obligations by €48 million due to pre-dominantly higher discount rates and a slightly lower offsetting decrease in plan assets by €8 million due to a decrease of the underlying assets, as well as by benefit costs incurred by the plan

Net Assets

Balance Sheet Structure

in € million

	March 31, 2021	September 30, 2020	Change nominal
Current assets			
Current assets	1,822	1,669	9.2%
therein assets held for sale	178	117	52.6%
Non-current assets	1,848	2,317	(20.3)%
Total assets	3,670	3,987	(7.9)%
	March 31, 2021	September 30, 2020	Change nominal
Liabilities and equity			
Current liabilities	1,824	1,808	0.9%
therein liabilities associated with assets held for sale	145	111	30.2%
Non-current liabilities	421	442	(4.8)%
Equity	1,425	1,737	(17.9)%
Total liabilities and equity	3,670	3,987	(7.9)%

Assets

- Increase in current assets due to the increase in trade receivables by €106 million, inventories by €43 million and assets held for sale by € 61 million; the decrease in cash and cash equivalents by €52 million had a countervailing effect
- Decrease in non-current assets due to the derecognition of deferred tax assets of €377 million in connection with the effectiveness of the domination and profit and loss transfer agreement between ams Offer GmbH and OSRAM Licht AG > [Note 1 | Basis of Preparation](#) in the interim consolidated financial statements, an impairment loss of goodwill > [Note 4 | Goodwill and Other Intangible Assets](#) in the interim consolidated financial statements and the decrease in property, plant and equipment due, among other things, to reclassifications to assets held for sale

Liabilities and Equity

- Current liabilities and provisions virtually unchanged; a reduction in current financial debt by €70 million as a result of the repayment of the revolving credit facility to ams, that was unused as of March 31, 2021, was offset by an increase in trade accounts receivable by €70 million
- Decrease in non-current liabilities and provisions due to the decrease in pensions and similar obligations by €13 million and non-current debt by €14 million, which exclusively includes lease liabilities
- Equity declined as a result of the net loss after taxes of €-323 million; countervailing effect from other comprehensive income after taxes of €13 million

Report on Expected Developments

The Managing Board of OSRAM Licht AG has decided to raise the guidance contained in the 2020 Annual Report, [» Annual Report 2020, A.4.1 Report on Expected Developments](#), on January 26, 2021 as follows: For fiscal year 2021 OSRAM group now expects a comparable revenue growth between 10 and 14 percent (previously: between 6 and 10 percent), an adjusted EBITDA margin of 12 to 15 percent (previously: 9 to 11 percent) and free cash flow between €70 million and €130 million (previously: from balanced to a positive low double-digit million Euro).

This guidance raise was driven by an even swifter recovery of several markets and a very strong business development, in particular relating to the Automotive (AM) and Opto Semiconductors (OS) business units, as well as the foreseeable positive effects of the continuation of consistent crisis management and efficiency programs. We currently expect business to develop at the upper end of the range. This is based on the assumption that there will be no further COVID-19 lockdowns or considerable disturbances in the supply chain which would have a significant impact on the OSRAM business. Among other things, this can have an impact on an adjustment of inventories at our customers, on the availability of critical components, on higher logistics costs or higher procurement prices.

Report on Risks and Opportunities

We still assess the risks related to the COVID-19 pandemic as high, unchanged from fiscal year 2020 reporting, also in light of the raised guidance for fiscal year 2021 published in our ad hoc release on January 26, 2021.

The special measures taken in fiscal year 2020 to safeguard earnings and liquidity were largely discontinued in the second quarter of fiscal year 2021 due to the positive business outlook. However, the OSRAM performance programs will be continued as planned. Furthermore, OSRAM-Management is constantly monitoring the situation and will take comparable measures again if necessary.

In our [» Annual Report for Fiscal Year 2020](#), in addition to the risks arising from the COVID-19 pandemic, we presented further risks that could have a material adverse effect on our business, net assets, financial position, and results of operations. In this context the risk of restricted supply capability due to supply chain disruptions has now been classified as a material risk. Due to possible further pandemic-related production and supply restrictions, we assess the risk of possible delays in fulfilling customer orders as higher. The situation remains highly uncertain, as pandemic activity remains dynamic depending on the occurrence of new mutations and the progress of individual countries' vaccination campaigns and testing strategies. Therefore, we continue to focus on avoiding COVID-19 infections and associated regulatory restrictions leading to interruptions of our own production in order to ensure OSRAM's ability to deliver. The health protection measures already taken remain unchanged and will be adapted to current developments.

A faster than expected recovery of the market, especially in China, and digitalization accelerated by the pandemic led to a disproportionate increase in customer demand in recent months and thus to a serious shortage situation in the global market for electronic preliminary products, especially semi-conductors. In particular, the automotive industry increased and advanced orders with their suppliers such as OSRAM. Furthermore, regulatory measures to contain the pandemic may again result in production and supply restrictions at our suppliers and lead to a further shortage of electronic components. We are therefore closely monitoring the performance of our suppliers and ensuring our ability to deliver by means of alternative delivery chains.

Any delay in fulfilling customer orders or inability to deliver can lead to customer dissatisfaction, loss of sales, contractual liability claims by the customer, or even customer loss. In particular, if OSRAM is the customer's single source of supply or if our products are essential to the functionality of the customer's end product, customers may increasingly turn to alternative suppliers. We manage this risk by continuously monitoring incoming customer orders and developments in the end-customer market in order to be able to react at an early stage if necessary.

The following significant adjustments have been made to the assessment of financial market risks. The financing risk in relation to the shareholder loan agreement described in the [» Annual Report for Fiscal Year 2020](#) no longer exists after the domination and profit and loss transfer agreement and the new shareholder loan agreement with ams AG became effective. As explained in the section Events After the Reporting Date, the clauses in the previous loan agreement relating to the financial position of the OSRAM Licht Group (financial covenants) no longer apply. This results in a stable financing situation for OSRAM, which provides sufficient headroom in the next three years of the term. Risks from OSRAM Licht AG and other material OSRAM companies becoming guarantors for certain financing agreements of ams AG continue to exist. The limitation of the amount of the guarantee liability to the credit facilities drawn down, which existed until the domination and profit and loss transfer agreement between ams Offer GmbH and OSRAM Licht AG took effect, has been replaced by a joint and several liability.

We see additional potential to optimize our sites and increase our production capacity and efficiency. Production and work processes could be more efficient and further synergies could be leveraged, for example, by pooling activities. In addition, an optimization of global value streams could be achieved, which could support the efficiency and flexibility of manufacturing and promote the transition to new technologies and product generations in the Opto Semiconductors Business Unit.

The other risks and opportunities described in the [» Annual Report for Fiscal Year 2020](#) did not change significantly in the six months ended March 31, 2021. Additional risks of which we are not currently aware or which we currently consider to be insignificant could also adversely affect our business activities. The Managing Board remains confident that the Group's profitability forms a solid basis for our future business performance and provides the resources needed to pursue the opportunities available to the OSRAM Licht Group. From the current perspective, the Managing Board considers that the risks described above are manageable and do not, either individually or together, appear to endanger the OSRAM Licht Group's continued existence as a going concern.

Reconciliation of Key Performance Indicators

This section shows the calculation of performance indicators that are described in more detail in the [» 2020 Annual Report, A.1.2 Performance Management](#). There is also a reconciliation of alternative performance measures (APMs) to the most similar IFRS measures. Definitions of the key performance measures that can be directly derived from line items or subtotals in the IFRS consolidated financial statements can be found in the [» 2020 Annual Report, A.1.2 Performance Management](#) and the [» 2020 Annual Report, A.2.6 Reconciliation of Key Performance Indicators](#).

Comparable Revenue Growth

Six months ended March 31,

Comparable Change in Revenue

Nominal revenue growth - currency translation effects - portfolio effects = comparable revenue growth

OSRAM (continuing operations)	2021:	(0.4)%	-	(5.6)%	-	1.5%	=	3.7%	2020:	0.3%	-	1.8%	-	2.3%	=	(3.8)%
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Currency Translation Effects

Revenue in reporting period at exchange rate in reporting period - revenue in reporting period at prior period exchange rate

Prior period revenue at prior period exchange rate

OSRAM (continuing operations)	2021:	$\frac{1,694 - 1,663}{1,689}$	=	(5.6)%	2020:	$\frac{1,694 - 1,663}{1,689}$	=	1.8%
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Portfolio Effects¹⁾

Revenue from acquisitions in the reporting period and desinvestments prior period as well as changes in the allocation of business activities

Prior period revenue

OSRAM (continuing operations)	2021:	$\frac{25}{1,694}$	=	1.5%	2020:	$\frac{40}{1,689}$	=	2.3%
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1) Portfolio changes during the fiscal year have a pro rata effect in the period following the acquisition/divestment, since there are only portfolio effects in the period of the portfolio change during those reporting months when the acquired company belongs to OSRAM, or the company disposed of no longer belongs to OSRAM. Thus, in the subsequent period, there are portfolio effects relating to the months in the period of the portfolio change during which the acquired company was not yet part of OSRAM or the company disposed of was still part of OSRAM.

EBITDA and EBITDA Margin

EBITDA

in Mio. €

	OSRAM (continuing operations)	
	Six months ended March 31,	
	2021	2020
Income (loss) OSRAM	(322)	(38)
Income taxes	361	(2)
Net financial income or expense ¹⁾	23	16
Amortization, depreciation, and impairments ²⁾	177	172
EBITDA³⁾	239	148

¹⁾ Income (loss) from investments accounted for using the equity method, net; interest income; interest expenses; and other net financial income or expense.

²⁾ Impairment losses on goodwill and amortization of, and impairment losses on, other intangible assets, net of reversals of impairment losses as well as depreciation of, and impairment losses on, property, plant, and equipment as well as right-of-use assets, net of reversals of impairment losses.

³⁾ EBITDA (earnings before interest, taxes, depreciation, and amortization) is earnings before net financial income or expense, income taxes, amortization and impairment of intangible assets (goodwill and other assets) and depreciation and impairment of property, plant, and equipment as well as right-of-use assets, net of reversals of impairment losses.

EBITDA Margin and EBITDA Margin, Adjusted

in € million

	OSRAM (continuing operations)	
	Six months ended March 31,	
	2021	2020
Revenue	1,687	1,694
EBITDA	239	148
EBITDA margin	14.2%	8.7%
Special items ¹⁾	(43)	(62)
Transformation costs	(28)	(61)
Acquisition related costs	1	(1)
Share-based payment	(4)	–
Others	(11)	–
Adjusted EBITDA	282	210
Adjusted EBITDA margin	16.7%	12.4%

¹⁾ Special items comprise transformation costs and acquisition related costs as well as costs incurred for significant legal and regulatory matters. EBITDA impacting transformation costs result mainly from the measures needed to strengthen our competitiveness (changes to manufacturing capacity, improvement of the cost position, etc.). Acquisition related costs, which also impact EBITDA, comprise costs incurred in connection with the acquisition and disposal of companies, equity investments, and other businesses. In particular, these include the cost of legal and other advice as well as costs of integration/disposal. Since the beginning of financial year 2021, OSRAM includes expenses for share-based payment in the special items. The prior-year figures were not adjusted due to immateriality.

Events After the Reporting Date

Effective April 16, 2021, the OSRAM GmbH entered into a loan agreement with the ams AG as lender, replacing the previous loan agreement with the ams AG dated September 11, 2020. The total volume of the unsecured credit line remains unchanged at €1,050 million, comprising a bullet amortizing loan of €600 million and a revolving cash credit facility of up to €450 million with an interest rate based on EURIBOR plus a fixed margin of between 2.4 % p.a. and a term of three years. An upfront fee of 0.4% on the total amount of the loan (€4.2 million) will be recognized as interest expenses over the term. Clauses in the previous loan agreement relating to the financial position of the OSRAM Licht Group (financial covenants) no longer apply. As of April 16, 2021, the drawdown as bullet amortizing loan under the new credit agreement was unchanged at €600 million as of March 31, 2021.

In April 2021, OSRAM Licht AG and other material OSRAM companies became guarantors for additional financing agreements of ams AG. Based on the existing domination and profit and loss transfer agreement, these companies are jointly and severally liable for these liabilities of ams AG.

On April 27, 2021, ams and OSRAM announced to streamline the resources of the combined administrative functions with a focus on reducing overlapping positions. Negotiations with employee representatives are being conducted for this purpose. There were no effects on the financial statements as of March 31, 2021 in connection with these measures, but personnel-related restructuring expenses are still expected in fiscal year 2021.

The Managing Board of OSRAM Licht AG (OSRAM) was informed on May 3, 2021 by its majority shareholder ams Offer GmbH, a wholly owned subsidiary of ams AG, (ams) that ams decided to cause OSRAM to implement a delisting and to

issue a delisting tender offer to the OSRAM shareholders. OSRAM is instructed to initiate the process regarding the revocation of the admission of the OSRAM shares to trading on the regulated market of the Frankfurt Stock Exchange (FSE) and the regulated market of the Munich Stock Exchange (MSE) pursuant to section 39 para. 2 sentence 3 no. 1, para. 3 of the *Börsengesetz* (BörsG—German Stock Exchange Act) as well as to end a free-market inclusion of a stock exchange as far as such inclusion was originally initiated by OSRAM (delisting). ams will offer the shareholders of OSRAM to acquire all of their shares for a cash consideration in the amount of EUR 52.30. As stated, this exceeds the weighted average stock market price of the OSRAM shares during the last six months before the announcement of ams to issue the offer. In light of the progressing integration process since the domination and profit and loss transfer agreement with ams became effective, OSRAM's Managing Board can understand the intention and will in the interest of the company support ams in this process.

Other than the above, no transactions of particular significance and with material effects on the net assets, financial position, and results of operations have occurred since the end of the reporting period, March 31, 2021.

Condensed Interim Consolidated Financial Statements

for the Six Months Ended March 31, 2021

According to IFRS

Consolidated Statement of Income

OSRAM Licht Group – Consolidated Statement of Income (unaudited)

For the six months ended March 31, 2021 and 2020 (unaudited)

in € million, if not stated otherwise

	Note	Six months ended March 31,	
		2021	2020
Revenue		1,687	1,694
Cost of goods sold and services rendered		(1,193)	(1,231)
Gross profit		494	463
Research and development expenses		(167)	(193)
Marketing, selling and general administrative expenses		(294)	(322)
Other operating income	Note 3	51	29
Other operating expenses	Note 4	(22)	(2)
Income (loss) from investments accounted for using the equity method, net		(4)	(4)
Interest income		2	1
Interest expenses		(20)	(11)
Other financial income (expenses), net		0	(2)
Income (loss) before income taxes OSRAM (continuing operations)		39	(40)
Income taxes	Note 1	(361)	2
Income (loss) OSRAM (continuing operations)		(322)	(38)
Income (loss) from discontinued operations, net of tax		(2)	(6)
Net income (loss)		(323)	(44)
Attributable to:			
Non-controlling interests		(15)	(19)
Shareholders of OSRAM Licht AG		(308)	(25)
Basic earnings per share (in €)		(3.27)	(0.26)
Diluted earnings per share (in €)		(3.27)	(0.26)
Basic earnings per share (in €) OSRAM (continuing operations)		(3.25)	(0.20)
Diluted earnings per share (in €) OSRAM (continuing operations)		(3.25)	(0.20)

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Consolidated Statement of Comprehensive Income

OSRAM Licht Group – Consolidated Statement of Comprehensive Income (unaudited)

For the six months ended March 31, 2021 and 2020 (unaudited)

in € million

	Six months ended March 31,	
	2021	2020
Net income (loss)	(323)	(44)
Items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	(13)	31
<i>thereof: income tax</i>	(47)	(12)
fair value measurement of equity instruments	9	0
<i>thereof: income tax</i>	0	0
Items that may be reclassified subsequently to profit or loss		
Currency translation differences	22	(34)
Derivative financial instruments	(5)	2
<i>thereof: income tax</i>	1	(1)
	-	-
Other comprehensive income (loss), net of tax	13	(1)
Total comprehensive income (loss)	(310)	(46)
Attributable to:		
Non-controlling interests	(14)	(21)
Shareholders of OSRAM Licht AG	(296)	(24)

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Consolidated Statement of Financial Position

OSRAM Licht Group – Consolidated Statement of Financial Position

As of March 31, 2021 (unaudited) and September 30, 2020

in € million

	Note	March 31, 2021	September 30, 2020
ASSETS			
Current assets			
Cash and cash equivalents		269	321
Trade receivables		546	440
Other current financial assets		29	32
Contract assets		5	5
Inventories		684	641
Income tax receivables		13	21
Other current assets		98	93
Assets held for sale	Note 2	178	117
Total current assets		1,822	1,669
Goodwill	Note 4	157	176
Other intangible assets		111	120
Property, plant, and equipment		1,148	1,224
Right-of-use assets		176	190
Investments accounted for using the equity method		51	51
Other financial assets		33	29
Deferred tax assets		101	486
Other assets		71	43
Total assets		3,670	3,987

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

OSRAM Licht Group – Consolidated Statement of Financial Position

As of March 31, 2021 (unaudited) and September 30, 2020

in € million

	Note	March 31, 2021	September 30, 2020
LIABILITIES AND EQUITY			
Current liabilities			
Short-term debt and current maturities of long-term debt		643	714
Trade payables		463	372
Other current financial liabilities		82	109
Current contract liabilities		8	9
Current provisions		66	56
Income tax payables		66	85
Other current liabilities		350	352
Liabilities associated with assets held for sale	Note 2	145	111
Total current liabilities		1,824	1,808
Long-term debt		134	148
Pension plans and similar commitments		131	144
Deferred tax liabilities		15	16
Provisions		32	33
Other financial liabilities		0	0
Contract liabilities		1	1
Other liabilities		107	100
Total liabilities		2,244	2,250
Equity			
Common stock, no par value		97	97
Additional paid-in capital		1,654	1,662
Retained earnings		(233)	89
Other components of equity		18	(7)
Treasury shares, at cost ¹⁾		(94)	(94)
Total equity attributable to shareholders of OSRAM Licht AG		1,442	1,747
Non-controlling interests		(17)	(10)
Total equity		1,425	1,737
Total liabilities and equity		3,670	3,987

¹⁾ The Company held 2,664,388 treasury shares as of March 31, 2021 (September 30, 2020: 2,664,388).

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Consolidated Statement of Cash Flows

OSRAM Licht Group – Consolidated Statement of Cash Flows (unaudited)

For the six months ended March 31, 2021 and 2020 (unaudited)

in € million

	Note	Six months ended March 31,	
		2021	2020
Cash flows from operating activities			
Net income (loss)		(323)	(44)
Adjustments to reconcile net income (loss) to net cash provided			
Income (loss) from discontinued operation, net of tax		2	6
Amortization, depreciation, and impairments	Note 4	177	172
Income taxes		361	(2)
Interest (income) expenses, net		19	10
(Gains) losses on sales and disposals of businesses, intangible assets and property, plant, and equipment, net		(1)	0
(Income) loss on sales of investments		0	–
Other (Income) loss from investments		2	6
Other non-cash (income) expenses		(4)	1
Change in current assets and liabilities			
(Increase) decrease in inventories		(47)	(57)
(Increase) decrease in trade receivables		(119)	81
(Increase) decrease in other current assets		(7)	5
Increase (decrease) in trade payables		100	(36)
Increase (decrease) in current provisions		10	(3)
Increase (decrease) in other current liabilities		(17)	6
Change in other assets and liabilities		2	(4)
Income taxes paid		(35)	(21)
Dividends received		0	0
Interest received		1	1
Net cash provided by (used in) operating activities OSRAM (continuing operations)		119	121
Net cash provided by (used in) operating activities discontinued operations		–	–
Net cash provided by (used in) operating activities OSRAM Licht Group (total)		119	121

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

OSRAM Licht Group – Consolidated Statement of Cash Flows (unaudited)

For the six months ended March 31, 2021 and 2020 (unaudited)

in € million

	Note	Six months ended March 31,	
		2021	2020
Cash flows from investing activities			
Additions to intangible assets and property, plant, and equipment		(50)	(50)
Acquisitions, net of cash and cash equivalents acquired	Note 2	(5)	(4)
Purchases of investments		(11)	(4)
Proceeds and payments from sales of investments, intangible assets and property, plant, and equipment		2	3
Proceeds and payments from the sale of business activities, net of cash and cash equivalents disposed of		4	(10)
Net cash provided by (used in) investing activities OSRAM (continuing operations)		(60)	(64)
Net cash provided by (used in) investing activities discontinued operation		–	–
Net cash provided by (used in) investing activities OSRAM Licht Group (total)		(60)	(64)
Cash flows from financing activities			
Payments from capital increases in subsidiaries with minority interests		4	–
Repayment of long-term debt		–	(16)
Change in short-term debt and other financing activities		(21)	231
Interest paid and preliminary fees for the shareholder loan from ams		(13)	(11)
Dividends paid to non-controlling interest shareholders		–	(3)
Financing with ams group		(75)	–
Net cash provided by (used in) financing activities OSRAM (continuing operations)		(105)	202
Net cash provided by (used in) financing activities discontinued operations		–	–
Net cash provided by (used in) financing activities OSRAM Licht Group (total)		(105)	202
Effect of exchange rates on cash and cash equivalents		4	(3)
Net increase (decrease) in cash and cash equivalents		(43)	256
Cash and cash equivalents at the beginning of period		330	327
Cash and cash equivalents at the end of period		288	583
Less cash and cash equivalents of discontinued operation at the end of the period		18	–
Cash and cash equivalents at the end of the period (consolidated statement of financial position)		269	583

Minor differences may occur due to rounding.

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Consolidated Statement of Changes in Equity

OSRAM Licht Group – Consolidated Statement of Changes in Equity (unaudited)

For the six months ended March 31, 2021 and 2020 (unaudited)

in € million

	Common stock	Additional paid-in capital	Retained earnings	Currency translation differences	Measurement of equity instruments at fair value	Derivative financial instruments	Treasury shares at cost	Total equity attributable to shareholders of OSRAM Licht AG	Non-controlling interests	Total equity
Balance as of October 1, 2019	97	1,672	255	84	0	(5)	(99)	2,004	79	2,083
Net income (loss)	–	–	(25)	–	–	–	–	(25)	(19)	(44)
Other comprehensive income (loss), net of tax	–	–	31	(33)	0	2	–	0	(2)	(1)
Total comprehensive income (loss), net of tax	–	–	6	(33)	0	2	–	(24)	(21)	(46)
Re-issuance of treasury shares	–	–	–	–	–	–	5	5	–	5
Dividends	–	–	–	–	–	–	–	–	(3)	(3)
Other changes in equity	–	(3)	2	–	–	–	–	0	0	0
Balance as of March 31, 2020	97	1,669	263	52	0	(3)	(94)	1,984	56	2,039
Balance as of October 1, 2020	97	1,662	89	(10)	0	3	(94)	1,747	(10)	1,737
Net income (loss)	–	–	(308)	–	–	–	–	(308)	(15)	(323)
Other comprehensive income (loss), net of tax	–	–	(13)	22	9	(5)	–	12	1	13
Total comprehensive income (loss), net of tax	–	–	(322)	22	9	(5)	–	(296)	(14)	(310)
Transfer to / withdrawal from capital reserve	–	–	–	–	–	–	–	–	8	8
Other changes in equity	–	(8)	(1)	–	–	–	–	(8)	0	(8)
Balance as of March 31, 2021	97	1,654	(233)	12	9	(3)	(94)	1,442	(17)	1,425

Notes to the Condensed Interim Consolidated Financial Statements

Segment Information

OSRAM Licht Group – Notes to the Condensed Interim Consolidated Financial Statements – Segment Reporting

For the six months ended March 31, 2021 and 2020 (unaudited) and of March 31, 2021 (unaudited) and September 30, 2020

in € million

	External revenue		Intersegment revenue		Total revenue		EBITDA ¹⁾	
	2021	2020	2021	2020	2021	2020	2021	2020
SEGMENTS								
Opto Semiconductors	384	354	366	367	750	721	207	164
Automotive	934	911	–	–	934	911	93	53
Digital	359	417	–	–	359	417	(9)	(6)
Total segments	1,677	1,682	366	367	2,043	2,049	291	210
Reconciliation to interim consolidated financial statements								
Corporate items and pensions	11	12	–	–	11	12	(52)	(62)
Eliminations, corporate treasury, and other reconciling items	–	–	(366)	(367)	(366)	(367)	0	0
OSRAM (continuing operations)	1,687	1,694	–	–	1,687	1,694	239	148

	Assets ²⁾		Free cash flow ³⁾		Capital expenditures ⁴⁾		Depreciation, Amortization, and Impairments ⁵⁾	
	March 31, 2021	September 30, 2020	2021	2020	2021	2020	2021	2020
SEGMENTS								
Opto Semiconductors	1,105	1,163	157	96	33	22	108	106
Automotive	694	595	(28)	19	14	23	22	38
Digital	309	341	(14)	(25)	3	5	39	21
Total segments	2,108	2,100	114	90	50	50	170	164
Reconciliation to interim consolidated financial statements								
Corporate items and pensions	(78)	(94)	(56)	(48)	0	0	7	8
Eliminations, corporate treasury, and other reconciling items	1,640	1,981	11	29	–	–	–	–
OSRAM (continuing operations)	3,670	3,987	69	71	50	50	177	172

¹⁾ EBITDA is earnings before net financial income or expense (income (loss) from investments accounted for using the equity method, net; interest income; interest expenses; and other financial income (expenses), net), income taxes, and depreciation, amortization, and impairments as defined in 5).

²⁾ Assets attributable to the segments and to *Corporate items and pensions* are defined as total assets less financing receivables, tax assets, non-interest-bearing provisions and liabilities, and liabilities other than tax liabilities (e.g. trade payables).

³⁾ Free cash flow is net cash provided by (used in) operating activities less additions to intangible assets and property, plant, and equipment. For the segments, it primarily excludes income tax-related and financing interest payments and proceeds.

⁴⁾ Capital expenditures are defined as additions to intangible assets and property, plant, and equipment.

⁵⁾ Depreciation, amortization, and impairments comprises impairment losses on goodwill and amortization of, and impairment losses on, other intangible assets, net of reversals of impairment losses as well as depreciation of, and impairment losses on, property, plant, and equipment as well as right-of-use assets, net of reversals of impairment losses.

1 I General Principles

These condensed interim consolidated financial statements ('interim consolidated financial statements') are for OSRAM Licht AG, Munich, and its subsidiaries ('OSRAM Licht Group' or 'OSRAM'). OSRAM's main development, production and sales activities are related to opto semiconductors for lighting, visualization, and sensor technology (Segment OS), automotive lighting (Segment AM) as well as lighting solutions and light management systems for various applications (Segment DI).

The OSRAM Licht Group prepared these interim consolidated financial statements in accordance with IAS 34 *Interim Financial Reporting*; they should be read in conjunction with the [» consolidated financial statements of OSRAM Licht AG for fiscal year 2020](#), which were prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union.

On July 9, 2020, ams AG (ams), Premstätten (Austria), announced that it had completed the takeover of OSRAM. Since then, ams has indirectly held the majority of the shares in OSRAM Licht AG through its wholly owned subsidiary ams Offer GmbH (ams Offer), Ismaning (Germany). The OSRAM Group is thus part of the ams Group, whose parent company is ams AG. Since March 3, 2021, a domination and profit and loss transfer agreement between ams Offer GmbH and OSRAM Licht AG is in force retrospectively from October 1, 2020. As a result, the profit for the year in the financial statements of the OSRAM Licht AG as of September 30, 2021, which will be prepared in accordance with the rules of the German Commercial Code (HGB), will be transferred to the ams Offer GmbH or, in the event of a loss for the year, a compensation claim will arise.

The interim consolidated financial statements apply the same accounting policies as those used for the preparation of the [» consolidated financial statements of OSRAM Licht AG for fiscal year 2020](#).

When preparing the interim consolidated financial statements, the Managing Board was required to make estimates and assumptions that influenced the application of the accounting principles and the reported amounts of income, expenses, assets, and liabilities, for example in connection with evaluating goodwill and other intangible assets [» Note 4 I Goodwill and Other Intangible Assets](#) or obligations relating to restructuring measures [» Note 3 I Disclosures on the Statement of Income](#). Actual results may differ from these estimates.

The interim consolidated financial statements have been prepared in millions of euros (€ million). Due to rounding, differences may arise when individual amounts or percentages are added together. The interim consolidated financial statements were authorized for issue by the Managing Board of OSRAM Licht AG, Marcel-Breuer-Strasse 6, 80807 Munich, Germany, on May 3, 2021.

In addition to these interim consolidated financial statements, the Interim Report includes the [» group interim management report](#), which presents the business performance in the first half of fiscal year 2021 and its effects on the net assets, financial position, and results of operations.

Influence of the Domination and Profit and Loss Transfer Agreement on the Deferred Tax Assets in the Consolidated Financial Statements

Since March 3, 2021 the domination and profit and loss transfer agreement is in force retrospectively from October 1, 2020. This affects the balance of deferred taxes in the consolidated financial statements of OSRAM Licht AG. Deferred taxes of a tax group formed for the purpose of income tax have to be measured and recognized at the level of the tax group's parent entity. With the domination and profit and loss transfer agreement in force since March 3, 2021, this has not longer been done at OSRAM Licht AG level but at ams offer GmbH level recognized. Of the balance of deferred tax assets recognized in the consolidated financial statements of OSRAM Licht AG as of September 30, 2020, around €377 million was attributable to the tax group of OSRAM Licht AG formed for the purpose of income tax. This amount had to be released with the effectiveness of the domination and profit and loss transfer agreement, thereof €335 million had to be released to profit and loss. It is intended to include further companies in the tax group of the ams Offer GmbH by the end of the fiscal year. This is expected to result in further tax expenses of €14 million from the release of deferred tax assets.

Income Taxes

In interim reporting periods, the income tax expense is calculated on the basis of the currently estimated effective tax rate for the full fiscal year. Income taxes in other comprehensive income (loss) in interim reporting periods are calculated on the basis of the relevant figures as of the interim reporting date.

2 I Acquisitions, Disposals and Discontinued Operations

OSRAM CONTINENTAL

On December 29, 2020, OSRAM and Continental contractually agreed to separate out their activities in OSRAM CONTINENTAL and take them back into their own organizations. The business remaining with OSRAM will continue to be managed as part of the Automotive Business Unit. The transaction is scheduled to be completed in autumns 2021.

OSRAM and Continental each have a 50% stake in the company. The company is included in full in the basis of consolidation of the OSRAM Group owing to special voting rights that permit OSRAM to direct material activities. From the perspective of the OSRAM Group, the effect of completing the separation of the business activities will be the loss of the business to be transferred to Continental and the derecognition of the non-controlling interests.

Consequently, the assets and liabilities to be transferred to Continental are recognized as held for sale as follows in accordance with IFRS 5 since September 30, 2020:

OSRAM CONTINENTAL Assets and Liabilities Held for Sale

in € million

	March 31 2021	September 30, 2020
Cash and cash equivalents	9	9
Trade receivables and other current assets	23	5
Non-current assets	101	99
Assets held for sale	133	114
Current debts	100	96
Current liabilities	28	10
Pension plans and similar commitments	2	2
Long-term debt and liabilities	4	4
Liabilities associated with assets held for sale	133	111
Net assets and liabilities	0	3

The fair value less costs to sell measurement made as of September 30, 2020 continues to reflect the value of transferred business.

Bulgarian production site

On January 29, 2021, OSRAM contractually agreed the sale of a Bulgarian production site. The transaction was completed on April 6, 2021. Consequently, the assets and liabilities to be transferred are recognized as held for sale as follows in accordance with IFRS 5.

Assets and Liabilities Held for Sale

in € million

	March 31 2021
Cash and cash equivalents	18
Non-current assets	18
Assets held for sale	36
Current debts	11
Liabilities associated with assets held for sale	11
Net assets and liabilities	25

The proceeds from the sale will almost correspond to the carrying amounts.

Other Topics

Due to a contractually agreed sale of land and buildings in Berlin, Germany, on February 26, 2021, approximately €5 million were classified as assets held for sale. The closing of the transaction with cash inflow and resulting disposal impact on Statement of Income is scheduled for the second half of the financial year 2021. The expected cash inflow is in

the mid double-digit million € range. For part of the land and buildings OSRAM contractually agreed a lease agreement, the term of which commences upon closing of the sale transaction.

Due to a planned sale of land and building in the American region another €3 million were classified as assets held for sale.

Furthermore, in the first half of the 2021 financial year, OSRAM invested around €4 million in Bolb, Inc., Livermore/USA, which are accounted for using the equity method.

For the acquisition Novità Technologies, Hendersonville/USA made in the 2016 financial year, there was a cash outflow of €5 million in the first half of the 2021 financial year due to a subsequent consideration from a contractual holdback.

3 I Disclosures on the Statement of Income

In the first six months of the fiscal year, OSRAM undertook measures throughout the Company to improve processes and make structural adjustments in the Automotive and Digital Business Units and in the central administrative functions so that it can react to the change in market conditions.

Personnel-related restructuring expenses in connection with these measures were incurred in the net amount of €15 million in the six months ended March 31, 2021 (six months ended March 31, 2020: €49 million). These expenses arose mainly in Germany and are related to personnel measures in connection with a voluntary redundancy program which was initiated in fiscal year 2020 and with the planned separation of the activities of OSRAM CONTINENTAL. Further expenses, to a lesser extent, arose from personnel measures relating primarily to specific individuals in countries other than Germany.

Personnel-related restructuring expenses primarily affected Cost of goods sold and services rendered, Marketing, selling, and general administrative expenses, but also Research and development expenses.

In the first half of fiscal year 2021, OSRAM received an insurance compensation payment of €24 million, which was recognized as other operating income.

4 I Goodwill and Other Intangible Assets

Detailed information on goodwill and other intangible assets can be found in the [» 2020 Annual Report, B.6 Notes to the Consolidated Financial Statements; 15 I Goodwill and Other Intangible Assets](#).

In the first half of the financial year 2021, OSRAM analyzed its cash-generating units for indications of potential impairment. Apart from the cash-generating unit Connected Building Applications within the Digital Segment, there were no indications of impairment. An impairment test was therefore only performed for Connected Building Applications. This resulted in an impairment of €20 million based on an updated business planning, which led to a partial impairment of the goodwill of this unit. The updated business planning assumes that the implementation of the growth strategy in the industrial IoT software applications area will be implemented weaker.

The recoverable amount of the cash-generating unit was determined on the basis of its fair value less costs to sell (hierarchy level 3). A long-term growth rate of 2.3% (previous year: 2.3%) and a discount rate (after tax) of 6.2% (previous year: 7.9%) were used.

If the current assessment regarding the medium- and long-term realization of growth assumptions in the area of industrial IoT software applications does not materialize, there is a risk of further impairments of long-lived assets, which amount to €16 million as of March 31, 2021 (therein particularly intangible assets).

Carrying Amounts and Fair Values of Financial Assets and Liabilities

in € million

	Category according to IFRS 9 ¹⁾	March 31, 2021		September 30, 2020	
		Carrying amount	Fair value	Carrying amount	Fair value
Financial assets					
Cash and cash equivalents ²⁾	FAaC	269	269	321	321
Trade receivables	FAaC	341	341	364	364
Trade receivables that are to be sold under a factoring agreement	FVPL	205	205	76	76
Other financial assets					
Derivatives not designated in a hedge accounting relationship	FVPL	7	7	8	8
Derivatives in connection with cash flow hedges	n.a.	1	1	4	4
Equity instruments	FVOCI	17	17	3	3
Shares in investment funds	FVPL	7	7	5	5
Other financial assets	FAaC	30	30	41	41
Assets held for sale	FAaC	39	39	12	12
Financial liabilities					
Debt³⁾					
Shareholder loan from ams	FLaC	600	600	671	671
Loans from banks	FLaC	3	3	3	3
Trade payables	FLaC	463	463	372	372
Other financial liabilities					
Derivatives not designated in a hedge accounting relationship	FVPL	6	6	12	12
Derivatives in connection with cash flow hedges	n.a.	4	4	1	1
Contingent consideration due from acquisitions	FVPL	6	6	15	15
Other financial liabilities	FLaC	66	66	81	81
Liabilities associated with assets held for sale	FLaC	130	130	101	101

¹⁾ FAaC - Financial assets measured at amortized cost

FVOCI - Financial assets measured at fair value through other comprehensive income without recycling to profit or loss

FVPL - Financial assets or financial liabilities measured at fair value through profit or loss

FLaC - Financial liabilities measured at amortized cost

²⁾ *Cash and cash equivalents* consists primarily of deposits at banks with an investment grade rating and includes cash (predominantly denominated in euros or U.S. dollars) in checking accounts and fixed-term deposits with an original term of between one day (overnight deposits) and three months. To a small extent, it also includes checks and cash on hand.

³⁾ *Debt* includes lease liabilities of €174 million as of March 31, 2021 (previous year: €188 million), that were accounted for in accordance with IFRS 16.

Determination of Fair Values of Financial Instruments Carried at Fair Value in the Statement of Financial Position

The financial instruments recognized at fair value in the statement of financial position include trade receivables that are to be sold under factoring programs, derivatives, equity instruments, interests in investment entities, and contingent consideration obligations in the context of acquisitions.

Trade receivables that are to be sold under factoring programs are measured based on discounted cash flows using current market interest rates, corresponding to hierarchy level 2 of IFRS 13 for determining fair value.

The fair values of derivative financial instruments are determined based on inputs that are observable either directly or indirectly, in particular forward exchange rates for forward exchange contracts. This approach corresponds to hierarchy level 2 of IFRS 13 for determining fair value.

Equity instruments are measured based on the best information available as of the reporting date, particularly information about transactions involving interests in the affected entities and also stock exchange prices. The measurement approach corresponds to hierarchy level 1 (€8 million) and hierarchy level 3 (€9 million) of IFRS 13 for determining fair value. The change in the carrying amount in the first six months of fiscal year 2021 resulted mainly from the acquisition of shares in SILC Technologies, Inc., Monrovia/USA (€2 million), the increase of shares in Recogni Inc., Cupertino/USA (€2 million) and from the revaluation of investments not affecting profit or loss (€9 million).

Interests in investment entities are measured using the annual, half-year, or quarterly reports of the asset management companies; the fair value is determined based on the share of net assets attributable to OSRAM. The measurement of the equity investments held by the investment entities can be based on all three hierarchy levels of IFRS 13 for determining fair value. Overall, the interests in investment entities are assigned to the lowest hierarchy level, i.e., level 3. The change in the carrying amount in the first six months of fiscal year 2021 resulted mainly from revaluations impacting profit or loss and included in other financial income (expenses), net.

Contingent consideration obligations in the context of acquisitions are recognized as a liability at the expected amount. The change in the carrying amount in the first six months of fiscal year 2021 resulted from an adjustment of a liability, recognized in profit or loss within other operating income, in connection with the earn-out clause related to the acquisition of Fluence Bioengineering, Inc., Austin, U.S.A., which was completed in fiscal year 2018.

All other financial instruments are carried at cost or amortized cost. The methods for determining the fair values of these financial instruments carried at fair value in the statement of financial position are described in the [» consolidated financial statements of OSRAM Licht AG for fiscal year 2020](#).

6 I Additional disclosures on segment reporting

Reconciliation to the Consolidated Financial Statements

Reconciliation EBITDA to Income (loss) before Income Taxes

in € million

	Six months ended March 31,	
	2021	2020
EBITDA	239	148
Depreciation on property, plant, and equipment and right-of-use assets	(145)	(150)
Amortization	(32)	(23)
Income (loss) from investments accounted for using the equity method, net	(4)	(4)
Interest income	2	1
Interest expenses	(20)	(11)
Other financial income (expenses), net	0	(2)
Income (loss) before income taxes OSRAM (continuing operations)	39	(40)

The following table reconciles the total net capital employed of the segments to the total assets reported in the consolidated statement of financial position:

Reconciliation Total Segment Net Capital Employed to Total Assets

in € million

	March 31,	September 30,
	2021	2020
Total segment net capital employed	2,108	2,100
Reconciliation to consolidated financial statements		
Net capital employed corporate items and pensions	(78)	(94)
Net capital employed Treasury ¹⁾	128	187
Other reconciling items		
Tax related assets	114	507
Liabilities and provisions	1,398	1,287
Total assets	3,670	3,987

¹⁾ OSRAM Treasury does not have net capital employed in the same way as an operating segment, but it is determined here in the same way as for the operating segments; the assets consist primarily of cash and cash equivalents.

Revenue by Regions

Revenue by Regions

in € million
(by location of customer)

	Six months ended March 31,	
	2021	2020
EMEA	559	589
APAC	655	587
Americas	473	518
OSRAM (continuing operations)	1,687	1,694
thereof Germany	203	200
thereof foreign countries	1,484	1,494
therein U.S.A.	393	438
therein China (including Hong Kong) and Taiwan	415	331

The EMEA region comprises Europe, Russia, the Middle East, and Africa. The Americas region includes the U.S.A., Canada, and South America. The APAC region comprises Asia, Australia, and the Pacific.

7 I Related Party Disclosures

ams Group

The bullet amortizing loan from ams in the amount of €600 million was drawn at March 31, 2021 unchanged from September 30, 2020. The revolving cash credit facility from ams which was drawn on September 30, 2020 with €75 million was repaid in the first six months of the fiscal year 2021. The total volume of the revolving cash credit facility from ams, which had not been drawn on March 31, 2021, remained unchanged at €450 million. The amount of the interest and commission to be paid was €9 million in the first six months of fiscal year 2021. As of March 31, 2021, there were liabilities to ams of €2 million in this context.

Related Individuals

Individuals classified as related parties comprise the members of the Managing Board and the members of the Supervisory Board of OSRAM Licht AG.

Details of the remuneration of the members of the Supervisory Board and Managing Board can be found in the remuneration report, which is part of the combined management report in the [» Annual Report of the OSRAM Licht Group for Fiscal Year 2020](#).

By resolution dated July 29, 2020, the Munich Local Court - Register Court - appointed Dr. Thomas Stockmeier, Johann Peter Metzler and Johann Christian Eitner as members of the Supervisory Board representing the shareholders. The Extraordinary General Meeting on November 3, 2020 confirmed the appointment of Dr. Stockmeier, Mr. Metzler and Mr. Eitner.

By resolution dated December 1, 2020, the Supervisory Board appointed Dr. Stockmeier as Chairman of the Supervisory Board with effect from December 16, 2020, to succeed Mr. Peter Bauer, who resigned as Chairman and member of the Supervisory Board with effect from the end of December 15, 2020. Dr. Stockmeier chairs the following committees of the Supervisory Board: Presiding Committee, Nomination Committee, Strategy and Technology Committee, Mediation Committee and Compensation Committee.

By resolution dated December 17, 2020, the Munich Local Court - Register Court - appointed Mr. Ulrich Hühwels as a member of the Supervisory Board representing the shareholder ams. ams AG is the indirect majority shareholder and major lender of the Company. The Annual General Meeting on February 23, 2021 confirmed the appointment of Mr. Hühwels to the Supervisory Board. Mr. Hühwels was also elected as a member of the Strategy and Technology Committee of the Supervisory Board.

The Annual General Meeting on February 23, 2021 elected Ms. Christin Eisenschmid as a member of the Supervisory Board representing the shareholders. Ms. Eisenschmid succeeds Dr. Christine Bortenlänger, who resigned from the Supervisory Board with effect from the end of the Annual General Meeting on February 23, 2021. Ms. Eisenschmid was also elected as a member of the Audit Committee.

Details of the Supervisory Board committees and their composition are published on OSRAM's website at
» www.osram-group.com/en/our-company/our-management/supervisory-board.

The Chief Technology Officer Dr. Stefan Kampmann resigned from his position as a member of the Managing Board with effect as of November 30, 2020, after the Supervisory Board approved his resignation on November 16, 2020. In relation to this resignation, expenses of €5 million arose in the first six months of fiscal year 2021, of which €4 million resulted from severance payments and €1 million from additions to pension provisions. As part of the allocation of responsibilities of the Executive Board, the Supervisory Board transferred the previous duties of the Chief Technology Officer to the Chairman of the Executive Board effective December 1, 2020, with the exception of Procurement & Supply Chain (incl. Logistics) and Information Technology, which were assigned to the Finance Department.

The Chief Executive Officer Dr. Olaf Berlien resigned from his position as a member of the Managing Board with effect as of February 28, 2021, after the Supervisory Board approved his resignation on December 14, 2020. In relation to this resignation, expenses of €5 million arose in the first six months of fiscal year 2021, of which €4 million resulted from severance payments and €1 million from additions to pension provisions. By resolution of December 14, 2020, the Supervisory Board appointed Mr. Ingo Bank as member and Chief Executive Officer of the Managing Board with effect from March 1, 2021. Mr. Bank has performed a dual function as Chief Executive Officer of OSRAM Licht AG and Chief Financial Officer of ams AG, Premstätten, since March 1, 2021.

8 I Events After the Reporting Date

Effective April 16, 2021, the OSRAM GmbH entered into a loan agreement with the ams AG as lender, replacing the previous loan agreement with the ams AG dated September 11, 2020. The total volume of the unsecured credit line remains unchanged at €1,050 million, comprising a bullet amortizing loan of €600 million and a revolving cash credit facility of up to €450 million with an interest rate based on EURIBOR plus a fixed margin of between 2.4 % p.a. and a term of three years. An upfront fee of 0.4% on the total amount of the loan (€4.2 million) will be recognized as interest expenses over the term. Clauses in the previous loan agreement relating to the financial position of the OSRAM Licht Group (financial covenants) no longer apply. As of April 16, 2021, the drawdown as bullet amortizing loan under the new credit agreement was unchanged at €600 million as of March 31, 2021.

In April 2021, OSRAM Licht AG and other material OSRAM companies became guarantors for additional financing agreements of ams AG. Based on the existing domination and profit and loss transfer agreement, these companies are jointly and severally liable for these liabilities of ams AG.


On April 27, 2021, ams and OSRAM announced to streamline the resources of the combined administrative functions with a focus on reducing overlapping positions. Negotiations with employee representatives are being conducted for this purpose. There were no effects on the financial statements as of March 31, 2021 in connection with these measures, but personnel-related restructuring expenses are still expected in fiscal year 2021.

The Managing Board of OSRAM Licht AG (OSRAM) was informed on May 3, 2021 by its majority shareholder ams Offer GmbH, a wholly owned subsidiary of ams AG, (ams) that ams decided to cause OSRAM to implement a delisting and to issue a delisting tender offer to the OSRAM shareholders. OSRAM is instructed to initiate the process regarding the revocation of the admission of the OSRAM shares to trading on the regulated market of the Frankfurt Stock Exchange (FSE) and the regulated market of the Munich Stock Exchange (MSE) pursuant to section 39 para. 2 sentence 3 no. 1, para. 3 of the *Börsengesetz* (BörsG—German Stock Exchange Act) as well as to end a free-market inclusion of a stock exchange as far as such inclusion was originally initiated by OSRAM (delisting). ams will offer the shareholders of OSRAM to acquire all of their shares for a cash consideration in the amount of EUR 52.30. As stated, this exceeds the weighted average stock market price of the OSRAM shares during the last six months before the announcement of ams to issue the offer. In light of the progressing integration process since the domination and profit and loss transfer agreement with ams became effective, OSRAM's Managing Board can understand the intention and will in the interest of the company support ams in this process.

Other than the above, no transactions of particular significance and with material effects on the net assets, financial position, and results of operations have occurred since the end of the reporting period, March 31, 2021.

Munich, May 3, 2021

OSRAM Licht AG
The Managing Board



Ingo Bank
Chairman of the Managing Board
(CEO)



Kathrin Dahnke
Chief Financial Officer
(CFO)



Babette Fröhlich
Chief Human Resources Officer
(CHRO)


Statements and Further Information

Responsibility Statement

To the best of our knowledge, and in accordance with the applicable interim reporting principles, the consolidated interim financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and the Group interim management report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the material opportunities and risks associated with the expected development of the Group in the remaining months of the fiscal year.

Munich, May 3, 2021

OSRAM Licht AG
The Managing Board



Ingo Bank
Chairman of the Managing Board
(CEO)



Kathrin Dahnke
Chief Financial Officer
(CFO)



Babette Fröhlich
Chief Human Resources Officer
(CHRO)

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This interim report is also available in German. Both language versions can be accessed at

www.osram-group.de and
www.osram-group.com.

If there are any discrepancies between the two language versions, the German text is the authoritative version.

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