



Sixt Leasing SE: Hyundai Capital Bank Europe GmbH concludes agreement with Sixt SE on the purchase of Sixt SE's stake in Sixt Leasing SE and announces voluntary public takeover offer for all shares of Sixt Leasing SE

Pullach, 21 February 2020 – Hyundai Capital Bank Europe GmbH (the ‘Bidder’), a joint venture between Santander Consumer Bank and Hyundai Capital Services, today signed a share purchase agreement with Sixt SE on the acquisition of all shares (*Aktien*) that Sixt SE holds in Sixt Leasing SE against payment of a purchase price of EUR 18.00 for each share in Sixt Leasing SE. The shares in Sixt Leasing SE sold under such share purchase agreement are representing approx. 41.9 percent of Sixt Leasing SE’s registered share capital (*Grundkapital*). If the share purchase agreement is still closed prior to this year’s annual general meeting (*ordentliche Hauptversammlung*) of Sixt Leasing SE, the purchase price will be increased, depending on the consolidated profit (*Konzernüberschuss*) for the financial year 2019 as stated in the audited consolidated financial statements of Sixt Leasing SE, by up to EUR 0.90 per sold share in Sixt Leasing SE.

Subsequently, the bidder announced today that it had decided to make a voluntary public takeover offer to all shareholders in Sixt Leasing SE, to acquire the remaining shares in Sixt Leasing SE against payment of a cash consideration in the amount of EUR 18.00 per share. The closing of the share purchase agreement is subject to, amongst others, the reaching of the 55% minimum acceptance threshold in the voluntary public takeover offer whereas the aforementioned shares to be acquired under the share purchase agreement will count against the aforementioned minimum acceptance threshold, as well as certain merger control and other regulatory clearances.

If the voluntary takeover offer is settled prior to this year’s annual general meeting of Sixt Leasing SE, the cash consideration will be increased, depending on the consolidated profit for the financial year 2019 as stated in the audited consolidated annual accounts of Sixt Leasing SE, by up to EUR 0.90 per tendered share in Sixt Leasing SE.

In this context, Sixt SE has informed Sixt Leasing SE of a dividend expectation of up to EUR 0.90 per share for the 2019 financial year, subject to a sufficient unappropriated profit (*Bilanzgewinn nach HGB*).

The voluntary public takeover offer will be made subject to the completion conditions set out in the offer document, amongst others, certain merger control and other regulatory clearances, a minimum acceptance threshold of 55 % of Sixt Leasing Shares and other customary closing conditions.

The offer document will be published at a later date by the Bidder in line with the stipulations of WpÜG (German Law on Securities Acquisition and Takeovers), following approval by the German Federal Financial Supervisory Authority (*Bundesanstalt für*

Finanzdienstleistungsaufsicht, BaFin). The Managing Board and Supervisory Board of Sixt Leasing SE will assess the offer and provide and publish a reasoned statement on the offer following publication of the offer document and in compliance with their legal obligations.

Due to costs relating to the above referred transaction and in absence of specific information of the details of the voluntary public takeover offer that has been announced, Sixt Leasing SE cannot yet provide a reliable estimate of the effects this announced takeover offer and its completion will have on Sixt Leasing SE's financial position, net assets and earnings situation, either this year or in the years to follow. The mid-term outlook published on 13 March 2019 is therefore subject to a possible adjustment.

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Important Note:

This announcement is neither an offer to purchase nor a request to submit an offer to sell shares in Sixt Leasing SE. The bidder's offer and its final terms and conditions, as well as any other regulations affecting the offer, will only be announced in the offer document once the publication of the offer document has been approved by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin*). Investors and owners of shares in Sixt Leasing SE are urgently advised to read the offer document carefully along with any other documents connected to the offer, as soon as they are announced, as they will contain important information.