

# Rheinmetall Group Corporate Presentation

July 2019





#### Rheinmetall

#### **Group structure**

#### **Group performance indicator**

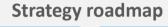
**Grow sales** around 8%

~8% op. margin

Targeted 2-4% **Cash on sales** 

30-35% payout ratio

# RHEINMETALL **GROUP**

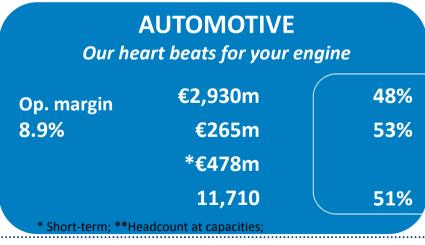


**Organic** growth

International expansion

**Leading by** innovations

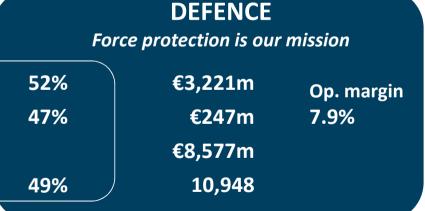
**Targeted** acquisitions



2018

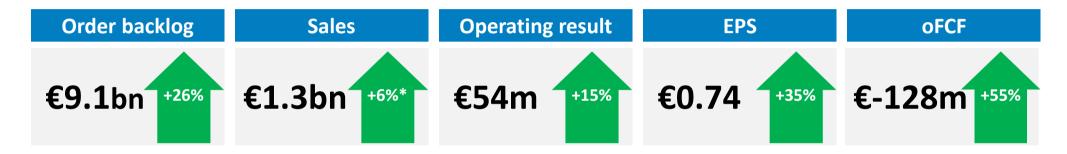
Sales Oper. Result **Order backlog** 

Headcount\*\*





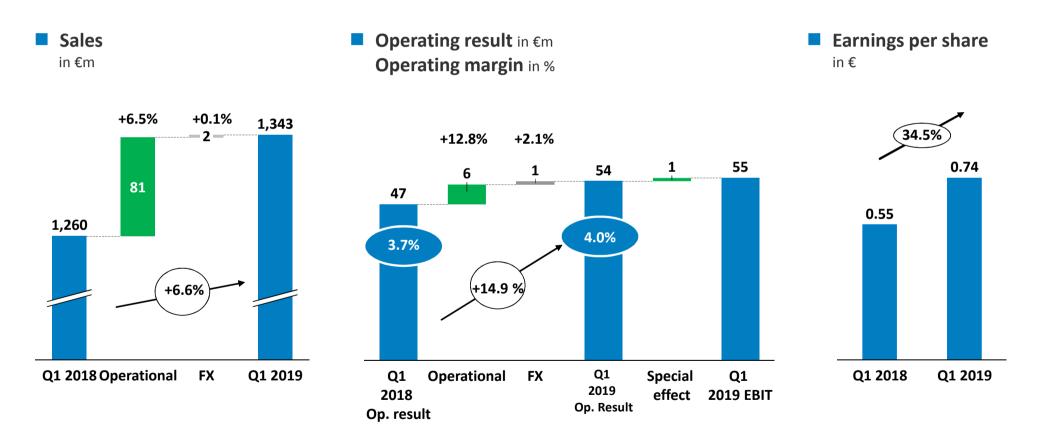
# Q1 2019 Group commercial highlights Solid operational performance and improved cash flow



- Order backlog increased 26% y-o-y
- Sales climbed 6.5% at \*constant exchange rates (reported 6.6%) to €1,343m
- Operating result progressed €7m to €54m lifting margin to 4.0%
- EPS increased by 35% to €0.74
- Operating FCF improved materially from €-287m to €-128m
- FY Guidance confirmed



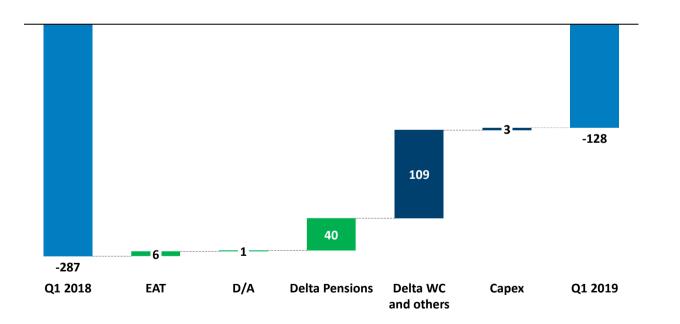
# Q1 2019 Group commercial highlights Higher operating result drove EPS by almost 35%





# Q1 2019 Group commercial highlights Working capital optimization main driver for cash flow improvement

Operating free cash flow bridge in €m

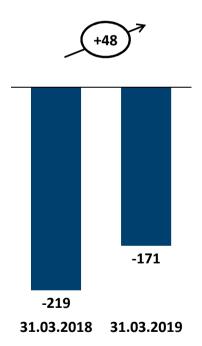


- No CTA funding in Q1 2019
- Working capital inflow especially from Defence



# Q1 2019 Group commercial highlights **KPI improvement continues**

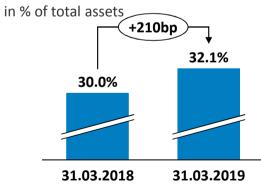
Net debt in €m



Net Gearing
Net debt in % of total equity



Equity ratio





# Q1 2019 Group commercial highlights **Typical seasonal increase of net debt**

#### Net financial debt in €m at quarter-end

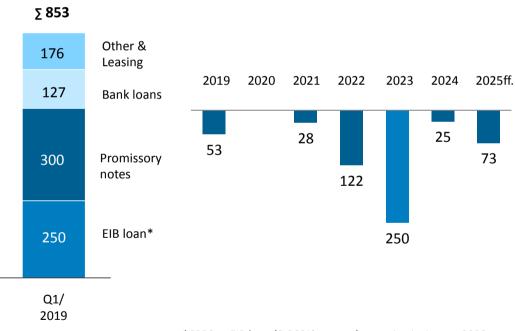


 $31.03.2018 \quad 30.06.2018 \quad 30.09.2018 \quad 31.12.2018 \quad 31.03.2019$ 

-514

#### Debt composition and maturity profile





\*€250 m EIB loan (0.962% coupon) maturing in August 2023

-429



# FY 2019 Guidance **Guidance confirmed**

Sales			Operating margin				
	<b>2018</b> Growth y/y in % at constant FX	<b>2019e</b> Growth y/y in % at constant FX	<b>2018</b> in %	<b>2019e</b> in %			
Group	6.1	4 – 6	8.0	around 8			
Automotive 🛱	4.2	0-1	8.9	around 8			
<b>Defence</b>	7.9	9 – 11	7.9	8.0 – 8.5			

Operational growth at constant FX; Assumptions: no hard Brexit; no escalation of trade wars

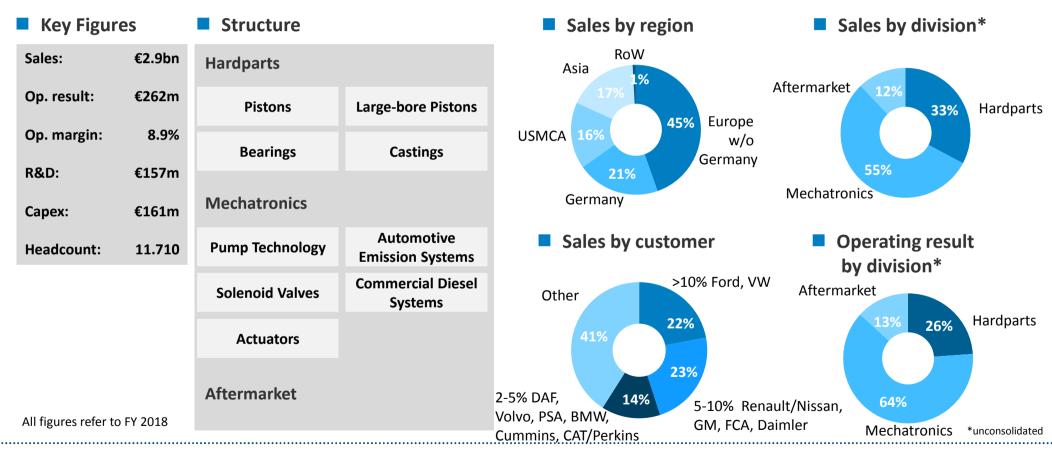




# **Automotive – Focus on innovation**

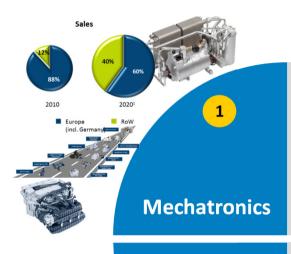


## Automotive with leading technology and market positions





#### **Overview Rheinmetall Automotive**



- Legislation is driving the business
- International market offer great growth potentials
- E-Mob and Diesel impacts
- Preserve technological leadership (thermo-mgmt., HV/EV competences)
- New products pipeline fully loaded
- Manage- for-cash strategy for engine component segment
- Re-investment and growth by diversification & transformation
- Optimize global footprint

- Gain bigger share in **NEV market**
- Growth strategy outperforming Chinese market development
- Build up strong local engineering / R&D capabilities
- Environmental challenges
- Optimize In-house production
- Focus on high tech products and expand product portfolio
- Increase sales through new sales channels and customers
- Implement BU (Matrix)
   organization and optimize
   processes / project management

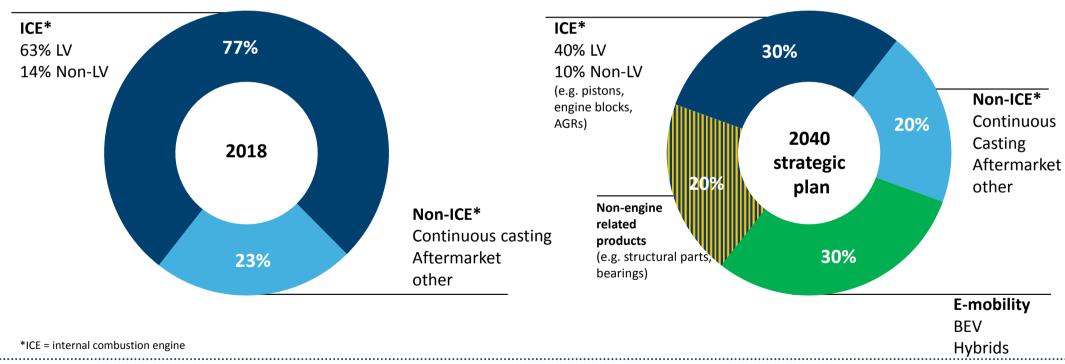






# Strategic outlook Increase independence from combustion engine

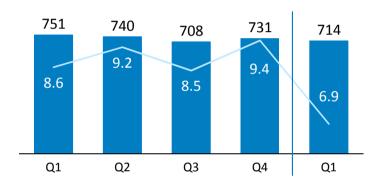
Sales split in %





### Q1 sales in line with expectations, operating result slightly better

#### **Quarterly sales and margin development**



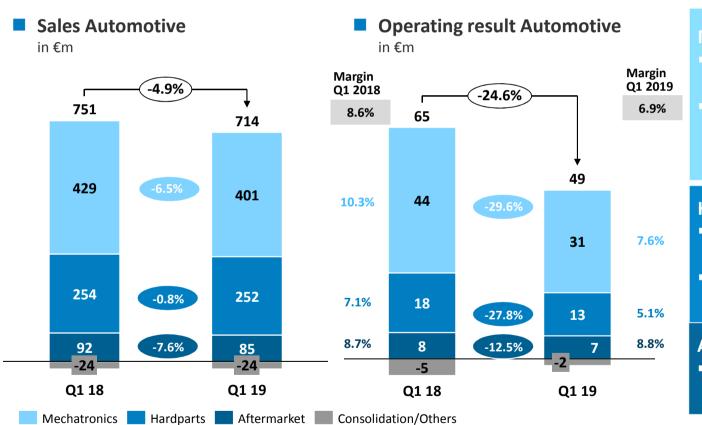
#### **Comments on quarterly performance**

- Sales decline of -4.9% (FX-adjusted -5.4%) in line with a contracting market environment (Global LV production: -5.7%) and comparing to a strong previous year quarter
- Expected reduction of operating result to €49m, with margin declining to 6.9%, but better than anticipated
- OFCF impacted by preparation of SOP later this year and extended supply chains

In €m	Q1 2018	Q1 2019	Δ
Sales	751	714	-4.9%
Operating result	65	49	-24.6%
Operating margin in %	8.6%	6.9%	-174 bp
Operating Free Cash Flow	-50	-76	-52.0%
Operating FCF / Sales	-6.7%	-10.6%	-399 bp



### All three divisions impacted by a slow market environment



#### **Mechatronics**

- Sales slower than market on particular customer order pattern
- Negative leverage additionally held back by start up cost and E-mobility R&D expenses

#### **Hardparts**

- Bearings suffered from Diesel related sales decline
- Ramp-up and lower at equity contribution burden result

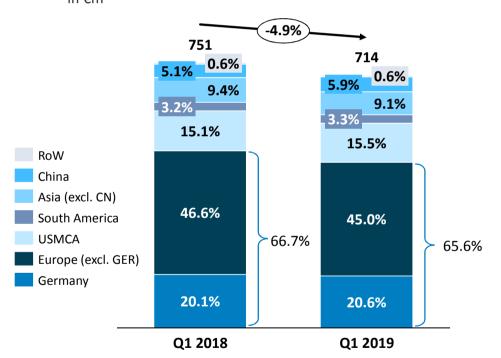
#### **Aftermarket**

Slow start to the year, mainly in Western Europe and Asia



### Automotive sales follow weak global LV production pattern

#### Regional sales development Automotive in €m



- Weak market environment, global LV production declined by 5.7%
- Diesel and WLTP still burdened Europe in Q1
- Ramp-up of electrical pumps in Germany and China supportive

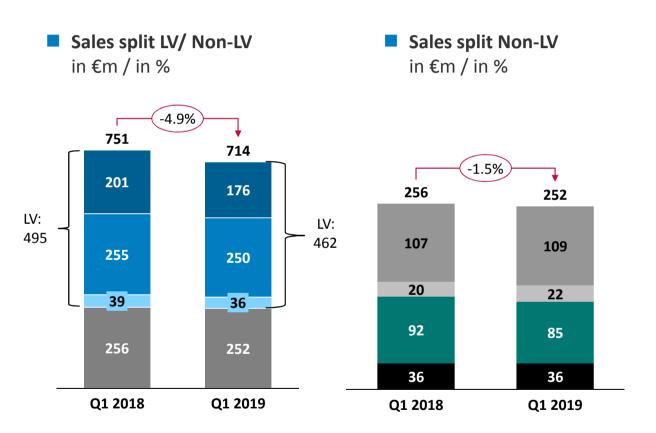








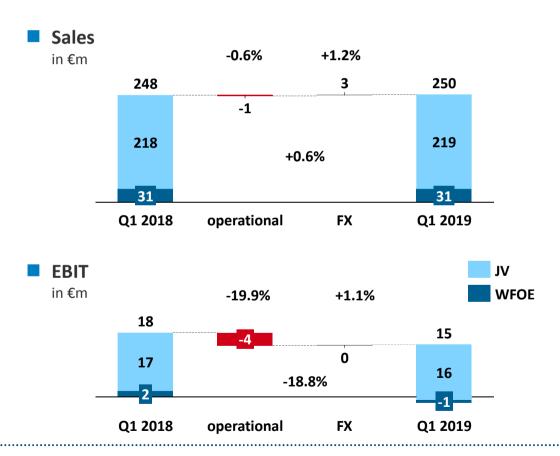
# Truck and other businesses helped mitigating the LV sales decline



	absolut	Delta in %	
Diesel	- 25	-12.4%	
Gazoline	-5	-1.9%	
other LV	-3	-7.7%	
LV Business	-33	-6.7%	
Truck	+2	+1.9%	_ 3.
Large Bore	+2	+10.0%	,
Aftermarket	-7	-7.5%	
other	+/-0	+/-0 %	
Non-LV Business	-4	-1.5%	



# China Rheinmetall successfully managed China market crash in Q1



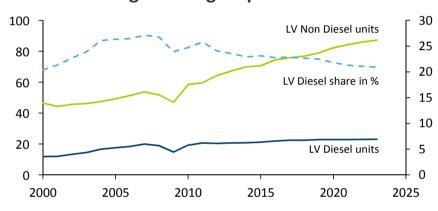
- Sales stable on previous year level (-0.6% FX-adjusted)
   vs. a crashing Chinese LV-market of -12.1%
- Q1 without major adverse FX-effects on sales and EBIT
- JV sales include higher demand for Mechatronics products continued, e.g. ramp up of electronic pumps
- Hardparts suffered from market driven sales decline
- EBIT impacted by low margin WFOE trading sales

Including 100% figures of 50/50 JV, consolidated at equity



### LV Diesel exposure limited; powertrain neutrality is the strategic target

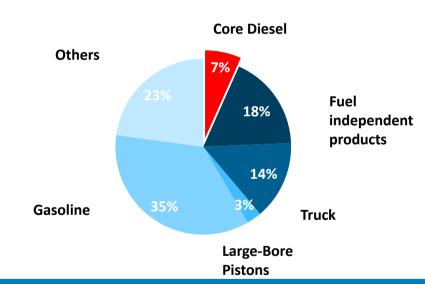
#### Combined global engine production forecast\*



#### Further regulatory pressure expected

- Next regulation deadline approaching in 2020
- Real driving emission(RDE) testing will create further pressure to reduce emissions by hardware installation
- First city ban for diesel engines announced in Germany

#### Automotive sales distribution by engine type\*\*



Benefitting from OEM's effort to reduce emissions and to avoid penalties

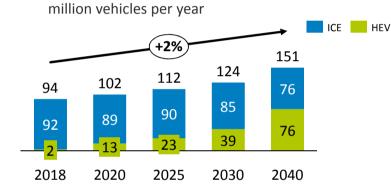
- \* IHS: Combined Engine Production Forecast April 2017
- \*\* Rheinmetall Automotive sales EV 2018



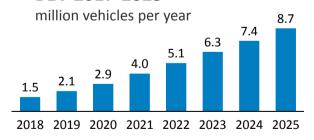
## Drivers for growth

# Rising global fleet and regulatory restrictions are supporting our growth

#### Light vehicle production grows

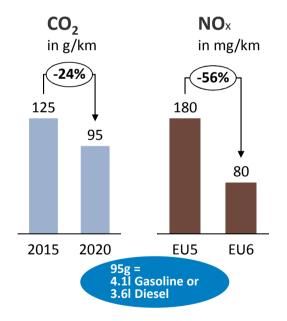


#### BEV 2017-2025



IHS and company estimates

#### **Emission thresholds decrease**



#### Stricter emission testing



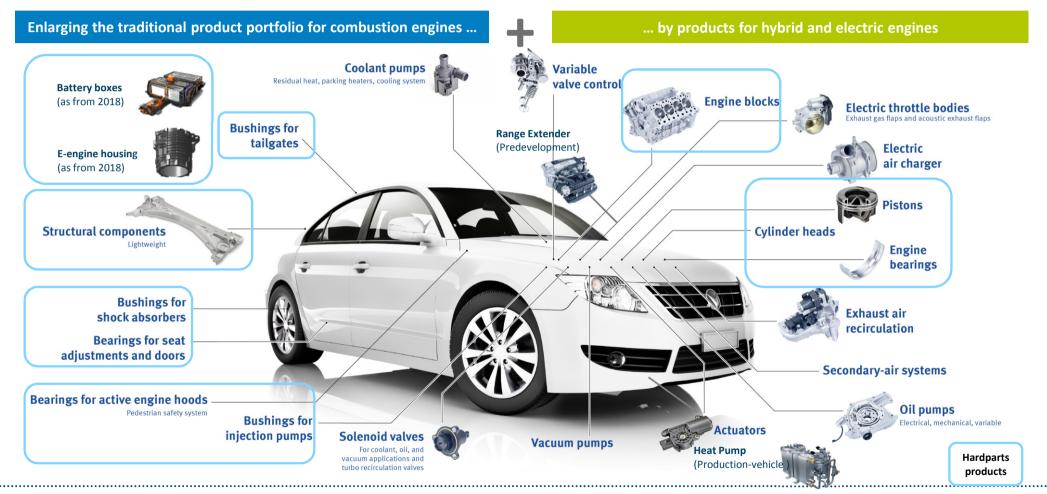
Mainly EU!



Stricter testing sets the benchmark even higher!



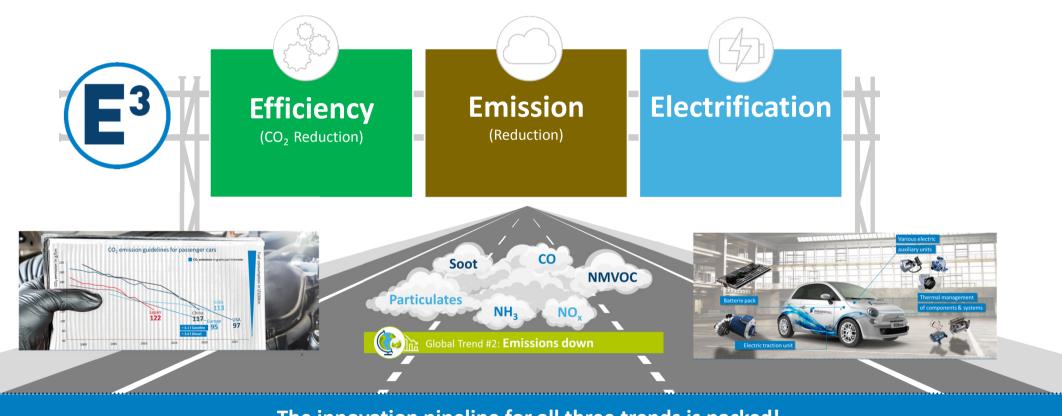
## **Broad product range for alternative drive systems**





#### Market trends

# The growth drivers of Rheinmetall Automotive





## Efficiency

# CO<sub>2</sub> - reduction with Automotive products – gasoline engine vehicle

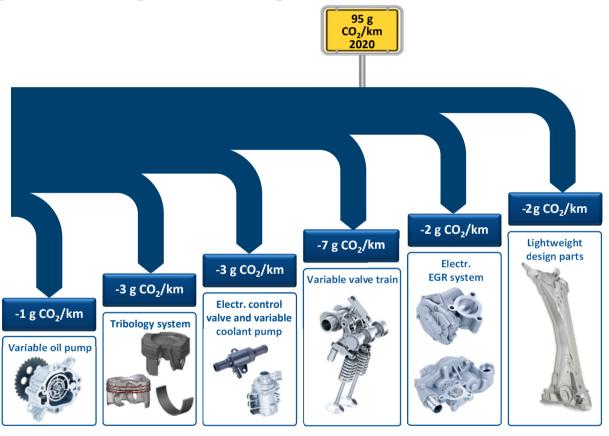
130 g CO<sub>2</sub>/km 2015



#### Reference model

1.4L 4-cylinder TC DI gasoline engine (115kW) Approx. 138 g CO<sub>2</sub>/km in NEDC

**Rheinmetall Automotive products** 





# E-mobility competence underlined by contracts and by initiatives for new solutions

Contract volume for electric vehicles (EV)\*

# € ~800 m

■ Lifetime order value € ~250m BEV, € ~550 m Hybrid

#### **E-Taxi London**

Pump technology for pure electric taxis



#### **Battery cell boxes**

Aluminum battery boxes for German premium OEM



#### **Electric engine housing**

Electric engine housing for German premium OEM to serve the Chinese market

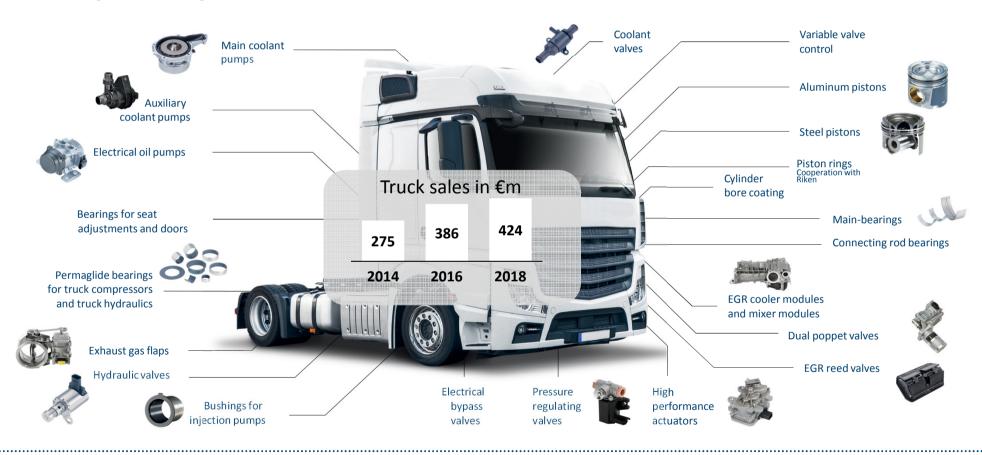


<sup>\*</sup> Rheinmetall Automotive and Joint Ventures



#### Truck

## Our current product portfolio





#### Diversification

# Increasing portfolio for non-LV applications





#### **Automotive in China**

		oint ventures CO (SAIC group)				<b>y Foreigr</b> % Rheinr					JV subsidiary
Castings (KSHA)	Pistons (KSSP)	Castings (KPSNC)	Pumps (PHP)	Afterm	arket	P	Pierburg		Large-b	ore pistons	Pumps (PMP Ch.)
2014	1997	2001	2012	200	8		2009		2	013	2012
Engine blocks and structural body parts	Pistons	Engine blocks, cylind heads and structura body parts		Spare	parts		dules and e ottle bodie		Large-b	ore pistons	Electrical and mechanical pumps
Germany/ Europe		China					China				China
Sales China in	_	934 972 1,003		EBIT	China <i>ir</i>	n€m	ı	71	76	79	WFOEs
401 528	681		WFOEs  JVs (100%)	30	37	53	53				IVs (100%)
2012 2013	2014 2015 2	2016 2017 2018	_	2012	2013	2014	2015	2016	2017	2018	

Pierburg Huayu Pump Technology Co., Ltd., Shanghai

KPSNC: Kolbenschmidt Pierburg Shanghai Nonferrous Components Co., Ltd., Shanghai | PMP: Pierburg Mikuni Pump Technology (Shanghai) Corp., Shanghai

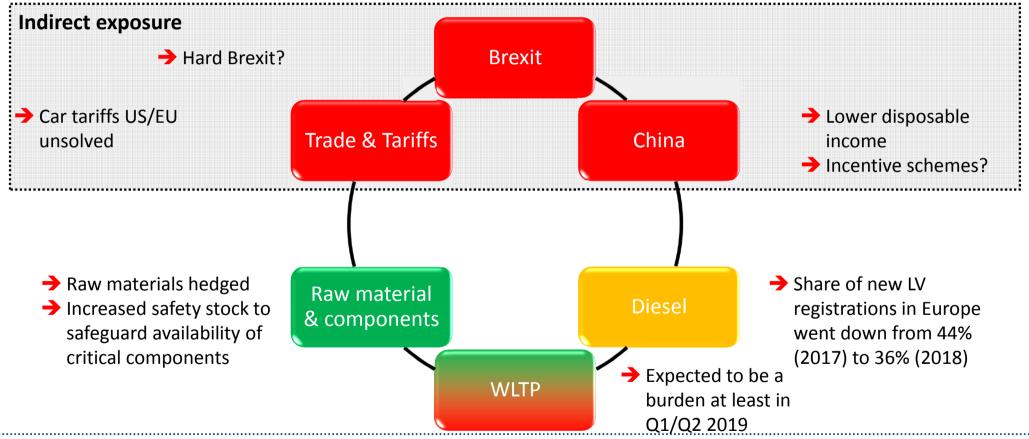
KSSP: Kolbenschmidt Shanghai Piston Co., Ltd., Shanghai PHP:

KSHA: KS Huayu Alutech GmbH, Neckarsulm



#### **Outlook Automotive: 2019**

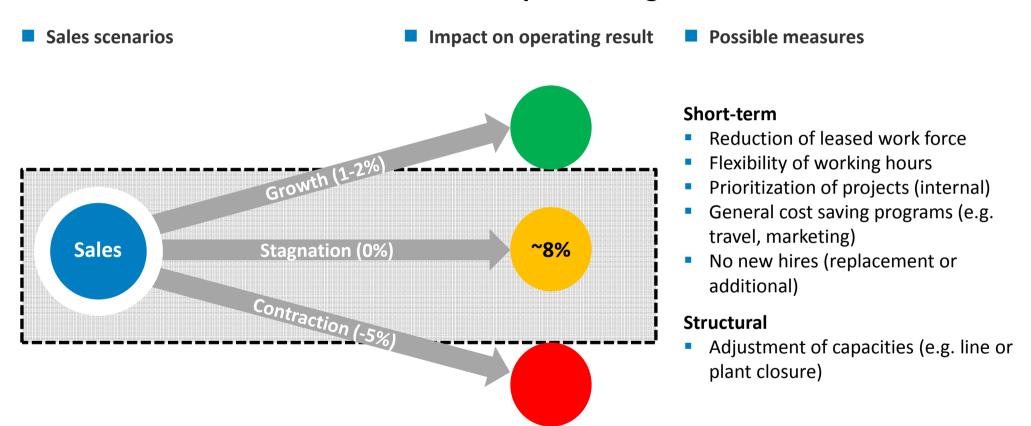
## The risk map for Automotive has gained complexity





# Outlook Automotive: 2019 and mid-term

## Various instruments available to limit impact of negative markets







# **Defence** – at the beginning of a "super cycle"



### Defence is a leading supplier with an increasing international presence

Key Figures Sales by region Sales by division\* Structure Sales: €3.2bn **Weapon and Ammunition** RoW **Vehicle Systems** Germany Weapon and Protection Aus/NZ Op. result: €254m Weapon and **Ammunition Systems** 15% 34% Ammunition 31% **Propulsion** Op. margin: 7.9% **USMCA Systems** R&D: €75m 19% 24% Electronic Asia / **Electronic Solutions** Europe Solutions Middle East €101m Capex: Air Defence & Mission Operating result by division\* Order backlog by division **Headcount:** 10,948 **Radar Systems** Equipment Simulation and **Technical** Other Vehicle Weapon and **Training Publications Systems** Ammunition 23% **Vehicle Systems** Vehicle 44% Weapon and **Systems** Ammunition **Logistic Vehicles Tactical Vehicles** Electronic 17% Electronic Solutions All figures refer to FY 2018 \*unconsolidated Solutions



# Top products per division

#### ■ Weapon & Ammunition







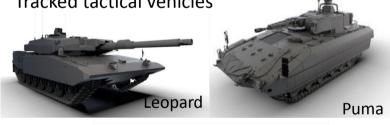
#### Electronic Solutions





#### Vehicle Systems









### Q1 2019 Highlights: Defence

### Profit turnaround and improved operating FCF

#### **Quarterly sales and margin development**



#### **Comments on quarterly performance**

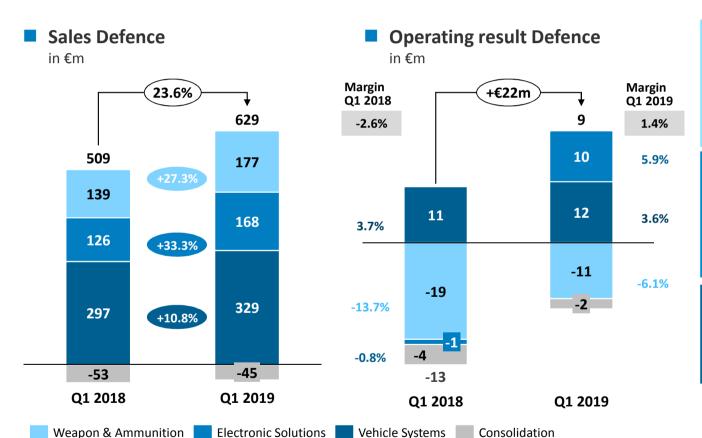
- Order intake of €564m despite absence of major single order
- Strong sales growth of 24% to €629m with easy comparables
- Favorable leverage and product mix drive Q1 to positive result
- Expected OFCF improvement due to better working capital

In €m	Q1 2018	Q1 2019	Δ
Order intake	857	564	-34.2%
Sales	509	629	23.6%
Operating result	-13	9	n.a.
Operating margin in %	-2.6%	1.4%	n.a.
Operating Free Cash Flow	-239	-93	61.1%
Operating FCF / Sales	-47.0%	-14.8%	3,217 bp



## Q1 2019 Highlights: Defence

# Strong sales increase drives considerable margin improvement



#### **Weapon and Ammunition**

- Sales increased supported by higher German demand
- Solid leverage supported by favorable mix effects

#### **Electronic Solutions**

- Higher sales benefited also from German shipments
- Good leverage and benefit from cost optimization

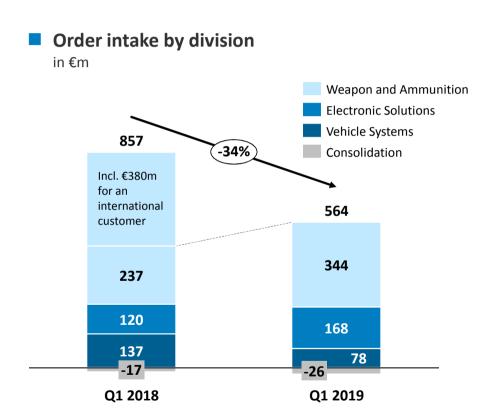
#### **Vehicle Systems**

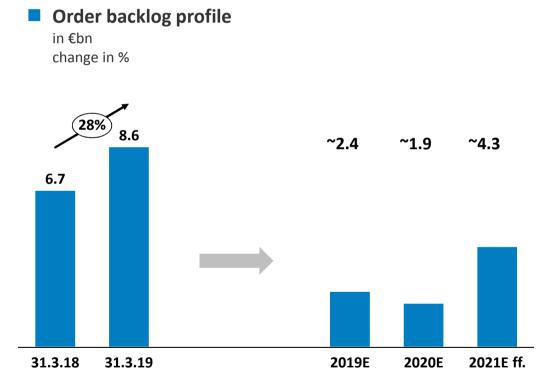
Increased sales, especially in logistic vehicles and stable margin



## Q1 2019 Highlights: Defence

# Major orders expected for later in the year







# Update M&A Rheinmetall with next consolidation steps

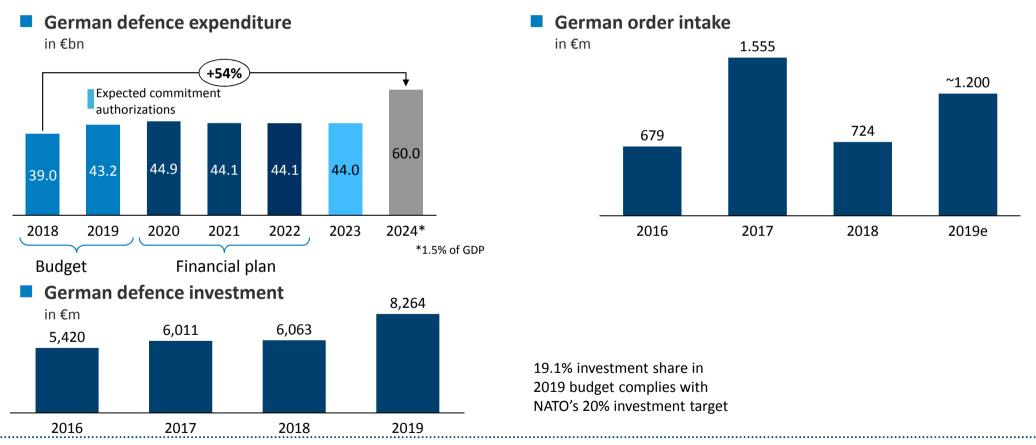
	RBLS Rheinmetall BAE Land Systems	IBD Group	RMMV
Transaction scope	Formation of JV with BAE Systems for land based systems of which Rhm holds of 55%	Buy out of minority shareholdings in existing long-term cooperation* and acquisition of the operational assets of IBD Group	Acquisition of MAN share in tactical wheeled vehicles business
Goal	Create strategic production platform for the UK	Strategic move to fully in-house technologies for active and passive protection	Improved development chances of tactical wheeled vehicles after 100% integration into Rhm
Status	Merger control approved JV foundation July 1st	Closing effective June 1 <sup>st</sup>	Closing expected for second half 2019 with commercially effective date Jan 1 <sup>st</sup> 2019

\*Chempro GmbH and Rheinmetall Active Protection GmbH





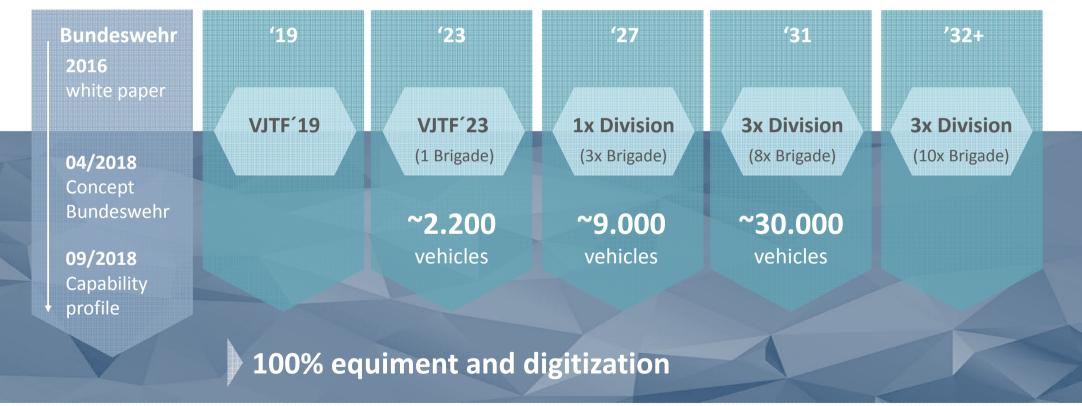
# Strong German commitment to 1.5% with increased demand starting in 2019





# NATO commitment key driver for German demand

Lead role in Very High Readiness Joint Task Force (VJTF)





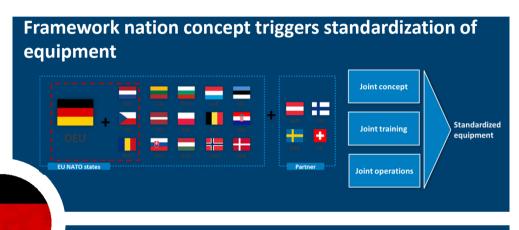
## **Drivers behind budget increase**

#### "Turnarounds" in Germany

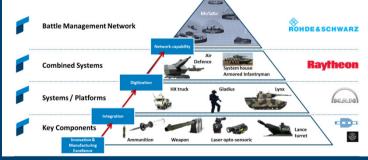
- Personnel:Mid-term return to 220,000 soldiers
- Material:100% equipment level and additional division
- Finance:
   Increase of defence budget 54% from 2018 to 2024

#### **Enhanced future profile**

- Anchor army for smaller neighbor armies
- Leading role in "enhanced Forward Presence" in Lithuania
- Framework nation in "Very High Readiness Joint Task Force as of 2019
- Currently 14 international mandates



Army 4.0: Rheinmetall integrates components to systems





# Additional structural demand of German army under discussion

Vehicles – mid-to-long term potential



Fox (400 vehicles)



Boxer (300-400 vehicles)



Trucks (> 10.000 vehicles)



Puma (~250 vehicles)

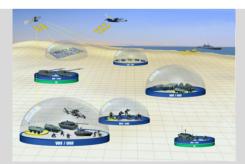
#### Equipment and ammunition – multi billion programs



NNBS (Short range air defence)



TLVS (Tactical air defence)



D-LBO (> €5 bn net) (MoTaKo)



Ammunition (~€2 bn net)



#### Mission Australia

# Establishing a new "home market" down under



# Australia timing and order size of Land programs

Boxer CRV 2019-2026 €2.1bn

Ammunition 2018/19 €65m\*

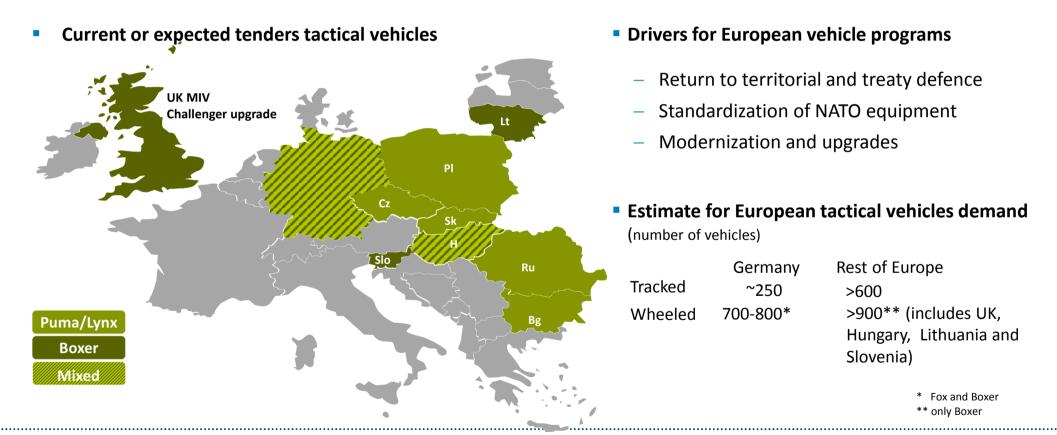
Lynx tender 2024-2031 €4-5bn

\*initial assessment, option for 5 year contract



# **European Defence**

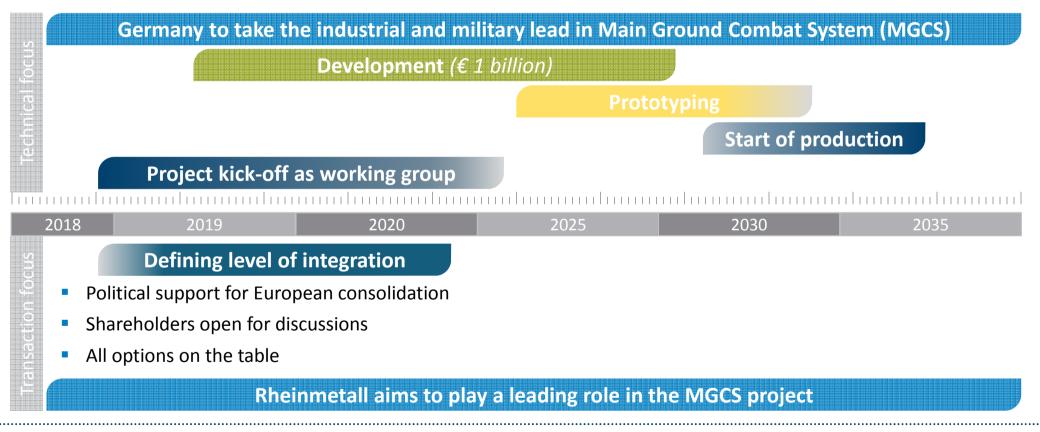
# Rheinmetall is a key beneficiary of large European vehicle programs





# European Defence

## Future Main Battle Tank system MGCS will be a milestone for the industry







#### **Innovations**

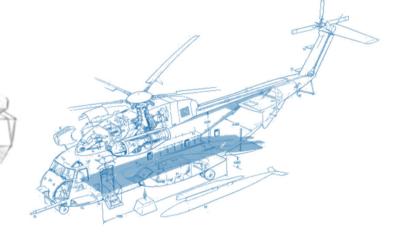
# Demand-driven product development and targeted cooperations





Innovative weapon and ammunition

Digitized command and reconnaissance



**New business models** 

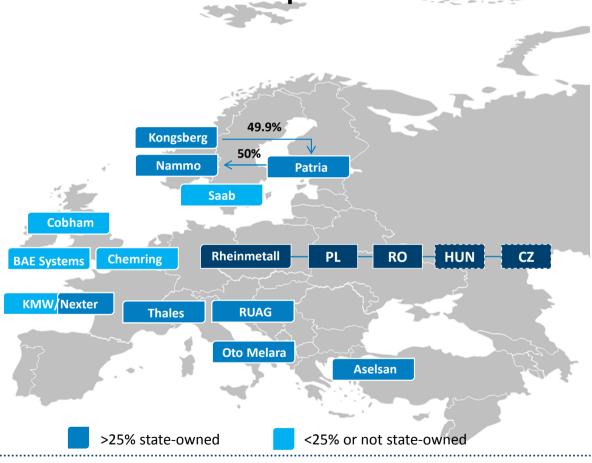
New cooperations with Sikorsky, Raytheon

Groundbreaking sub-systems



# European Defence





- Governmental shareholding restricts room for cross-border consolidation
- **Big common armament programs** could be catalysts for further consolidation

#### Rheinmetall's approach:

- JV partnerships with companies in different nations instead of "putting all eggs in one basket"
- Sufficient organic growth potential, but suitable M&A transactions are possible



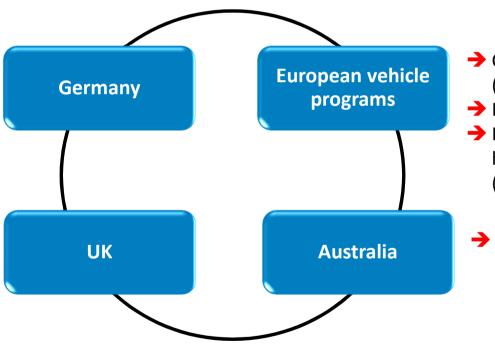
#### Outlook Defence: 2019

## Solid pipeline of projects in our home markets

Key projects and potentials

- → Participation in budget increase
- → German order entry (~€1.2bn)

- → Challenger life extension, expected 2020 (€0.8 – 1.2bn)
- → UK Boxer expected end of 2019 (~€1bn)



- → Czech Republic: Lynx (€1 – 1.5bn)
- → Hungary: Boxer/Lynx (~€2bn)
- → Hungary: Leopard & tank howitzer sub contract (€0.3 – 0.4bn)
- → Land 400 Phase 3 (2022; €4 – 5bn)



# GROUP APPENDIX



# Select key data: outlook 2019

Rheinmetall Group In % (Previous Year)			Automotive	<b>Defence</b>
Holding cost	~€25-30m (€24m)	Capex (w/o IFRS 16)	5.5-6% (5.5%)	3.5-4.5%(3.1%)
Tax rate	Comparable level (27%)	D&A	~5.5% (5.3% reported, scheduled 5.2%)	3-3.5% (4.8% reported, scheduled D&A 3.7%)
Interest result	~-€40m (-€33m)	R&D	5-6% (5.4%)	2-2.5% (2.3%)



# Group 2014 – 2018: **Key figures** (as reported)

in €m		2014	2015	2016	2017	2018
Balance sheet	Total assets	5,271	5,730	6,150	6,101	6,759
	Shareholder's equity	1,197	1,562	1,781	1,870	2,172
	Equity ratio (in %)	22.7	27.3	29.0	30.7	32.1
	Pension liabilities	1121	1,128	1,186	1,080	972
	Net financial debt	-330	-81	19	230	-31
	Net gearing (in %)	27.6	5.2	-1.1	-12.3	1.4
Income statement	Sales	4,688	5,183	5,602	5,896	6,148
	Operating result	160	287	353	400	492
	Operating margin (in %)	3.4	5.5	6.3	6.8	8.0
	EBITDA	299	490	581	626	836
	EBIT	102	287	353	385	518
	EBIT margin (in %)	2.2	5.5	6.3	6.5	8.4
	EBT	22	221	299	346	485
	Net income	21	160	215	252	354
	Earnings per share (in EUR)	0.47	3.88	4.69	5.24	7.10
	Dividend per share (in EUR)	0.3	1.1	1.45	1.70	2.10
_	ROCE (in %)	3.9	10.1	12.3	13.8	17.1
Cash flow statement	Free cash flow from operations	-182	29	161	276	-35
Headcount	Employees (Dec 31) according tocapacity.	20,166	20,676	20,993	21,610	22,899

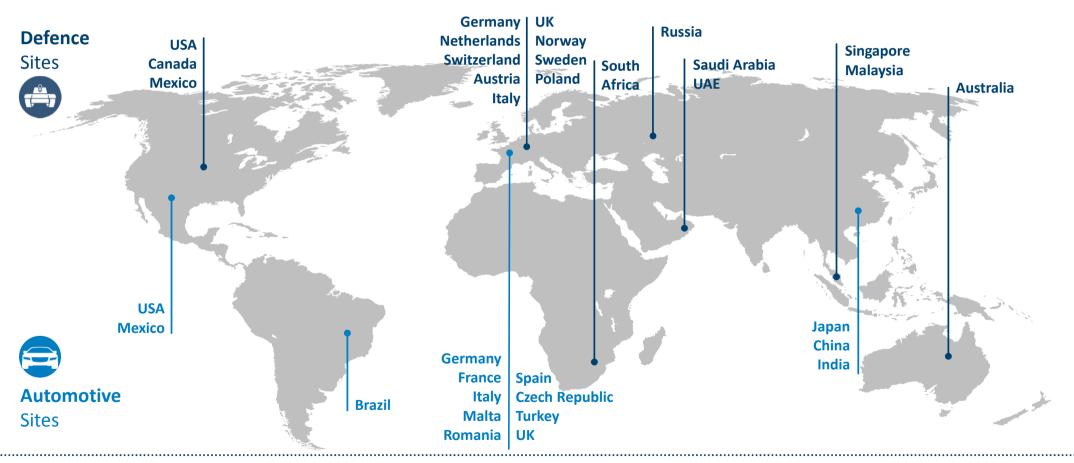


# Segments 2014 – 2018 **Key figures**

AUTOMOTIVE						DEFENCE						
2014	2015	2016	2017	2018	in €m		2014	2015	2016	2017	2018	
2,466	2,621	2,670	2,922	2,889		Order intake		2,812	2,693	3,050	2,963	5,565
416	445	459	520	478	Or	der backlog (Dec.	31)	6,516	6,422	6,656	6415.8	8,577
2,448	2,592	2,656	2,861	2,930		Sales		2,240	2,591	2,946	3,036	3,221
184	216	223	248.8	262		Operating result		-9	90	147	174	254
7.5	8.3	8.4	8.7	8.9	Operating margin (in %)		-0.4	3.5	5.0	5.7	0.1	
295	332	356	366.8	420	EBITDA		17	175	239	268	403	
184	216	223	227	265	EBIT		-67	90	147	172	247	
7.5	8.3	8.4	7.9	9.0	EBIT margin (in %)		-3	3.5	5.0	5.7	7.7	
158	167	149	154	161	Сарех		76	96	95	89	87	
34	96	105	106	26	OFCF		-132	-38	103	238	-29	
10,830	10,934	10,820	11,166	11,710	Employees (Dec 31) according to capacity		9,184	9,581	10,002	10,251	10,948	
1,322	1,450	1,527	1,621	1,664	Mechatronics	Sales	Weapon &	977	881	1,112	1,175	1,056
96	119	142	176	171		EBIT	Ammunition	-4	74	108	117	121
7.3	8.1	9.3	10.9	10.3		EBIT margin		-0.4	8.4	9.7	10.0	11.5
934	952	921	968	989	Hardparts	Sales	Electronic	705	759	745	691	839
72	73	62	60	65		EBIT	Solutions	-53	26	25	20	47
7.7	7.7	6.7	6.2	6.6		EBIT margin		-7.5	3.4	3.4	2.9	5.6
269	285	305	359	367	Aftermarket	Sales	Vehicle	667	1,195	1,392	1,480	1,568
26	27	27	33	36		EBIT	Systems	-9	3	29	53.2	108
9.7	9.5	8.9	9.2	9.8		EBIT margin		-1.4	0.3	2.1	3.6	6.9

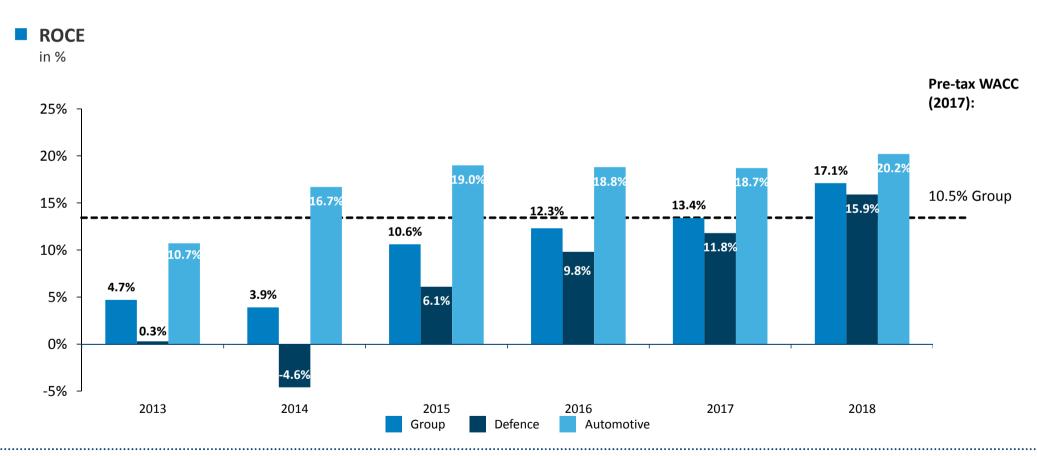


# More than 100 production sites and offices on all continents





# **Continuing ROCE improvement**





# Board remuneration based on three building blocks

Annual target salary (100%)						
Fixum (60%)	Performance-related var	ormance-related variable remuneration (40%)				
<ul><li>Twelve equal portions of monthly payments</li></ul>	<ul><li>Short term incentive</li></ul>	<ul><li>Long-term incentive</li></ul>				
<ul><li>Fringe benefits:</li><li>Pension insurance (or comparable)</li><li>Company car</li></ul>	<ul> <li>KPI: EBT, ROCE (each 50%)</li> <li>Reference: Budget</li> <li>Range: 0 - 200%</li> <li>Escalators: 0% - &lt;70% - &lt; 110%         <ul> <li>0% linear to max. 200%</li> </ul> </li> <li>Payout: cash</li> </ul>	<ul> <li>KPI: Average adjusted EBT of the last three years (EBT capped at €300m)</li> <li>Payout: In shares and cash* with 4 year lock-up period</li> <li>*for related tax payments</li> </ul>				



## **ESG** with high importance for Rheinmetall

#### Environment



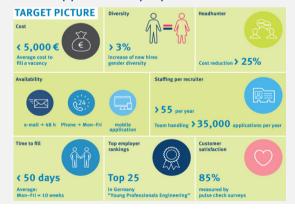
- · Reduction of the ecological footprint
  - Decrease of energy needed
  - Selective use of raw materials
- "Road to 95" and E-mobility
  - Our products increase fuel efficiency
  - New e-bike, e-motor and battery pack
- Support of conservation
- Transformation of the former production site in Düsseldorf



#### Social



- · Clear statement against cluster munition
- Promoting education and training
- Support of gender diversity
  - Women in management
- Workforce
  - Integration of refugees via apprenticeships
  - Support of employee families



#### Governance



- Transparency towards customer, investors and other stakeholder
- Non-compliant business behavior is unacceptable
- Zero tolerance of corruption and fraud
- Central Compliance Management System
  - Employee awareness initiative





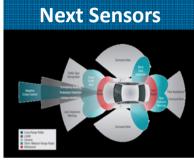
# Rheinmetall Technology Cluster Top five technology cluster identified

# Automation

 Advanced assistant systems for driving, sensing, protection and weaponing



- New, digitalized vehicle architectures
- Virtual prototyping and digital twins
- System / health monitoring, predictive maintenance, logistics



- New LIDAR\* / Radar sensors
- Resistant to jamming / spoofing
- Next generation IR sensors



- Hybrid drive
- **E**-drive
- Micro mobility



- Al supported technologies
  - to handle complex situations
  - for decision support
  - for information superiority

\*LIDAR=light detection and ranging



#### **Next events and IR contacts**

Next Events

RS Paris 1 July

Q2 Earnings release 1 August

Capital Markets Day 2019, Unterlüß 19/20 November

Quick link to documents

**Corporate Presentation** 



Interim Reports



IR Contacts

Franz-Bernd Reich

Head of IR

Tel: +49-211 473-4777

Email: franz-bernd.reich@rheinmetall.com

**Dirk Winkels** 

Senior Investor Relations Manager

Tel: +49-211 473-4749

Email: dirk.winkels@rheinmetall.com

**Rosalinde Schulte** 

**Investor Relations Assistant** 

Tel: +49-211 473-4718

Email: rosalinde.schulte@rheinmetall.com

**Annual Reports** 





#### Disclaimer

This presentation contains "forward-looking statements" within the meaning of the US Private Securities Litigation Reform Act of 1995 with respect to Rheinmetall's financial condition, results of operations and businesses and certain of Rheinmetall's plans and objectives. These forward-looking statements reflect the current views of Rheinmetall's management with respect to future events. In particular, such forward-looking statements include the financial guidance contained in the outlook for 2019.

Forward-looking statements are sometimes, but not always, identified by their use of a date in the future or such words as "will", "anticipates", "iams", "could", "may", "should", "expects", "believes", "intends", "plans" or "targets". By their nature, forward-looking statements are inherently predictive, speculative and involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There are a number of factors that could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements. In particular, such factors may have a material adverse effect on the costs and revenue development of Rheinmetall. Further, the economic downturn in Rheinmetall's markets, and changes in interest and currency exchange rates, may also have an impact on Rheinmetall's business development and the availability of financing on favorable conditions. The factors that could affect Rheinmetall's future financial results are discussed more fully in Rheinmetall's most recent annual and quarterly reports which can be found on its website at www.rheinmetall.com.

All written or oral forward-looking statements attributable to Rheinmetall or any group company of Rheinmetall or any persons acting on their behalf contained in or made in connection with this presentation are expressly qualified in their entirety by factors of the kind referred to above. No assurances can be given that the forward-looking statements in this presentation will be realized. Except as otherwise stated herein and as may be required to comply with applicable law and regulations, Rheinmetall does not intend to update these forward-looking statements and does not undertake any obligation o do so.

This presentation does not constitute an offering of securities or otherwise constitute an invitation or inducement to any person to underwrite, subscribe for or otherwise acquire or dispose of securities in Rheinmetall AG or any of its direct or indirect subsidiaries.