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MBB SE subsidiary Aumann AG plans IPO

- MBB subsidiary Aumann, leading supplier of production lines for e-mobility solutions seeks listing in Prime Standard of Frankfurt Stock Exchange
- In order to realise its growth strategy, Aumann plans a capital increase resulting in primary proceeds of around €60 million
- Secondary offering by MBB SE should allow for a free float of 40-47%
- MBB SE remains majority shareholder after IPO

Berlin, 27 February 2017 – MBB SE (ISIN DE000A0ETBQ4), a medium-sized family business, seeks an IPO of its subsidiary Aumann AG within the first half of 2017. This has been decided today by the board and the executive management of MBB SE in a joint meeting with supervisory board and management board of Aumann AG. Subsequently to the IPO, Aumann seeks listing in the regulated market (prime standard) of the Frankfurt Stock Exchange.

Aumann is a leading manufacturer of innovative special machinery and automated assembly lines with focus on E-mobility. The company combines unique winding technology for the highly efficient manufacturing of electric motors with decades of automation experience, particularly for the automotive industry. To date, MBB SE owns 93.5% of the company and Mr Ingo Wojtynia owns 6.5%. The envisaged IPO should strengthen Aumann's leading market position and create the basis to serve the strongly growing market demand.

The offer consists of new Aumann shares out of a capital increase resulting in primary proceeds of around €60 million to be invested primarily in the extension of capacities. In addition, the offering comprises shares from MBB SE to enable a free float post IPO of 40% to 47%. MBB SE remains majority shareholder after IPO. On that basis, MBB will further participate in Aumann's planned dividend policy of paying out 25-30% of net results.

The existing shareholders will provide additional secondary shares for a potential overallotment ("Greenshoe") in the amount of up to 15% of the base deal. A lock up period of 6 months has been agreed for the existing shareholders and the company, while the company's top management, which will purchase approximately 0.5% of the shares in the IPO, has agreed on a lock up period of 12 months.

Berenberg and Citigroup act as Global Coordinators to the transaction and together with Hauck & Aufhäuser as Joint Bookrunners.

Further information on MBB SE can be found at www.mbb.com

About MBB SE:

MBB SE is a medium-sized family business that has expanded steadily since it was founded in 1995 through organic growth and the acquisition of companies. Increasing long-term value of the independent subsidiaries and the Group as a whole is the heart of its business model which has been highly profitable from the outset. Substantial growth and sustainable returns will remain MBB SE's goal in future as well.

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Listed: Regulated Market in Frankfurt (Prime Standard)

Executive Management
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Anton Breilkopf
Dr Gerrit Karalus
Klaus Seidel

Chairman of the Board
Gert-Maria Freimuth

Court of Registration
Berlin-Charlottenburg Local Court, registration number: HRB 165458

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The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold within the United States absent registration or an exemption from the registration requirements under the Securities Act. The Company does not intend to register any portion of the offering in the United States or to conduct a public offering of Shares in the United States.

The Company has not authorised any offer to the public of Shares in any Member State of the European Economic Area, except in the Federal Republic of Germany and Luxembourg. With respect to any Member State of the European Economic Area which has implemented the Prospectus Directive other than Germany and Luxembourg (each a "**Relevant Member State**"), no action has been undertaken or will be undertaken to make an offer to the public of Shares requiring publication of a prospectus in any Relevant Member State. As a result, the Shares may only be offered in Relevant Member States:

- (i) to any legal entity which is a "qualified investor" as defined in the Prospectus Directive; or
- (ii) in any other circumstances falling within Article 3(2) of the Prospectus Directive.

For the purpose of this paragraph, the expression "offer of securities to the public" means the communication in any form and by any means of sufficient information on the terms of the offer and the Shares to be offered so as to enable the investor to decide to exercise, purchase or subscribe for the Shares, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "**Prospectus Directive**" means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure in the Relevant Member State.

Any such investor will also be deemed to have represented and agreed that any Shares acquired by it in the contemplated offering of Shares have not been acquired on behalf of persons other than such investor. This announcement is not an advertisement within the meaning of the Prospectus Directive and does not constitute a prospectus.

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