

Rating Action: Moody's Ratings downgrades Valeo's ratings to Ba1 from Baa3; outlook negative

26 Sep 2024

Frankfurt am Main, September 26, 2024 -- Moody's Ratings (Moody's) has today downgraded the senior unsecured ratings of French auto parts supplier Valeo S.E. ("Valeo" or "group") to Ba1 from Baa3. Concurrently, we have withdrawn Valeo's long-term issuer rating (previously Baa3) and assigned a Ba1 long term corporate family rating (CFR) and Ba1-PD probability of default rating (PDR) to the group. We also downgraded the rating of Valeo's senior unsecured Medium- Term Note Program to (P)Ba1, from (P)Baa3 and the short-term commercial paper rating to Not Prime (NP) from Prime-3 (P-3). The outlook remains negative.

"The downgrade of Valeo's ratings is driven by a weaker automotive market environment than we had anticipated at the beginning of this year, with lower and more volatile car production and lasting sluggish consumer sentiment", says Goetz Grossmann, Moody's Ratings lead analyst for Valeo. "While we recognize Valeo's continued efforts to improve profitability levels, profitability and credit metrics remain below our requirements for the previous rating category with limited prospects for improvements amid the challenging market environment, as reflected in the negative outlook. The Ba1 rating continues to be supported, however, by Valeo's substantial cash position and very good liquidity, depending on a continued ability to generate positive free cash flows", continues Mr. Grossmann.

RATINGS RATIONALE

The downgrade of Valeo's ratings reflects the recently slowing automotive market environment, illustrated by stagnant global light vehicle production in the first half of 2024 (H1 2024), lackluster consumer sentiment, especially in the battery electric vehicle (BEV) segment, and increased uncertainty as to improving production in the forthcoming quarters. As a result, we believe that Valeo's credit metrics will take longer to recover and are unlikely to reach adequate levels for the Ba1 rating category before 2025. Our revised forecast mainly assumes lower volumes, constraining topline and profit growth in 2024 and 2025. Given our lower earnings projections, we expect Valeo's leverage to remain high for its Ba1 rating over the next 12-18 months.

Assuming no debt repayments in 2024 and 2025, the group's Moody's adjusted gross debt to EBITDA will likely persist around the current level (5.1x for the last 12 months (LTM) ended June 2024) but should reduce towards 3.5x in 2025, a level just in line with our defined 3.0x-3.5x range for a Ba1 rating. That said, we continue to acknowledge Valeo's substantial cash position (€3 billion as of June-end 2024), which supports its liquidity and much lower net leverage.

The downgrade further mirrors Valeo's sustained slim profitability, which has been lagging behind our expectations for several quarters. We expect the group's Moody's adjusted EBITA margin to weaken to 2.2% in 2024 from 2.7% in 2023 (2.3% as of LTM June 2024), driven by increased restructuring costs, production inefficiencies due to erratic order call off and delivery schedules at customers, as well as still-high research and development (R&D) costs. In 2025, we expect Valeo's EBITA margin to visibly improve and to meet our at least 3.5% guidance for a Ba1 rating along the execution of existing orders with better embedded margins, lower restructuring and reduced (capitalized) R&D expenditures. Despite the improving profitability, however, we expect the group's Moody's adjusted free cash flow (FCF) to remain constrained at around break-even in 2025, due to restructuring cash needs, lower working capital reductions and assumed slightly growing dividend payments.

Slowing economic growth, weakened industry conditions and consumer sentiment and an increasingly competitive landscape in China pose significant challenges for the auto supplier industry. As such, we consider that downside risks to our forecasts are currently high.

Credit challenges that continue to constrain the rating relate to Valeo's exposure to the cyclicality of automotive production; low profitability, also when compared with rated industry peers; continued sizeable R&D investments that weigh on profits and cash flows; a significant amount of trade payables utilized under a reverse factoring program available to suppliers, which we qualitatively capture in our leverage assessment for Valeo; and execution risk around ongoing restructuring.

Factors supporting Valeo's rating include the group's positive exposure to current trends in the automotive industry as to electrification, tightening safety standards that fuel demand for advanced driver assistance systems (ADAS), where Valeo holds a leading market position, and the group's high level of innovation. The rating also positively reflects Valeo's substantial size with around €22 billion of group revenue as of LTM June 2024, its good geographical and product diversification; conservative financial policy, focused on reducing the reported net leverage ratio to 1.0x by 2025 (from 1.5x at June-end 2024); and its excellent liquidity.

LIQUIDITY

We regard Valeo's liquidity as very good. As of 30 June 2024, the group had access to around €3 billion of cash and cash equivalents and €1.6 billion available under its revolving credit facility agreements (average maturity of 2.4 years at June-end 2024).

Valeo's short-term debt maturities of around €1.9 billion as of 30 June 2024 consisted mainly of a €600 million senior unsecured bond due in June 2025, €700 million of commercial paper debt, Schuldschein and various other bank debt.

Over the next 12 months, we expect Valeo's funds from operations (FFO) to exceed €2 billion and a continued reduction in working capital that, together, should almost cover capital spending of around €2.5 billion (including capitalized development costs). Other cash uses comprise lease and dividend payments that are included in Moody's adjusted FCF, which we expect to be modestly negative over the next 12-18 months.

ESG CONSIDERATIONS

As to governance considerations, the rating action reflects Valeo's sustained high leverage, which exceeded our expectations for the previous Baa3 rating for several quarters and will continue to constrain Valeo's rating over the next 12-18 months.

RATIONALE FOR THE NEGATIVE OUTLOOK

The negative outlook reflects Valeo's weak credit metrics at present, also in the context of a recently worsened market environment and very limited visibility into improving business conditions over next year. We, therefore, believe it will be challenging for Valeo to strengthen its EBITA margin to well above 3.5% and reduce its leverage to below 3.5x gross debt/EBITDA by year end 2025.

FACTORS THAT COULD LEAD TO AN UPGRADE OR DOWNGRADE OF THE RATINGS

We would consider to downgrade the ratings, if Valeo's (1) EBITA margin remained below 3.5% throughout 2025, (2) leverage continued to exceed 3.5x gross debt/EBITDA, (3) retained cash flow (RCF) to net debt weakened to below 15%, (4) FCF remained negative beyond 2024 – all on a Moody's adjusted and sustainable basis. Moreover, a substantial weakening in Valeo's currently very good liquidity would lead to negative rating pressure.

We might consider an upgrade of Valeo's rating, if its (1) EBITA margin improved to at least 4.5%, (2) leverage was reduced to below 3.0x gross debt/EBITDA, (3) retained cash flow (RCF) to net debt remained well above 20%, (4) FCF turned positive – all on a Moody's adjusted and sustainable basis.

PRINCIPAL METHODOLOGY

The principal methodology used in these ratings was Automotive Suppliers published in May 2021 and available at https://ratings.moodys.com/rmc-documents/72204. Alternatively, please see the Rating Methodologies page on https://ratings.moodys.com for a copy of this methodology.

COMPANY PROFILE

Headquartered in Paris, Valeo S.E. is one of the leading global suppliers of automotive components for new light vehicles (original equipment) and the aftermarket (11% of group revenue in H1 2024). In the 12 months through June 2024, Valeo generated revenue of around €22 billion and reported EBITDA of over €2.7 billion (12.4% margin). Valeo has three business divisions: POWER (powertrain and thermal solutions for all powertrain architectures), accounting for 51% of group revenue in H1 2024, BRAIN (ADAS, electrical/electronic architectures, software; 23%), and LIGHT (exterior and interior lighting and signaling systems; 26%). The group's product range consists of systems for advanced driving assistance (software, sensors, computing units), exterior and interior lighting modules, wiper and sensor cleaning systems, electric machines and power electronics for hybrid and electric vehicles, transmission systems, and temperature management systems (air conditioning, battery thermal management, engine cooling).

REGULATORY DISCLOSURES

For further specification of Moody's key rating assumptions and sensitivity analysis, see the sections Methodology Assumptions and Sensitivity to Assumptions in the disclosure form. Moody's Rating Symbols and Definitions can be found on https://ratings.moodys.com/rating-definitions.

For any affected securities or rated entities receiving direct credit support/credit substitution from another entity or entities subject to a credit rating action (the supporting entity), and whose ratings may change as a result of a credit rating action as to the supporting entity, the associated regulatory disclosures will relate to the supporting entity. Exceptions to this approach may be applicable in certain jurisdictions.

For ratings issued on a program, series, category/class of debt or security, certain regulatory disclosures applicable to each rating of a subsequently issued bond or note of the same series, category/class of debt, or security, or pursuant to a program for which the ratings are derived exclusively from existing ratings, in accordance with Moody's rating practices, can be found in the most recent Credit Rating Announcement related to the same class of Credit Rating.

For provisional ratings, the Credit Rating Announcement provides certain regulatory disclosures in relation to the provisional rating assigned, and in relation to a definitive rating that may be assigned subsequent to the final issuance of the debt, in each case where the transaction structure and terms have not changed prior to the assignment of the definitive rating in a manner that would have affected the rating.

Moody's does not always publish a separate Credit Rating Announcement for each Credit Rating assigned in the Anticipated Ratings Process or Subsequent Ratings Process.

These ratings are solicited. Please refer to Moody's Policy for Designating and Assigning Unsolicited Credit Ratings available on its website https://ratings.moodys.com.

Regulatory disclosures contained in this press release apply to the credit rating and, if applicable, the related rating outlook or rating review.

At least one ESG consideration was material to the credit rating action(s) announced and described above. Moody's general principles for assessing environmental, social and governance (ESG) risks in our credit analysis can be found at https://ratings.moodys.com/documents/PBC 1355824.

The Global Scale Credit Rating(s) discussed in this Credit Rating Announcement was(were) issued by one of Moody's affiliates outside the UK and is(are) endorsed for use in the UK in accordance with the UK CRA Regulation.

Please see https://ratings.moodys.com for any updates on changes to the lead rating analyst and to the Moody's legal entity that has issued the rating.

Please see the issuer/deal page on https://ratings.moodys.com for additional regulatory disclosures for each credit rating.

Goetz Grossmann, CFA Vice President - Senior Analyst Corporate Finance Group Moody's Deutschland GmbH An der Welle 5 Frankfurt am Main, 60322 Germany JOURNALISTS: 44 20 7772 5456 Client Service: 44 20 7772 5454

Christian Hendker, CFA Associate Managing Director Corporate Finance Group JOURNALISTS: 44 20 7772 5456 Client Service: 44 20 7772 5454

Releasing Office: Moody's Deutschland GmbH An der Welle 5 Frankfurt am Main, 60322 Germany JOURNALISTS: 44 20 7772 5456

Client Service: 44 20 7772 5454

© 2024 Moody's Corporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved.

CREDIT RATINGS ISSUED BY MOODY'S CREDIT RATINGS AFFILIATES ARE THEIR CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MATERIALS, PRODUCTS, SERVICES AND INFORMATION PUBLISHED BY MOODY'S (COLLECTIVELY, "PUBLICATIONS") MAY INCLUDE SUCH CURRENT OPINIONS. MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE APPLICABLE MOODY'S RATING SYMBOLS AND **DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF** CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S CREDIT RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK. INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS, NON-CREDIT ASSESSMENTS ("ASSESSMENTS"), AND OTHER OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. AND/OR ITS AFFILIATES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS. ASSESSMENTS. OTHER OPINIONS AND PUBLICATIONS DO NOT COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS. ASSESSMENTS AND OTHER OPINIONS AND PUBLISHES ITS PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL. WITH DUE CARE. MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE, HOLDING, OR SALE.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS, AND PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS OR PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER.

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind. MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the credit rating process or in preparing its Publications.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of,

or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information.

NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's Investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit ratings and credit rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold credit ratings from Moody's Investors Service, Inc. and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at www.moodys.com under the heading "Investor Relations — Corporate Governance — Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's Investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO. Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO").

Therefore, credit ratings assigned by MSFJ are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MJKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any credit rating, agreed to pay to MJKK or MSFJ (as applicable) for credit ratings opinions and services rendered by it fees ranging from JPY100,000 to approximately JPY550,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.