Technology
with Vision

NINE MONTH REPORT
FISCAL YEAR 2015/2016
1 JUNE – 29 FEBRUARY 2016

KEY PERFORMANCE INDICATORS

In € million	1st to 3rd quarter 1 June to 29 February* 2015/2016	1st to 3rd quarter 1 June to 29 February* 2014/2015	3rd quarter 1 December to 29 February* 2015/2016	3rd quarter 1 December to 29 February* 2014/2015
Sales	**4,654**	4,218	**1,495**	1,392
Change compared to last year	***10%***	7%	***7%***	9%
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	**582**	550	**182**	169
Change compared to last year	***6%***	10%	***8%***	–4%
Adjusted** earnings before interest, taxes, depreciation and amortisation (EBITDA)	**620**	558	**185**	172
Change compared to last year	***11%***	6%	***7%***	–9%
Net operating profit/loss (EBIT)	**290**	309	**87**	88
Change compared to last year	***–6%***	14%	***–1%***	–12%
Adjusted** net operating profit/loss (EBIT)	**345**	318	**89**	91
Change compared to last year	***9%***	6%	***–2%***	–19%
Earnings for the period	**184**	216	**53**	65
Change compared to last year	***–15%***	24%	***–19%***	0%
Earnings per share (in €)	**1.63**	2.01	**0.47**	0.56
Change compared to last year	***–19%***	19%	***–16%***	–10%
Net cash generated from operating activities	**358**	273	**57**	93
Change compared to last year	***31%***	–24%	***–39%***	–39%
Net capital expenditure***	**297**	256	**108**	62
Change compared to last year	***16%***	9%	***73%***	27%
Research and development (R&D) expenses	**449**	406	**157**	137
Change compared to last year	***11%***	17%	***15%***	21%

In € million	1st to 3rd quarter 1 June to 29 February* 2015/2016	1st to 3rd quarter 1 June to 29 February* 2014/2015	3rd quarter 1 December to 29 February* 2015/2016	3rd quarter 1 December to 29 February* 2014/2015
EBITDA margin	**12.5%**	13.0%	**12.2%**	12.2%
Adjusted** EBITDA margin	**13.3%**	13.2%	**12.4%**	12.4%
EBIT margin	**6.2%**	7.3%	**5.8%**	6.3%
Adjusted** EBIT margin	**7.4%**	7.5%	**6.0%**	6.5%
R&D expenses in relation to sales	**9.6%**	9.6%	**10.5%**	9.8%

	29 February 2016	28 February 2015
Net debt (in € million)	**300**	263
Net debt/EBITDA (last 12 months)	**0.4 x**	0.4 x
Equity ratio	**39.1%**	37.9%
Return on equity (last 12 months)	**14.7%**	21.3%
Employees	**33,023**	31,521

* Reporting date and reference to the comparative period in the 2014/2015 fiscal year is always 28 February 2015, unless otherwise stated.

** Adjusted for non-recurring charges arising from the default of a supplier in China (€ 47 million) and the costs incurred in relation to voluntary partial and severance payment programme (€ 6 million). For further information on the adjusted non-recurring charges, please refer to the current and prior financial statements.

*** Settlements for capital expenditure offset against cash proceeds from customer refunds.

Please note that where sums and percentages in the report have been rounded, differences may arise as a result of commercial rounding.

HELLA
Nine Month Report for the fiscal year 2015/2016

HELLA ON THE CAPITAL MARKET

Capital market gets off to a weak start

At the start of the period under review in December 2015, global capital markets entered a long period of consolidation. This intensified at the start of the calendar year, driven in particular by a new raft of weak Chinese economic data and the sustained downslide of the oil price. A rise in oil prices, the prospect of a moderate approach by the US Federal Reserve (Fed) in relation to interest rate policy and the announcement of further monetary policy measures by the European Central Bank (ECB) resulted in a shift in sentiment and a recovery on the equity markets. In Germany, indicators such as the ifo business climate index and the ZEW indicator of economic sentiment recently deteriorated once again.

The leading German index DAX corrected by almost 17 % in the third quarter to 9,495 points at the end of the period under review (December 2015 to February 2016), while the MDAX consolidated by around 10 % to close at 19,422 points as at 29 February.

HELLA share outperforms the market slightly

Even the HELLA share could not entirely escape the general negative trend. While the share price trended sideways in December and January, with a positive performance spike following the publication of the half-year figures, the renewed sell-off on the international capital markets at the start of February also drove the HELLA share price down to € 33.

The share recovered in the second half of February and ended the period under review with a XETRA closing price of € 35.95 (as at 29 February 2016). The share price fell by 8.2 % in the period under review (November 2015 to February 2016), and therefore remained below that of the MDAX.

At around 132,000 shares, the average daily XETRA trading volume in the period under review was down on the second quarter (around 185,000), with the latter being defined by an exceptionally high trading volume.

HELLA bonds trading stronger in a weak market

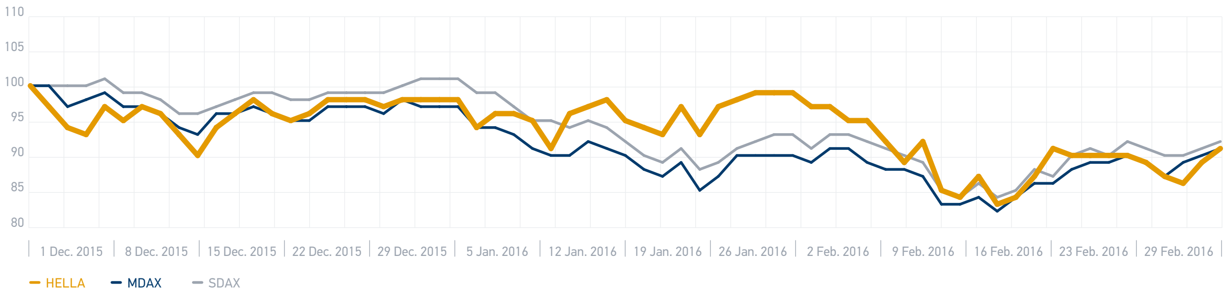
The two HELLA bonds delivered a stable performance in turbulent financial markets during the period under review and succeeded in posting further gains by the end of February. This is due to the central banks' sustained policy of low interest rates and hence to falling yields of German government bonds. Having experienced somewhat more volatile spreads in January (triggered, inter alia, by the general market volatility as a consequence of weak Asian figures), the two bonds continue to trade with low risk premiums.

The 1.250 % bond maturing in September 2017 ended the period under review with a Z-spread (measured in basis points over the euro mid-swap reference rate) of 64 basis points, while the HELLA 2.375 % bond maturing in January 2020 closed with a Z-spread of 90 basis points. Both bonds have therefore improved slightly relative to the start of the quarter. Nevertheless, it is also apparent that the liquidity of both bonds is very low – in line with the market as a whole.

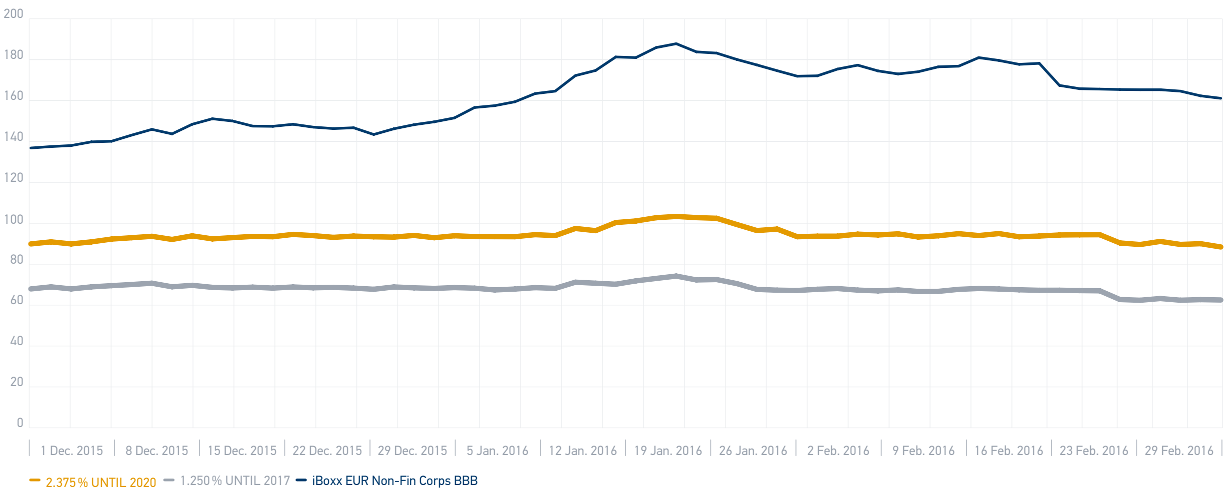
Initial stock market quotation	11 November 2014
Ticker symbol	HLE
ISIN	DE000A13SX22
SIN	A13 SX2
Share class	No-par value ordinary bearer shares
Market segments	Prime Standard (Frankfurt Stock Exchange) Regulated market (Luxembourg Stock Exchange)
Index	MDAX
Share capital	€ 222,222,224
Number of shares issued	111,111,112 shares
Highest price in the third quarter	€ 39.30 per share
Lowest price in the third quarter	€ 32.81 per share
Average daily trading volume	132,041 shares
Average daily trading volume	€ 4.85 million
Closing price on 29 February 2016	€ 35.95 per share
Market capitalisation on 29 February 2016	€ 3,994.44 million

All trading information relates to XETRA.

The HELLA share – price development in the period under review compared to selected indices (indexed on 1 December 2015)



HELLA bonds – development of the Z-spreads



Shareholder structure

* According to the definition of Deutsche Börse.
** 60 % of the shares are subject to a pool agreement up until at least 2024.

Investor Relations

The IR team continued its constant dialogue with investors, analysts and private shareholders in the third quarter of the fiscal year 2015/2016. The company's second Capital Market Day was held in London on 2 December, where its top management provided 50 international investors and analysts with detailed information about HELLA's market, technologies and growth prospects. In December and January, Goldman Sach's "Seventh Annual Global Automotive Conference" in London, Commerzbank's "German Investment Seminar" in New York and Unicredit / KeplerCheuvreux's "15th German Corporate Conference" in Frankfurt were used as a platform for investor discussions. The roadshow activities in the third quarter focused on Frankfurt and London.

HELLA conducted an investor call on 11 January when it released its half-year figures. The documentation concerning the call and further presentations can be accessed at any time in the Investor Relations section of the website at www.hella.de/ir.

The capital market remains very interested in HELLA as a company. It is currently being watched by sixteen financial analysts. An up-to-date list of brokers and their recommendations for the share can also be viewed in the Investor Relations section of the website at www.hella.de/ir.

Shareholder structure

The family shareholders continue to represent the largest shareholder group of HELLA. The free float is 40 %. According to the definition of Deutsche Börse (German Stock Exchange), the number of shares held by the family shareholders that are not included in the pool agreement accounts for roughly 12 % of the free float. The remaining shares are held by institutional investors as well as private investors. In the period under review, none of the shareholders in the latter two groups held reportable shareholdings.

INTERIM GROUP MANAGEMENT REPORT

for the first nine months of the fiscal year 2015/2016

Economic report

General economic conditions

The global economy reported a modest performance in the various regions during the first nine months of the HELLA 2015/2016 fiscal year but it is still not showing any signs of sustained growth momentum. According to the IMF, global growth in the past calendar year was 3.1 %, with the economy putting on a slightly stronger performance in the second half of the year compared with the first. For 2016 the IMF is projecting global economic growth of 3.4 %. The political and economic uncertainty has intensified substantially, however, resulting in increased volatility on the capital markets and in companies becoming more cautious in their investment decisions. Price erosion and high short-term fluctuations, especially in the case of oil but also of other commodities, as well as the strengthening of the US dollar exchange rate, particularly versus emerging market currencies, all serve to demonstrate the high level of uncertainty currently prevailing. The USA and Great Britain are recording a modest upturn while the euro area and Japan have shown a slower pace of economic expansion. At the same time, Europe is benefiting from a lower oil price, which bolsters the economy. With an overall rate of 6.9 % in 2015 China's growth has slumped to its lowest level in 25 years. The slowdown in growth is also having a negative effect on the economies of neighbouring countries due to a decrease in exports to China.

International trends in the automotive sector

The automotive year of 2015 was marked by fresh highs for the USA and China and sharp growth in Western Europe and Germany. These trends largely continued at the start of the new year.

In the USA, the trend away from passenger cars towards light trucks continued unbroken during the past quarter. Over the past three months the US market for light vehicles has grown by 5 % to 4.1 million vehicles. In 2015 as a whole the market hit a fresh record high of 17.4 million light vehicles (+6 %).

At the start of the new year the Western European market continued the positive performance it displayed in the last quarter of 2015. For the third quarter of the HELLA fiscal year (December 2015 to February 2016) the region recorded a growth rate of 12 % with 3.1 million new registrations. In 2015 as a whole the Western European market recorded growth of 9 % with 13.2 million newly registered vehicles.

New registrations for the German market rose by 8 % to 0.7 million units over the past three months. In the 2015 calendar year the German automotive market recorded a dynamic performance: with growth of 6 %, it exceeded the 3.2 million unit mark for the first time in six years.

Over the past three months the Chinese market has recorded growth of around 12 % with 5.8 million new registrations, 3.5 million units of those in January and February, which equates to market growth of 8 %. Despite a weak market in the summer, passenger car sales in China rose by 9 % to some 20 million units in 2015 as a whole. Thanks to tax breaks, the Chinese market closed out the year 2015 with a strong December and a substantially increased volume of 2.3 million vehicles sold, equivalent to growth of 19 %.

Over the past three months Japan has recorded a drop of around 9 % in new registrations. In 2015 as a whole the market volume declined by 10 % to 4.2 million new vehicles. This trend is due to tax increases on "kei cars", micro cars with a maximum cylinder capacity of 660 cc, whose unit sales declined by 13 % both in 2015 and in the first two months of 2016.

HELLA Group sales (in € million) for the first nine months of 2015/2016

The performance of the Indian vehicle market was very stable in 2015 as a whole with growth of 8 %. In the third quarter of the HELLA fiscal year, new registrations rose by 4 % to 0.7 million units.

Business development and situation of the Group

Growth after nine months of 10.3 %

The growth course of the HELLA Group continued in the third quarter of the 2015/2016 fiscal year even though the pace of growth has fallen off slightly compared to the second quarter. With a growth rate of 7.4 % on the prior year's quarter, consolidated sales in the period from December to February came to € 1.5 billion. Of the increase, 0.9 percentage points resulted from exchange rate fluctuations.

Compared to the prior year, sales after the first nine months of the 2015/2016 fiscal year rose by € 436 million to € 4.7 billion, equivalent to an increase of 10.3 %. Fluctuations in the exchange rates of the US dollar and the Chinese yuan, in particular, contributed 2.4 percentage points to this trend. At the end of the second quarter exchange-rate-related growth stood at 3.1 percentage points. Sales growth in the HELLA Group succeeded in outperforming the market again in the first nine months of the fiscal year when compared with the increase in global new registrations of passenger vehicles and light vehicles.

The Automotive segment remained a driver of growth by serving automotive megatrends, such as energy efficiency (CO_2 reduction), safety and styling (LED). One example is the increased use of innovative heat sinks in headlamps, which contributes to a cut in CO_2 emissions through further weight reduction. Despite declining initial registrations on the Chinese automotive market in the first quarter of the fiscal year, the growth trend was able to continue in the third quarter thanks to solid demand in Europe and America and increased demand in China. The Automotive business with third-party companies thus continued to report strong growth in the first nine months with a gain of 11.0 %. The Aftermarket segment made up significant ground on the very weak demand recorded in the prior year.

Results of operations

Rise in adjusted earnings of 9 % in nine months

At € 87 million, net operating profit / loss in the third quarter fell slightly short of the prior year's figure. This equates to an EBIT margin of 5.8 % compared to 6.3 % in the prior year. In the third quarter no material expenses were incurred in connection with the loss of a supplier in China compared with the prior quarters. The earnings figure includes restructuring expenses of some € 2 million (prior year: € 3 million). Earnings adjusted for these charges were € 89 million in the third quarter and thus € 2 million below the prior year's quarter. The adjusted EBIT margin decreased by 0.5 percentage points, from 6.5 % to 6.0 %. Higher development expenses were offset by a higher gross profit margin. The decline in the EBIT margin is based on a significantly reduced income from associates of around € 11 million in the

Earnings before interest payments and income taxes (EBIT; in € million) for the first nine months of 2015/2016

third quarter. This was caused by both operative as well as tax effects. Excluding the weakness in the income from associates, the Group's EBIT margin in the third quarter would have almost reached the prior-year level.

Earnings after nine months were significantly weighed down by additional expenses in connection with the loss of a supplier in China. The resultant net expense totaled € 47 million. The supply chain is once again stable thanks to the measures implemented. In line with the prior year, around € 8 million were spent on restructuring measures in the period under review. Because of the aforementioned charges, net operating profit / loss (EBIT) in the first nine months fell by € 20 million to € 290 million when compared to the prior year. The EBIT margin therefore came to 6.2 %. Adjusted earnings without the one-time charges rose by 8.6 % from € 318 million in the prior year to € 345 million. The adjusted EBIT margin was 7.4 %, down from 7.5 % in the prior year.

Gross profit in the third quarter grew from € 367 million in the prior year's quarter to € 404 million. In relation to sales a gross profit margin of 27.0 % was realised, compared to 26.3 % in the prior year.

Gross profit after the first nine months of the 2015/2016 fiscal year increased by € 98 million to € 1,237 million, resulting in a gross profit margin of 26.6 % (prior year: 27.0 %). This figure includes a charge of € 27 million from the loss of a supplier in China. Excluding this special item, the gross profit margin is 27.2 %. Despite increased costs in connection with the introduction of more complex production methods for high-end lighting products in Eastern Europe, the high productivity level was thus maintained.

For HELLA, Research and Development is the basis of technological competence and competitiveness. At € 157 million, the corresponding expenses in the third quarter were above the prior year's figure. In relation to sales, its share rose to 10.5 %,

Research and development

	Nine months 2015/2016	+/–	Nine months 2014/2015
R & D employees	**6,245**	5 %	5,957
EXPENSES IN € MILLION			
Automotive	**421**	10 %	381
Aftermarket and Special Applications	**28**	14 %	24
Total	**449**	**11 %**	**406**
in % of sales	**9.6**		9.6

Regional market coverage by consumer for the first nine months of 2015/2016

compared to 9.8 % in the prior year. On a cumulative basis, research and development costs in the first nine months of the fiscal year increased by 10.6 % to € 449 million (prior year: € 406 million). Their percentage of sales was unchanged over the prior year at 9.6 %. The increase in expenditures for research and development results from the expansion of the global development network required to process the orders booked. Furthermore, the development network has not yet reached the required efficiency level due to its strong growth. This led first of all to a disproportionate increase in the pro-rated development cost ratio when compared with current sales.

In the third quarter of the HELLA 2015/2016 fiscal year, distribution costs rose by € 9 million over the prior year to € 121 million. The distribution cost ratio increased slightly by 0.1 percentage points to 8.1 % of sales.

So far this fiscal year, distribution costs of € 365 million have been incurred, equivalent to an increase of € 31 million or 9.3 %. The distribution cost ratio in relation to sales fell by 0.1 percentage points to 7.8 %. Distribution costs mainly include costs for the international distribution network of the Aftermarket segment, the cost of the international distribution organisation of the Automotive segment and the cost of outbound freight in connection with supplying our customers.

Administrative costs rose by € 3 million to € 50 million in the third quarter. At 3.4 %, the cost ratio in relation to sales remained at the prior year's level.

Administrative costs rose from € 142 million to € 154 million after nine months. Measured in terms of sales the cost ratio fell from 3.4 % to 3.3 %.

In the period from June to February of the 2015/2016 fiscal year the balance of other expenses and income fell from € +4 million in the prior year to € – 14 million. Of this figure, an additional expense of € 20 million resulted from the loss of a Chinese supplier.

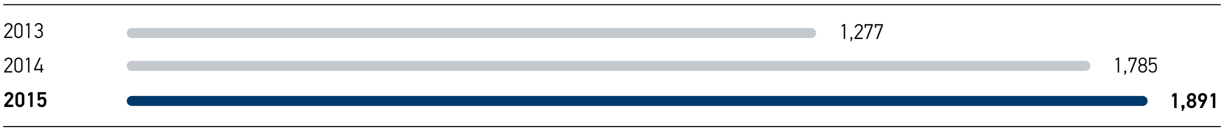
As was already described in the notes on EBIT, income from the strategic network of joint ventures and other associates in the third quarter fell by € 11 million to € 9 million compared to the prior year's quarter.

Income of € 33 million was generated in the first nine months, which corresponds to a decline compared with the prior year (€ 47 million) and is due to the weak unit sales trend in Korea in the first quarter and special items such as additional tax expense.

Compared to the third quarter of the prior year, net financial expense rose by € 7 million. This trend is also evident in a cumulative analysis. Thus net financial expense increased from € 30 million to € 31 million after nine months. In particular, the negative developments on the securities markets and negative exchange rate effects in financing depressed results.

After taxes on income of € 21 million (prior year: € 17 million) the net surplus in the third quarter was € 53 million (prior year: € 65 million). This equates to a return on sales of 3.5 % compared to 4.7 % in the prior year.

HELLA Group equity (in € million; at 28/29 February)



After taxes on income of € 74 million, a net profit of € 184 million was generated in the first nine months of the current fiscal year. This equates to a decline of € 32 million compared to the same period in the prior fiscal year. In relation to sales this corresponds to 4.0 %, down from 5.1 % in the prior year.

Results of operations of the segments

Growth trend of Automotive and Aftermarket continues

In the third quarter the Automotive business recorded a modest performance with segment sales growth of 3 % to € 1.1 billion, This is principally due to the fall in sales with other group segments. Sales with third-party companies rose by 8 % on the prior year's quarter. As a result, a net operating profit / loss of € 74 million was generated along with an EBIT margin of 6.5 %.

In the first nine months of the 2015/2016 fiscal year the broad regional footprint continued to have a positive effect. Because HELLA's presence in countries such as India and Brazil is very limited and activities in the Automotive segment in Russia play only a minor role, the weakness of the general economic conditions in these regions has no materially negative impact on the segment's business performance. Segment sales rose by € 174 million to € 3.6 billion. The modest rise can also be explained by the sharp decline in sales with other segments. Sales with third-party companies rose by 11 % compared with the prior year. Sales in the Automotive segment outperformed the market again in the first nine months of the fiscal year when compared with the increase in global new registrations as well as sales of passenger vehicles and light vehicles.

An EBIT of € 232 million was generated in the Automotive segment along with a margin of 6.5 %. This equates to a decline of € 23 million compared to the prior year. The decrease is connected with the loss of a Chinese supplier, which entailed a one-off charge amounting to € 47 million. Without this charge, the EBIT margin would have come to 7.8 %, after 7.5 % in the prior year. Despite additional expense for the start-up of production of complex products with LED technology in Eastern Europe and China, net operating profit / loss continued to rise.

The Aftermarket segment continued on its growth path in the third quarter relative to the prior year with a € 7 million or 3 % increase in segment sales to € 290 million. A net operating profit / loss of € 18 million was generated in the third quarter along with a margin of 6.3 %.

After nine months the Aftermarket segment has continued to offset the substantial demand weakness recorded in the prior year. Sales grew by 6 % to € 914 million. Net operating profit / loss increased by € 6 million to € 56 million. In relation to sales a margin of 6.1 % was realised, compared to 5.8 % in the prior year.

The Special Applications segment, which pools business activities with producers of special vehicles and industrial lighting, recovered slightly from the recent weakness of demand in the agricultural sector. Segment sales rose slightly by 0.6 % in the third quarter compared to the prior year's quarter. Net operating profit / loss decreased to € 2 million (prior year: € 4 million). This is equivalent to an EBIT margin of 2.8 % and is thus below the prior year's figure of 5.2 %.

Permanent employees in the HELLA Group (at 28/29 February)

During the period from June to February of the 2015/2016 fiscal year the third quarter performance was reflected in segment sales growth of 2 % to € 229 million. EBIT declined by 5 % compared to the prior year, with a margin of 5.1 %, down from 5.5 % in the prior year.

Capital structure

Operating cash flow up € 54 million after three quarters

Cash generated from operating activities rose by € 85 million to € 358 million in the nine-month period. This figure includes € 12 million (prior year: € 31 million) in payouts for the partial retirement and voluntary severance programme in Germany and € 34 million for payouts in connection with the loss of a Chinese supplier. Net capital expenditures as the balance of the net payment flows for the acquisition or sale of non-current assets (€ 369 million; prior year: € 323 million) and the corresponding customer reimbursements (€ 72 million; prior year: € 67 million) came to € 297 million and exceeded the prior year's figure by € 41 million.

Cash flow from investing activities (excluding acquisitions) and operating activities correspondingly came to € – 11 million, after resulting in a cash outflow of € 50 million in the prior year period. Adjusted before payouts on restructurings and the one-time expense in connection with the loss of a supplier in China and the acquisition of investments, the cash flow amounted to € 35 million. This represents an increase of € 54 million over the prior year's figure.

A total of € 58 million was paid out for the acquisition of the shares in the wholesale business in Denmark and Poland, at 100 % each.

The annual general meeting on 25 September 2015 decided on a dividend of € 0.77 per share, which came to a total € 86 million paid out to shareholders.

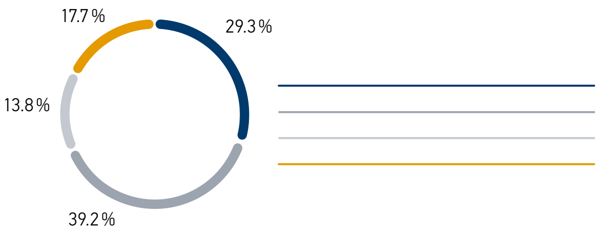
Continuing strong financial basis for growth

Compared to the end of the prior fiscal year, cash and cash equivalents and current financial assets decreased by € 189 million to € 819 million. The total of current and non-current financial liabilities fell to € 1,119 million, equivalent to a decline of € 20 million.

Net debt as the balance of cash and cash equivalents and current financial assets together with current and non-current financial liabilities increased by € 169 million to € 300 million in the third quarter. At the reporting date the ratio of net debt to EBITDA for the last twelve months was 0.4, same as at the end of February 2015. The ratio was 0.2 at the end of the prior fiscal year.

The corporate rating issued by Moody's remains in the investment grade segment at Baa2 with a stable outlook. Moody's last updated its Credit Opinion in February 2016.

Permanent employees in the HELLA Group by region (at 29 February)



Financial position

At the reporting date the cash-relevant inflow as part of a factoring programme was € 80 million, € 20 million less compared with the end of the prior fiscal year. The factoring was final without right of recourse.

The high liquidity position of more than € 800 million still results in a substantial increase in total assets, which came to around € 4.8 billion at the end of February 2016. The equity ratio stood at 39 % at the end of the third quarter, down from 38 % in the prior year.

The increase in total assets resulting from the high liquidity position influences the equity ratio significantly. The equity ratio in relation to total assets adjusted for liquidity comes to 47 %.

Human Resources

At the reporting date on 29 February 2016 HELLA had 33,023 permanent staff worldwide. The number of employees thus rose by 4.8 % or 1,502 permanent staff compared with the prior year. The sharpest increase of 8.9 % was recorded by the region "Rest of Europe". This was due mainly to the hiring of new employees in Eastern Europe in the wake of production start-ups and the strengthening of HELLA's technological competence. The region "Asia, Pacific and RoW" recorded a sharp rise in employee figures of 6 % compared to the prior year; in North and South America the increase in staff numbers was modest at 1.4 %. Around 19 % of the permanent staff are employed in Research and Development.

Opportunity and risk report

There were no significant changes in the opportunities and risks during the period under review. There were also no significant changes in the ongoing investigations into cartels, the outcome of which remains unforeseeable at present. No new findings emerged in the third quarter.

Possible market risks that could arise due to events that have come to light in connection with the emissions tests for diesel passenger cars are currently still not foreseeable.

Details of the significant opportunities and risks may be found in our statements in the 2014/2015 consolidated financial statements.

Forecast report

Overall economic and industry-specific outlook

The global economy will show a muted but positive performance in the coming months even though the IMF's growth forecasts have been lower than recently expected. At the start of the new year the IMF revised its October forecast of 3.6 % downwards by 0.2 percentage points to 3.4 % for the year 2016. The reasons for the expected gradual deterioration in global economic growth are, in first place, the more pessimistic view of the performance in the United States with a strong US dollar as a risk factor; and secondly, the expectation of a weaker recovery in the developed economies than projected in October. Alongside the economic risks, there are further sources of uncertainty that cannot be calculated in the form of geopolitical and macroeconomic risks for market participants, such as the risk of a further escalation of existing tensions in the Middle East, which would cause uncertainty among consumers, producers and investors the world over, rising risk aversion on the financial markets and a slowdown in growth of the developed economies and China.

According to the VDA, the global passenger vehicle market is set to rise by 2 % in 2016. This would mean that for the first time, more than 80 million new vehicles worldwide will be registered. In December the forecast was for 78.1 million units. The major automotive markets of Western Europe, the USA and China should continue to grow in 2016 although they are increasingly facing rising market uncertainties, a more downbeat business climate and heightened vagaries with regard to the global economy. The extent and consequences of possible decisions on exhaust regulations and emissions can still not be comprehensively foreseen and contribute to a heightened level of uncertainty. Assuming that the said general conditions do not deteriorate, the VDA is projecting a growth rate of 1 % growth in the US market to 17.5 million light vehicles for 2016, which should thus surpass the record level of 17.4 million recorded in 2015. The VDA has also raised its forecast for China and is projecting an increase of 6 % to just under 21.3 million passenger vehicles by year-end. New registrations for the German passenger car market in 2016 should rise slightly, by 2 % to 3.23 million, as expected. For Western Europe, too, the VDA is projecting a slight gain for the year 2016 as a whole, supported by low interest rates, rising real incomes and employment, and low fuel prices.

Company-specific outlook

Based on the above-mentioned general conditions and forecasts and assuming that there will be no serious economic upheaval as a result of political crises, for instance in the Middle East or in China, we still expect the business activities of the HELLA Group to continue their positive development in the 2015/2016 fiscal year.

A significant strain on net operating profit / loss (EBIT) due to the loss of a Chinese supplier was already reported in the first quarter of HELLA's fiscal year, from June 2015 to August 2015. Based on current assessments the total charges of one-time expenses and additional writedowns, as confirmed in the second quarter, will not exceed a total of up to € 50 million for the entire 2015/2016 fiscal year.

HELLA continues to project sales growth in the mid to high single-digit percentage range for the fiscal year as a whole even though EBIT will be below the prior year's figure due to the one-time charge resulting from the loss of the Chinese supplier. As a result, the EBIT margin will decrease over the prior year. Leaving aside the one-time charge, EBIT would, as things stand at present, record an increase in the mid to high single-digit percentage range over the prior year.

The forward-looking statements in this report are based on current assessments by HELLA's management. They are subject to risks and uncertainties which HELLA is not able to control or assess precisely, such as the future market environment and general economic conditions, actions by the other market players and government measures. If any of these or other uncertainties or vagaries should occur, or if the assumptions on which these statements are based turn out to be incorrect, the actual results may differ materially from the results explicitly specified or implicitly contained in these statements.

Other events in the fiscal year

→ Changes in the HELLA Management Board

Carsten Albrecht, Managing Director of the Aftermarket, Special OE and Industries business division, left HELLA Geschäftsführungsgesellschaft mbH with effect from 31 October 2015 after seven years. Mr. Albrecht's role will be fulfilled temporarily by CEO Dr. Rolf Breidenbach until a successor can be appointed.

With effect from 30 November 2015 Jörg Buchheim, President & CEO China since January 2014, left HELLA Geschäftsführungsgesellschaft mbH. To streamline the matrix leadership structure the management of the region 'China', like that of all other regions, will in future be assumed via the global responsibility of the business divisions and corporate functions.

In January 2016 the shareholder committee of HELLA KGaA Hueck & Co. appointed Bernard Schäferbarthold as new managing director for finance and controlling. Mr. Schäferbarthold will take up his post by 1 January 2017 at the latest. He is succeeding Dr. Wolfgang Ollig, who is leaving the company effective 1 July 2016 at his own request.

→ Expansion of wholesale business through acquisitions

In November HELLA took over the outstanding 21 percent stake in Denmark's FTZ, having already acquired 50 percent in Poland's Inter-Team in September. As a result, the former joint ventures have now passed into full ownership by HELLA. Both companies had already been fully consolidated. With the acquisition of these stakes HELLA's wholesale activities in Northern and Eastern Europe, pooled in the Nordic Forum, are being systematically strengthened.

Events after the balance sheet date

No events of special relevance other than those mentioned have taken place after the end of the first nine months of the 2015/2016 fiscal year.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Consolidated income statement

of HELLA KGaA Hueck & Co.

	1st – 3rd quarter 1 June to 29 February*		3rd quarter 1 December to 29 February*	
€ thousand	**2015/2016**	2014/2015	**2015/2016**	2014/2015
Sales	**4,654,392**	4,218,235	**1,495,263**	1,392,221
Cost of sales	**– 3,417,107**	– 3,078,624	**– 1,091,647**	– 1,025,509
Gross profit	**1,237,285**	**1,139,611**	**403,616**	**366,712**
Research and development costs	**– 448,675**	– 405,526	**– 157,316**	– 136,560
Distribution costs	**– 365,227**	– 334,258	**– 121,372**	– 112,023
Administrative costs	**– 153,531**	– 141,720	**– 50,319**	– 46,966
Other income and expenses	**– 13,568**	3,879	**3,564**	– 2,443
Contribution to earnings from investments accounted for using equity method	**33,178**	47,145	**8,559**	19,304
Other income from shares in associates	**212**	207	**187**	187
Net operating profit/loss (EBIT)	**289,674**	**309,338**	**86,919**	**88,211**
Financial income	**23,984**	12,093	**8,373**	– 533
Financing costs	**– 55,450**	– 42,469	**– 21,429**	– 5,545
Net financial result	**– 31,466**	**– 30,376**	**– 13,056**	**– 6,078**
Earnings before income taxes (EBT)	**258,208**	**278,962**	**73,863**	**82,133**
Taxes on income	**– 74,209**	– 62,591	**– 21,228**	– 16,964
Earnings for the period	**183,999**	**216,371**	**52,635**	**65,169**
of which attributable:				
to the owners of the parent company	**180,716**	210,764	**52,313**	63,666
to non-controlling interests	**3,283**	5,607	**322**	1,503
Undiluted earnings per ordinary share in €	**1.63**	2.01	**0.47**	0.56
Diluted earnings per ordinary share in €	**1.63**	2.01	**0.47**	0.56

* Reporting date and reference to the comparative period in the 2014/2015 fiscal year is always 28 February 2015, unless otherwise stated.

See Note 06 for explanations

Consolidated statement of comprehensive income

(after-tax view) of HELLA KGaA Hueck & Co.

	1st – 3rd quarter 1 June to 29 February*		3rd quarter 1 December to 29 February*	
€ thousand	**2015/2016**	2014/2015	**2015/2016**	2014/2015
Earnings for the period	**183,999**	**216,371**	**52,635**	**65,169**
Currency translation differences	**– 62,888**	99,706	**– 60,185**	56,978
Financial instruments for cash flow hedging	**15,088**	– 28,391	**3,939**	– 15,088
Changes realised in equity	**14,099**	– 28,403	**3,798**	– 15,298
Profits (-) or losses (+) recognised in the income statement	**989**	12	**141**	210
Change in fair value of financial instruments available for sale	**– 7,866**	9,344	**– 6,639**	6,767
Changes realised in equity	**– 11,120**	9,313	**– 9,786**	6,910
Profits (-) or losses (+) recognised in the income statement	**3,254**	31	**3,147**	– 143
Share of other comprehensive income attributable to associates and joint ventures	**– 11,402**	13,736	**– 11,530**	7,503
Items which were or can be transferred to profit or loss	**– 55,666**	**80,659**	**– 62,885**	**48,657**
Revaluation from defined benefit pension plans	**– 2,160**	– 53,174	**– 16,855**	– 21,054
Share of other comprehensive income attributable to associates and joint ventures	**– 176**	16	**– 176**	17
Items never transferred to profit or loss	**– 2,160**	**– 53,174**	**– 16,855**	**– 21,054**
Other comprehensive income for the period	**– 57,826**	**27,485**	**– 79,739**	**27,603**
Comprehensive income for the period	**126,173**	**243,856**	**– 27,104**	**92,772**
Of which attributable:				
to the owners of the parent company	**123,384**	238,009	**– 27,051**	91,217
to non-controlling interests	**2,789**	5,847	**– 53**	1,555

* Reporting date and reference to the comparative period in the 2014/2015 fiscal year is always 28 February 2015, unless otherwise stated.

Consolidated statement of financial position

of HELLA KGaA Hueck & Co.

€ thousand	29 February 2016	31 May 2015	28 February 2015
Cash and cash equivalents	**485,457**	602,744	448,002
Financial assets	**333,514**	405,077	395,234
Trade receivables	**889,313**	839,322	818,228
Other receivables and non-financial assets	**137,541**	152,010	131,269
Inventories	**675,307**	608,853	665,501
Current tax assets	**49,384**	24,504	38,485
Non-current assets held for sale	**2,924**	3,357	5,917
Current assets	**2,573,440**	**2,635,867**	**2,502,636**
Intangible assets	**227,767**	220,861	208,171
Property, plant and equipment	**1,588,766**	1,612,331	1,503,474
Financial assets	**18,245**	19,653	16,403
Investments accounted for using equity method	**259,868**	266,768	268,456
Deferred tax assets	**116,829**	118,562	166,620
Other non-current assets	**46,598**	42,905	39,439
Non-current assets	**2,258,073**	**2,281,080**	**2,202,563**
Assets	**4,831,513**	**4,916,947**	**4,705,199**
Financial liabilities	**50,913**	100,221	72,977
Trade payables	**603,409**	573,893	646,856
Current tax liabilities	**62,563**	45,776	42,193
Other liabilities	**516,041**	556,934	364,845
Provisions	**55,040**	72,644	71,892
Current liabilities	**1,287,966**	**1,349,468**	**1,198,763**
Financial liabilities	**1,067,876**	1,038,886	1,033,149
Deferred tax liabilities	**42,304**	24,882	69,801
Other liabilities	**189,788**	236,371	265,823
Provisions	**352,113**	357,646	353,136
Non-current liabilities	**1,652,081**	**1,657,785**	**1,721,909**
Subscribed capital	**222,222**	222,222	222,222
Reserves and unappropriated surplus	**1,663,354**	1,658,016	1,535,993
Equity before non-controlling interests	**1,885,576**	1,880,238	1,758,215
Non-controlling interests	**5,890**	29,456	26,312
Equity	**1,891,466**	**1,909,694**	**1,784,527**
Equity and liabilities	**4,831,513**	**4,916,947**	**4,705,199**

Consolidated cash flow statement

of HELLA KGaA Hueck & Co. for the period from 1 June to 29 February*

	€ thousand	2015/2016	2014/2015
	Profit before income taxes	**258,208**	**278,962**
+	Depreciation and amortisation	**292,676**	240,705
+/–	Change in provisions	**–21,429**	–29,610
+	Payments received for series production	**71,606**	66,564
–	Non-cash sales transacted in previous periods	**–74,448**	–65,214
–	Other non-cash income	**–37,385**	–23,303
+/–	Profits / losses from the sale of non-current assets	**–372**	344
+	Net financial result	**31,466**	30,376
+/–	Change in trade receivables and other assets not attributable to investing or financing activities	**–74,001**	–90,658
–	Increase in inventories	**–92,239**	–62,490
+/–	Change in trade payables and other liabilities not attributable to investing or financing activities	**71,579**	20,745
+	Interest received	**1,677**	9,618
–	Interest paid	**–27,341**	–48,722
+	Tax refunds received	**2,585**	1,803
–	Taxes paid	**–75,800**	–79,444
+	Dividends received	**31,299**	23,649
=	**Net cash generated from operating activities**	**358,081**	**273,325**
+	Cash proceeds from the sale of property, plant and equipment and intangible assets	**7,334**	24,800
–	Payments for the purchase of property, plant and equipment and intangible assets	**–375,963**	–347,766
+	Repayments of loans from associates or unconsolidated companies	**732**	0
+	Cash proceeds from the liquidation of a non-consolidated company	**107**	0
–	Payments for the acquisition of subsidiaries, less cash received	**0**	–405
–	Payments for capital contribution to associates	**0**	–16,364
+	Cash proceeds from the sale of shares in associates	**0**	21,456
+	Cash proceeds from capital decrease in investments accounted for using equity method	**2,766**	13,200
=	**Net cash generated from investing activities**	**–365,024**	**–305,079**
–	Payments for the repayment of financial liabilities	**–84,660**	–251,975
+	Cash proceeds from borrowing	**65,069**	117,356
-	Payments made for acquiring shares of non-controlling interests	**–57,789**	–14,786
+	Cash proceeds for the sale of securities (payments in the prior year)	**60,440**	–31,803
–	Dividend paid	**–86,612**	–59,060
–	Repayment of bond issued in October 2009	**0**	–200,002
+	Net cash proceeds from shares issued	**0**	272,456
=	**Net cash generated from financing activities**	**–103,552**	**–167,814**
=	**Net change in cash and cash equivalents**	**–110,495**	**–199,567**
+	Cash and cash equivalents as at 1 June	**602,744**	637,226
+/–	Effect of exchange rate fluctuations on cash and cash equivalents	**–6,792**	10,343
=	**Cash and cash equivalents as at 29 February***	**485,457**	**448,002**

* Reporting date and reference to the comparative period in the 2014/2015 fiscal year is always 28 February 2015, unless otherwise stated.

Consolidated statements of changes in equity

of HELLA KGaA Hueck & Co.

€ thousand	Subscribed capital	Capital reserve	Currency translation reserve	Reserve for financial instruments for cash flow hedging
As at 1 June 2014	**200,000**	**0**	**−33,397**	**−63,838**
Earnings for the period	0	0	0	0
Other comprehensive income for the period	0	0	99,375	−28,300
Comprehensive income for the period	**0**	**0**	**99,375**	**−28,300**
Issue of new capital against cash contributions	22,222	255,556	0	0
Issuing costs	0	−5,322	0	0
Distributions to shareholders	0	0	0	0
Transactions with shareholders	**22,222**	**250,234**	**5**	**0**
As at 28 February 2015	**222,222**	**250,234**	**65,983**	**−92,138**
As at 1 June 2015	**222,222**	**250,234**	**81,505**	**−89,092**
Earnings for the period	0	0	0	0
Other comprehensive income for the period	0	0	−62,408	15,103
Comprehensive income for the period	**0**	**0**	**−62,408**	**15,103**
Distributions to shareholders	0	0	0	0
Changes in ownership interest in subsidiaries	0	0	−181	0
Transactions with shareholders	**0**	**0**	**−181**	**0**
As at 29 February 2016	**222,222**	**250,234**	**18,916**	**−73,989**

See also Note 14 for information on equity

	Reserve for financial instruments available for sale	Revaluation from defined benefit pension plans	Other retained earnings/profit carried forward	Equity before non-controlling interests	Non-controlling interests	Total capital
	4,447	**−48,276**	**1,253,246**	**1,312,182**	**29,879**	**1,342,061**
	0	0	210,764	**210,764**	5,607	**216,371**
	9,344	−53,174	0	**27,245**	240	**27,485**
	9,344	**−53,174**	**210,764**	**238,009**	**5,847**	**243,856**
	0	0	0	**277,778**	0	**277,778**
	0	0	0	**−5,322**	0	**−5,322**
	0	0	−55,500	**−55,500**	−3,560	**−59,060**
	0	**0**	**−64,437**	**208,024**	**−9,414**	**198,610**
	13,791	**−101,450**	**1,399,573**	**1,758,215**	**26,312**	**1,784,527**
	10,469	**−70,904**	**1,475,804**	**1,880,238**	**29,456**	**1,909,694**
	0	0	180,716	**180,716**	3,283	**183,999**
	−7,866	−2,161	0	**−57,332**	−494	**−57,826**
	−7,866	**−2,161**	**180,716**	**123,384**	**2,789**	**126,173**
	0	0	−85,556	**−85,556**	−1,056	**−86,612**
	0	0	−32,309	**−32,490**	−25,299	**−57,789**
	0	**0**	**−117,865**	**−118,046**	**−26,355**	**−144,401**
	2,603	**−73,065**	**1,538,655**	**1,885,576**	**5,890**	**1,891,466**

SELECTED EXPLANATORY NOTES

01 Basic information

HELLA KGaA Hueck & Co. (HELLA KGaA) and its subsidiaries (collectively referred to as the "Group") develop and manufacture lighting technology and electronics components and systems for the automotive industry. The Group also produces complete vehicle modules and air conditioning systems in joint venture undertakings. The Group's production and manufacturing sites are located across the globe; its most significant markets are in Europe, the USA and Asia, particularly Korea and China. In addition, HELLA has its own international sales network for all kinds of vehicle accessories.

The Company is a stock corporation, which was founded and is based in Lippstadt, Germany. The address of the Company's registered office is Rixbecker Str. 75, Lippstadt.

This interim report has been prepared as a condensed interim report in accordance with the requirements of the International Financial Reporting Standards (IFRS) applicable as of 29 February 2016 and as adopted by the European Union. The interim report was created in accordance with IAS 34 Interim Financial Reporting. The interim financial statements are accompanied by an interim management report. The comparative values of the prior fiscal year were determined in accordance with the same principles.

The interim financial statements are prepared in euros (€). Amounts are stated in thousands of euros (€ thousand). The interim financial statements are prepared using accounting and measurement methods that are applied consistently within the Group on the basis of amortised historical cost. This does not apply to assets that are available for sale and derivative financial instruments, which are measured at fair value. The consolidated income statement is prepared using the cost-of-sales method. The current / non-current distinction is observed in the consolidated statement of financial position. The amounts stated under current assets and liabilities are for the most part due for settlement within twelve months. Accordingly, non-current items are mainly due for settlement in more than twelve months. In order to enhance the clarity of the presentation, items of the consolidated statement of financial position and consolidated income statement have been grouped together where this is appropriate and possible. Please note that where sums and percentages in the report have been rounded, differences may arise as a result of commercial rounding.

02 Scope of consolidation

In addition to HELLA KGaA Hueck & Co., all significant domestic and foreign subsidiaries that are directly or indirectly controlled by HELLA are consolidated. Material joint ventures are included in the consolidated financial statements in accordance with the equity method of accounting.

Number	**29 Feb 2016**	31 May 2015	28 Feb 2015
Fully consolidated companies	**97**	101	102
Companies accounted for using equity method	**52**	52	49

03 Accounting and measurement methods

The accounting and measurement methods used in the interim report are the same as those used in the consolidated financial statements of 31 May 2015. These methods are explained in detail in the consolidated financial statements of 31 May 2015.

04 Currency translation

Exchange differences arising from the translation of earnings and items of the statement of financial position of all Group companies which have a functional currency deviating from the euro are reported within the currency translation reserves.

The exchange rates used to translate the main currencies for HELLA were as follows:

	Reporting date		Average 1st – 3rd quarter		Reporting date	
	31 May 2015	31 May 2014	**2015/2016**	2014/2015	**29 Feb 2016**	28 Feb 2015
€ 1 = US dollar	**1.0970**	1.3607	**1.1046**	1.2654	**1.0888**	1.1240
€ 1 = Czech koruna	**27.4010**	27.471	**27.0841**	27.6332	**27.0570**	27.4380
€ 1 = Japanese yen	**135.9500**	138.36	**133.5226**	139.2726	**123.1400**	134.0500
€ 1 = Australian dollar	**1.4338**	1.4635	**1.5243**	1.4474	**1.5260**	1.4358
€ 1 = Chinese renminbi	**6.7994**	8.5025	**7.0446**	7.8216	**7.1351**	7.0485
€ 1 = South Korean won	**1,220.3100**	1,389.2200	**1,290.1485**	1,340.8585	**1,347.5400**	1,236.1600
€ 1 = Romanian leu	**4.4425**	4.4030	**4.4597**	4.4296	**4.4757**	4.4413

05 Particular business transactions

A Chinese supplier dropped out during the first quarter and unexpectedly ended its contractual delivery obligations. The manufacture of the intermediate products affected was reorganised completely in order to protect the supply chain, resulting in a significant increase in expenses, such as special freight costs and additional impairments. All in all, this resulted in an extraordinary charge against net operating profit / loss in the first nine month. The increase in expenses still outstanding leads to losses from existing delivery / sales obligations, for which provisions will be reported. In summary, cost of sales include € 27,070 thousand in additional charges. In addition, the goodwill of € 5,611 thousand reported for the Group entity was subject to an impairment analysis and impaired fully in income, and reported together with other cross-functional costs of € 14,178 thousand under other income and expenses. The additional charge in the first nine months totals € 47,196 thousand.

06 Sales

Sales for the first nine months of the 2015/2016 fiscal year amounted to € 4,654,392 thousand (prior year: € 4,218,235 thousand). Sales are attributable entirely to the sale of goods and services rendered.

The sales can be classified as follows:

€ thousand	**2015/2016**	2014/2015
Sales from the sale of goods	**4,424,572**	4,111,092
Sales arising from the rendering of services	**229,820**	107,143
Sales total	**4,654,392**	**4,218,235**

07 Earnings per share

Undiluted earnings per share are calculated by dividing the share of earnings attributable to the shareholders of HELLA KGaA Hueck & Co. by the weighted average number of ordinary shares issued.

An issue of new capital on 7 November 2014 increased the number of outstanding shares by 11,111,112 to 111,111,112.

Undiluted earnings per share amounted to €1.63 and are equivalent to diluted earnings per share.

Number of shares	**29 February 2016**	28 February 2015
Weighted average number of shares in circulation during the period		
Ordinary shares, undiluted	**111,111,112**	104,639,805
Ordinary shares, diluted	**111,111,112**	104,639,805

€ thousand	**2015/2016**	2014/2015
Share of profit attributable to shareholders of the parent company	**180,716**	210,764

€	**2015/2016**	2014/2015
Earnings per share, undiluted	**1.63**	**2.01**
Earnings per share, diluted	**1.63**	**2.01**

08 Segment reporting

External segment reporting is based on internal reporting (so-called management approach). Segment reporting is based solely on financial information used by the company's decision makers for the internal management of the company and to make decisions regarding the allocation of resources and measurement of profitability.

The Lighting and Electronics business divisions are reported together in the Automotive segment. Both business divisions serve a similar customer base worldwide. Consequently, both segments are subject to broadly similar economic cycles and market developments. In addition, the individual products have comparable lifecycles. Original Equipment provides lighting and electronics components to automobile manufacturers and other tier-1 suppliers worldwide through an integrated distribution network. The product portfolio of the Lighting business division includes headlamps, signal lamps, interior lamps, and lighting electronics. The Electronics business division focuses on the product areas of body electronics, energy management, as well as driver assistance systems and components (e.g. sensors and engine compartment actuators). The Automotive segment develops, produces and sells vehicle-specific solutions, and develops and brings to market technological innovations. The margins attainable within the segment are mainly dependent on the respective technology used, and to a lesser extent on customers, regions, and products.

The Aftermarket business segment is responsible for the trade in automotive parts and accessories, and the wholesale business. The trade product portfolio includes service parts for the Lighting, Electrical, Electronics, and Thermal Management segments. In addition, the automotive parts and accessories businesses and garages receive sales support through a modern, rapid information and ordering system, as well as through competent technical service. The Aftermarket segment makes only limited use of the Automotive segment's resources, and largely produces the independently developed items in its own plants.

The segment information for the first nine months of fiscal years 2015/2016 and 2014/2015 is as follows:

	Automotive		Aftermarket		Special Applications	
€ thousand	**2015/2016**	2014/2015	**2015/2016**	2014/2015	**2015/2016**	2014/2015
Sales with third-party companies	**3,526,735**	3,177,364	**875,237**	817,464	**227,959**	223,407
Inter-segment sales	**28,866**	203,748	**38,381**	43,326	**1,125**	1,717
Cost of sales	**–2,714,880**	–2,606,088	**–600,696**	–575,810	**–145,726**	–145,518
Gross profit	**840,721**	**775,024**	**312,922**	**284,981**	**83,358**	**79,607**
Research and development costs	**–420,827**	–381,218	**–15,333**	–11,899	**–12,320**	–12,409
Distribution costs	**–83,366**	–73,109	**–231,843**	–215,472	**–49,941**	–45,677
Administrative costs	**–130,875**	–111,773	**–23,627**	–18,931	**–11,645**	–11,015
Other income and expenses	**–3,086**	3,066	**9,591**	7,238	**2,345**	1,945
Result of investments accounted for using equity method	**29,272**	42,958	**3,905**	4,187	**0**	0
Earnings before interest payments and income taxes	**231,839**	**254,947**	**55,615**	**50,104**	**11,797**	**12,450**
Additions to non-current assets	**285,937**	250,776	**19,333**	24,100	**8,978**	284

Sales for the first nine months of fiscal years 2015/2016 and 2014/2015 are as follows:

€ thousand	2015/2016	2014/2015
Total sales of the reporting segments	**4,698,303**	**4,467,026**
Sales in other divisions	**67,532**	
Elimination of intersegment sales	**– 111,443**	– 248,791
Consolidated sales	**4,654,392**	**4,218,235**

The sales generated by the other divisions are attributable to the rendering of personnel services to the reported segments or third-party companies.

Reconciliation of the segment results with consolidated net profit/loss:

€ thousand	2015/2016	2014/2015
EBIT of the reporting segments	**299,251**	**317,501**
EBIT of other divisions	**– 1,428**	208
Unallocated income	**– 8,149**	– 8,371
Consolidated EBIT	**289,674**	**309,338**
Net financial result	**– 31,466**	– 30,376
Consolidated EBT	**258,208**	**278,962**

The voluntary partial retirement and severance payment programme that was initiated in June 2013 led to an expense of € 8,149 thousand (prior year: € 8,371 thousand), which is attributable to income and expenses outside the reported segments.

09 Notes to the cash flow statement

As at 31 May 2015, the cash funds comprise exclusively cash and cash equivalents.

10 Other receivables and current non-financial assets

€ thousand	29 February 2016	31 May 2015
Other current assets	28,222	21,272
Insurance receivables	9,435	16,434
Positive market value of currency hedges	5,574	5,457
Subtotal other financial assets	**43,231**	**43,163**
Advance payments	10,487	19,176
Prepaid expenses / deferred income	25,621	18,890
Receivables for partial retirement	541	2,323
Advance payments to employees	2,389	1,953
Other tax receivables	55,272	66,505
Total	**137,541**	**152,010**

11 Other non-current assets

€ thousand	29 February 2016	31 May 2015
Receivables from finance leases	38,638	35,707
Other non-current assets	2,661	2,640
Subtotal other financial assets	**41,299**	**38,347**
Advance payments	1,199	1,179
Prepaid expenses / deferred income	2,361	1,411
Plan assets	1,739	1,968
Total	**46,598**	**42,905**

12 Other liabilities

	29 February 2016		31 May 2015	
€ thousand	Non-current	Current	Non-current	Current
Derivatives	92,000	15,743	126,839	18,655
Other financial liabilities	1,113	149,034	941	190,254
Subtotal other financial liabilities	**93,113**	**164,777**	**127,781**	**208,909**
Other taxes	0	39,998	0	40,167
Accrued personnel liabilities	0	159,838	0	169,631
Advance payments received	808	22,037	984	19,577
Deferred revenue	95,867	129,391	107,607	118,649
Total	**189,788**	**516,041**	**236,371**	**556,934**

13 Disclosures on financial instruments

General information on financial instruments

The carrying amounts and fair values of classes of financial instruments and the carrying amounts in accordance with IAS 39 measurement categories as at 29 February 2016 and as at 31 May 2015 are shown below.

€ thousand	Measurement category under IAS 39	**Carrying amount 29 Feb 2016**	**Fair value 29 Feb 2016**	Carrying amount 31 May 2015	Fair value 31 May 2015	Fair value hierarchy
Cash and cash equivalents	LaR	**485,457**	**485,457**	602,744	602,744	
Trade receivables	LaR	**889,313**	**889,313**	839,322	839,322	
Loans	LaR	**345**	**345**	204	204	
Other financial assets						
Derivatives used for hedging	n. a.	**1,893**	**1,893**	2,276	2,276	
Derivatives not used for hedging	HfT	**3,681**	**3,681**	3,181	3,181	
Available-for-sale financial assets	AfS	**331,459**	**331,459**	402,778	402,778	Level 1
Other receivables associated with financing activities	LaR	**39,367**	**39,367**	39,802	39,802	
Financial assets (current)		**1,751,515**	**1,751,515**	**1,890,307**	**1,890,307**	
Trade receivables	LaR	**41,299**	**41,299**	38,347	38,347	Level 2
Loans	LaR	**7,597**	**7,597**	8,559	8,059	Level 2
Other financial assets						
Available-for-sale financial assets	AfS	**10,624**	**10,624**	11,074	11,074	Level 2
Other receivables associated with financing activities	LaR	**24**	**24**	20	20	Level 2
Financial assets (non-current)		**59,544**	**59,544**	**58,000**	**57,500**	
Financial assets		**1,811,059**	**1,811,059**	**1,948,307**	**1,947,807**	
Financial liabilities	FLAC	**49,427**	**49,427**	97,153	97,153	
Trade payables	FLAC	**603,409**	**603,409**	573,893	573,893	
Other financial liabilities						
Derivatives used for hedging	n. a.	**9,855**	**9,855**	11,897	11,897	Level 2
Derivatives not used for hedging	HfT	**7,138**	**7,138**	6,224	6,224	Level 2
Financial lease liabilities	n. a.	**1,487**	**1,487**	3,068	3,068	
Other financial liabilities	FLAC	**149,034**	**149,034**	190,254	190,254	
Financial liabilities (current)		**820,350**	**820,350**	**882,489**	**882,489**	
Financial liabilities to banks	FLAC	**173,410**	**196,126**	153,793	152,506	Level 2
Bonds	FLAC	**894,398**	**961,815**	884,393	942,616	Level 1
Other financial liabilities						
Derivatives used for hedging	n. a.	**94,768**	**94,768**	118,625	118,625	Level 2
Derivatives not used for hedging	HfT	**0**	**0**	8,214	8,214	Level 2
Financial lease liabilities	n. a.	**68**	**68**	700	700	
Other financial liabilities	FLAC	**1,113**	**1,113**	941	941	
Financial liabilities (non-current)		**1,163,757**	**1,253,890**	**1,166,666**	**1,223,602**	
Financial liabilities		**1,984,107**	**2,074,240**	**2,049,155**	**2,106,091**	
Of which aggregated under IAS 39 measurement categories:						
Financial assets HfT		**3,681**	**3,681**	3,181	3,181	
LaR		**1,463,402**	**1,463,402**	1,528,998	1,528,498	
AfS		**342,083**	**342,083**	413,853	413,722	
Financial liabilities HfT		**7,138**	**7,138**	14,438	14,438	
FLAC		**1,870,791**	**1,960,924**	1,900,427	1,957,363	
Financial assets, derivatives used for hedging		**1,893**	**1,893**	2,276	2,276	
Financial liabilities, derivatives used for hedging		**104,623**	**104,623**	130,522	130,522	

Level 1: Measurement of market value based on listed, unadjusted prices on active markets.

Level 2: Measurement of market value based on criteria for assets and financial liabilities that can be either directly or indirectly derived from prices on active markets.

Level 3: Measurement of market value based on criteria that cannot be derived from active markets.

The Group reports possible transfers between different levels of the fair value hierarchy at the end of the reporting period in which the change occurred. As in the prior year, no transfers were made between different levels of the fair value hierarchy during the reporting period.

The carrying amounts of short-term financial instruments at the reporting date correspond to the market value owing to their short residual term and the fact that they are recognised at market value.

The carrying amounts of non-current financial liabilities also largely correspond to the market values owing to the mostly variable interest rates. Long-term financial instruments on the assets side are mainly determined by the other investments and loans. The fair values of these equity components measured at acquisition costs could not be determined as no stock exchange or market prices were available.

14 Equity

On the equity and liabilities side, share capital is recognised at its nominal value under the “Subscribed capital” item. The share capital amounts to € 222,222 thousand. The no-par value shares are issued to the bearer. All issued shares are fully paid up. Each share confers a right to vote and a right to dividends if distributions are agreed.

Under “Other retained earnings / profit carried forward”, other retained earnings of the parent company and past earnings of consolidated companies are also included, unless they have been distributed. This item also includes the statutory reserve of the parent company. The statutory reserve is subject to the distribution restrictions specified in the German Stock Corporation Act (Aktiengesetz).

Offsetting of differences in assets and liabilities arising from the capital consolidation of subsidiaries consolidated before 1 June 2006, and the adjustments recognised directly in equity for the first-time adoption of IFRS are also included in this item. Actuarial gains and losses recognised directly in equity, the differences arising from the currency translation of the annual financial statements of foreign subsidiaries not recognised in profit or loss, the impact arising from the measurement of derivative financial instruments acquired for hedging purposes and financial assets not recognised in profit or loss, as well as financial assets from the available-for-sale category, are also recognised in this item.

In the first nine months, actuarial losses of € 2,160 thousand (prior year: gain of 53,174 thousand) were recognised in the item revaluation from defined benefit pension plans. The change in value of the defined benefit liabilities or of the assigned plan assets is attributable to calculation parameters and in particular the discount rate used here, which was 1.91 % at the end of February 2016 (May 2015: 1.92 %).

As at 25 September 2015, dividends totalling € 85,556 thousand (€ 0.77 per no-par value share) were distributed to owners of the parent company. Dividends in the amount of € 1,056 thousand were paid to non-controlling interests during the period.

On 30 September 2015, further shares in the Polish company Inter-Team were acquired. The purchase price was € 33,296 thousand. This did not lead to any change in the accounting method, as Inter-Team was already fully consolidated. The company now holds a 100 % share in Inter-Team after the purchase. Specifically, the Group recognised:

- → a € 6,889 thousand reduction in non-controlling interests
- → a € 26,262 thousand reduction in other retained earnings
- → a € 146 thousand reduction in the currency translation reserve.

The carrying amount of the net assets of Inter-Team in the interim financial statements amounted to € 13,778 thousand at the time of acquisition. The following is a summary of the impact of changes in the Group's investment in Inter-Team:

€ thousand	
Share of company as at 1 June 2015	6,291
Impact of increase in the investment	6,889
Share of comprehensive income	1,131
Share of company as at 29 February 2016	**14,311**

Furthermore, the remaining 21.01 % share in the Danish automotive parts wholesaler FTZ was also acquired during the period under review for a purchase price of € 24,493 thousand. FTZ is now wholly-owned by the company after the purchase. As FTZ was already fully consolidated, this did not lead to any change in the accounting method. Specifically, the Group recognised:

- → a € 18,556 thousand reduction in non-controlling interests
- → a € 5,923 thousand reduction in other retained earnings
- → a € 13 thousand reduction in the currency translation reserve.

The carrying amount of the net assets of FTZ in the interim financial statements amounted to € 88,326 thousand at the time of acquisition. The following is a summary of the impact of changes in the Group's investment in FTZ:

€ thousand	
Share of company as at 1 June 2015	64,171
Impact of increase in the investment	18,556
Share of comprehensive income	11,764
Share of company as at 29 February 2016	**94,490**

The remaining 40 % of the American company Hella Mining were also acquired and the company was subsequently merged with Hella Inc. The negative non-controlling interests of € 145 thousand were reclassified accordingly as a capital reserve. Specifically, the Group recognised:

→ a € 145 thousand increase in non-controlling interests
→ a € 123 thousand reduction in other retained earnings
→ a € 22 thousand reduction in the currency translation reserve.

A detailed overview of the composition and changes in the results recognised directly in equity is presented in the consolidated statement of changes in equity. The Group aims to maintain a strong equity base. It also strives to strike a balance between a higher return on equity, which would be possible through greater leverage, and the advantages and security offered by a solid equity position. The Group is aiming for a ratio of less than 1.0 for net debt to operating result before depreciation/amortisation (EBITDA) in the long term. The ratio as at 29 February was 0.4.

15 Events after the reporting date

No events or developments occurred after the end of the first nine months of the 2015/2016 fiscal year that could have led to a material change to the recognition or the carrying amount of individual assets or liabilities as at 29 February 2016 or would have had to be reported.

Lippstadt, 18 March 2016

The personally liable managing partners of HELLA KGaA Hueck & Co.

Dr. Jürgen Behrend

HELLA Geschäftsführungsgesellschaft mbH

Dr. Rolf Breidenbach
(Chair)

Markus Bannert

Dr. Wolfgang Ollig

Stefan Osterhage

Dr. Matthias Schöllmann

Declaration

on the interim consolidated financial statements and interim group management report of HELLA KGaA Hueck & Co. as at 29 February 2016

To the best of our knowledge, the interim consolidated financial statements give a true and fair view of the net assets, financial position and results of operations of the Group in accordance with applicable accounting principles, and the interim group 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 principal opportunities and risks associated with the expected development of the Group.

Lippstadt, 18 March 2016

Dr. Jürgen Behrend
(personally liable and managing
partner of HELLA KGaA Hueck & Co.)

Dr. Rolf Breidenbach
(CEO of
HELLA Geschäftsführungsgesellschaft mbH)

Markus Bannert
(Managing Director of
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Dr. Wolfgang Ollig
(Managing Director of
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Stefan Osterhage
(Managing Director of
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Dr. Matthias Schöllmann
(Managing Director of
HELLA Geschäftsführungsgesellschaft mbH)

GLOSSARY

Adjusted EBIT
Earnings before interest and income taxes and the non-recurring charges arising from the loss of the supplier in China, as well as the costs incurred in conjunction with the voluntary partial retirement and severance payment programme.

Adjusted EBIT margin
Earnings before interest and income taxes and the non-recurring charges arising from the loss of the supplier in China, as well as the costs incurred in conjunction with the voluntary partial retirement and severance payment programme relative to sales.

Adjusted EBITDA
Earnings before depreciation and amortisation, interest and income taxes and the non-recurring charges arising from the loss of the supplier in China, as well as the costs incurred in conjunction with the voluntary partial retirement and severance payment programme relative to sales.

Adjusted EBITDA margin
Earnings before depreciation and amortisation, interest, income taxes and the non-recurring charges arising from the loss of the supplier in China, as well as the costs incurred in conjunction with the voluntary partial retirement and severance payment programme relative to sales.

AFLAC
Acronym for "American Family Life Assurance Company". American insurance company specialised in health and life insurance.

Asia/Pacific/RoW
The Asia / Pacific region comprises the countries of Asia as well as Australia and New Zealand. "Rest of world" is the term used to cover all other countries outside of those regions mentioned specifically, such as the African states.

Associates
Associates are companies over which the Group exercises significant influence but no control.

At equity
Inclusion in the consolidated financial statements using the equity method with proportional equity.

Compliance
Compliance with regulations and social norms

DBO (defined benefit obligation)
Value of obligations arising from the company pension scheme

EBIT (earnings before interest and taxes)
Earnings before interest payments and income taxes

EBIT margin
Return on sales (ratio of EBIT to sales)

EBITDA (earnings before interest, taxes, depreciation and amortisation)
Earnings before depreciation, amortisation, interest and income taxes

EBITDA margin
Ratio of EBITDA to sales

EBT (earnings before taxes)
Profit before income taxes

Employees
Unless defined otherwise, the employees are permanent staff.

IFRS (International Financial Reporting Standards)
International accounting rules for company financial statements to guarantee international comparability of annual and consolidated financial statements

Joint ventures
Joint ventures are joint arrangements in which HELLA exercises joint control together with other partners and also has rights to the arrangement's equity.

KGaA
Acronym for "Kommanditgesellschaft auf Aktien", a partnership limited by shares. The KGaA combines the elements of a stock corporation with those of a limited partnership.

NAFTA
Acronym for "North American Free Trade Agreement". The North American Free Trade Agreement is a trade association between Canada, the USA and Mexico, and forms a free trade zone in North America.

Net capital expenditures
Payments for the acquisition of property, plant and equipment and intangible assets less cash proceeds from the sale of property, plant and equipment and intangible assets as well as payments received for series production.

Net debt
Net debt as the balance of cash and cash equivalents and current financial assets and current and non-current financial liabilities.

North and South America
This region comprises all countries of North and South America.

Operating cash flow
Cash generated from operating activities after capital expenditure, excluding company acquisitions and restructuring measures

R & D
Research and development

Rating
In terms of financial accounting, the rating is a method for classifying creditworthiness. This rating is issued by independent rating agencies on the basis of a company analysis.

Rest of Europe
This region comprises all countries in Europe including Turkey and Russia but excluding Germany.

Return on equity
The return on equity is a ratio calculated by dividing net income by shareholders' equity.

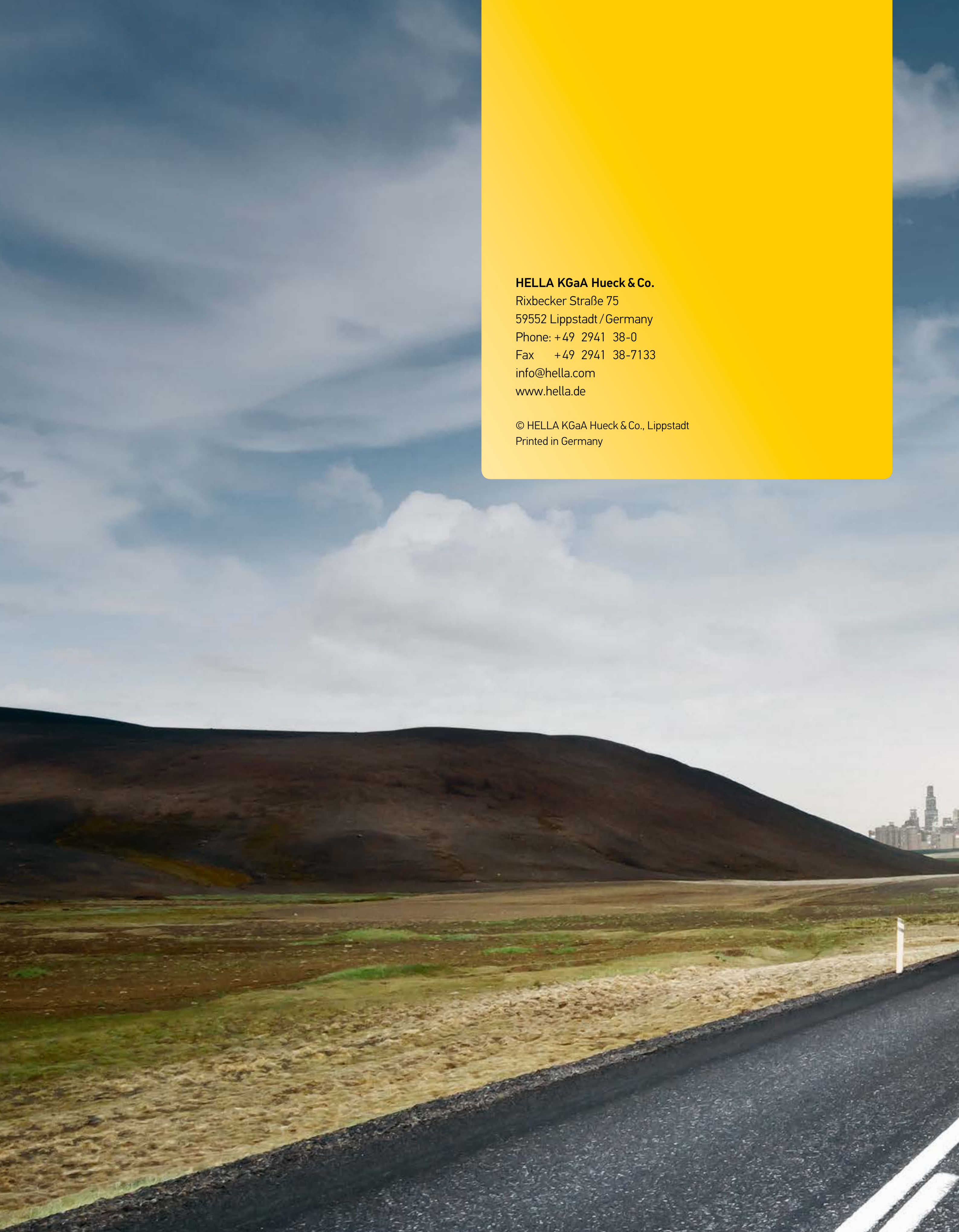
Segment sales
Sales with third-party companies and other business segments

Segment sales of the business division
Sales with third-party companies, other business segments and other business divisions of the same business segment

SOE, Special OE (Special Original Equipment)
Designation of "Special Original Equipment" at HELLA. In this division HELLA systematically taps customer target groups outside the automotive original equipment market, such as manufacturers of caravans / motorhomes, agricultural machinery and construction machinery as well as municipalities.

Tier-1 supplier
First-level supplier

Working capital
Holdings plus trade receivables minus trade payables



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