

**MIFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET** - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**PRIIPS REGULATION / PROHIBITION OF SALES TO EEA RETAIL INVESTORS** - The Notes are not intended to be offered, sold or otherwise made available to and should not be made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**UK MIFIR PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET** - Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**UK MiFIR**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

**UK PRIIPS REGULATION / PROHIBITION OF SALES TO UK RETAIL INVESTORS** - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 ("**FSMA**") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**FORVIA S.E.**

*(incorporated under the laws of France as a société européenne (societas europaea), i.e., a limited liability company)*

**\$500,000,000 6.750% Senior Notes due 2033**

*The information in this supplement (the “**Supplement**”) supplements the preliminary offering memorandum dated September 15, 2025 (the “**Preliminary Offering Memorandum**”) of FORVIA S.E. and supersedes the information in the Preliminary Offering Memorandum to the extent inconsistent with the information in the Preliminary Offering Memorandum.*

*Terms used herein but not defined herein shall have the respective meanings as set forth in the Preliminary Offering Memorandum.*

FINAL TERMS AND CONDITIONS	
<b>Issuer:</b>	FORVIA S.E. (the “ <b>Issuer</b> ”)
<b>Issue:</b>	\$500,000,000 6.750% Senior Notes due 2033 (the “ <b>Notes</b> ”)
<b>Status, Type:</b>	Senior; Unsecured
<b>Distribution:</b>	Regulation S / Rule 144A
<b>Currency:</b>	U.S. Dollars (“\$”)
<b>Aggregate Principal Amount:</b>	\$500,000,000
<b>Gross Proceeds:</b>	\$500,000,000
<b>Issue Price:</b>	100.000%, plus accrued and unpaid interest, if any, from the Issue Date
<b>Coupon:</b>	6.750% per annum
<b>Maturity Date:</b>	The Notes will mature on September 15, 2033
<b>Yield to Maturity:</b>	6.750%
<b>Benchmark:</b>	UST 3.875% due August 15, 2033
<b>Spread to Benchmark:</b>	+290 basis points
<b>Interest Payment Dates:</b>	Semi-annually in arrear on March 15 and September 15 of each year, commencing March 15, 2026 (short first coupon). Interest will accrue from the Issue Date.
<b>Interest Calculation:</b>	Interest on the Notes will be computed on the basis of a 360-day year comprised of twelve 30-day months
<b>Interest Record Dates:</b>	Business day immediately preceding the related interest payment date
<b>Trade Date:</b>	September 16, 2025
<b>Settlement Date (T+5):</b>	September 23, 2025 (the “ <b>Issue Date</b> ”)
<b>Redemption Provisions:</b>	

<b><i>Make-whole call:</i></b>	Prior to September 15, 2028, greater of 1.00% of the principal amount and a make-whole premium calculated based on a discount rate equal to the Treasury Rate plus 50bps
<b><i>Optional Redemption Prices:</i></b>	At the following prices during the twelve-month period beginning on:  September 15, 2028: 103.3750% September 15, 2029: 101.6875% September 15, 2030 and thereafter: 100.000%
<b><i>Equity Clawback:</i></b>	Prior to September 15, 2028, up to 40% at 106.750%
<b>Change of Control:</b>	Put at 101%
<b>Denominations:</b>	\$200,000 and integral multiples of \$1,000 in excess thereof
<b>Delivery:</b>	DTC
<b>Joint Global Coordinators and Joint Physical Bookrunners:</b>	BofA Securities, Inc. J.P. Morgan Securities LLC
<b>Joint Bookrunners:</b>	Intesa Sanpaolo IMI Securities Mizuho Securities USA LLC Santander US Capital Markets LLC Standard Chartered Bank AG UniCredit Capital Markets LLC
<b>Use of Proceeds:</b>	The proceeds of the Notes will be used to repay existing indebtedness (in full or in part).
<b>Instrument Ratings:*</b>	Moody's: B1 Standard & Poor's: BB- Fitch Ratings: BB+
<b>Governing Law</b>	New York
<b>Listing/Trading:</b>	Application will be made to list the Notes on the official list of Euronext Dublin and admit the Notes to trading on the Global Exchange Market. There can be no assurance that any such application will be successful or that any such listing will be granted or maintained.
<b>Regulation S CUSIP:</b>	F3445A S58
<b>Regulation S ISIN:</b>	USF3445AS588
<b>Rule 144A CUSIP:</b>	31209D AC9
<b>Rule 144A ISIN:</b>	US31209DAC92

\* *A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time by such rating agencies in its sole discretion. Any ratings obtained will reflect only the views of the respective rating agency. Each rating should be evaluated independently of any other rating.*

## AMENDMENTS TO THE PRELIMINARY OFFERING MEMORANDUM

*In addition to the foregoing pricing information, the Preliminary Offering Memorandum, as supplemented by this Supplement, is hereby revised to reflect the following and conforming changes are deemed to be made throughout. All footnotes to the tables in this Supplement not included herein remain the same as those in the Preliminary Offering Memorandum.*

### ***Summary Financial and Operating Data — Adjusted for the Offering and the Refinancing***

In the table appearing under the heading “*Summary Financial and Operating Data—Other consolidated financial data*” on page 35 of the Preliminary Offering Memorandum, the line items appearing below are hereby amended, in each case, by the following, and any related or corresponding information found elsewhere in the Preliminary Offering Memorandum is hereby amended accordingly:

	<b>As at and for the twelve months ended June 30, 2025</b> <i>(in € millions, except ratios)</i>
Adjusted gross cash interest expense <sup>(7)</sup>	612.1
Ratio of Adjusted EBITDA to adjusted gross cash interest expense <sup>(10)</sup>	5.7x

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Nothing in this Supplement constitutes an offer of securities in the United States or any jurisdiction where it is unlawful to do so. The Notes have not been nor will be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”) nor with any securities regulatory authority of any state or other jurisdiction of the United States and the Notes may not be offered or sold within the United States or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S under the Securities Act (“**Regulation S**”)) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Notes are being offered and sold only to “qualified institutional buyers” (“**QIBs**”) in accordance with Rule 144A under the Securities Act (“**Rule 144A**”) and outside the United States to non-U.S. persons in accordance with Regulation S.

The offering and sale in France of the securities described in this Supplement will be made exclusively pursuant to an exemption under Article L. 411-2 1° of the French *Code monétaire et financier*. Accordingly, this Supplement may not be distributed, directly or indirectly, to the public in France or used in connection with any offer to the public in France.

This communication is directed solely at (i) persons located outside the United Kingdom, (ii) persons with professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the “**Order**”), (iii) high net worth entities, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order and (iv) persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities of the Issuer or any member of its group may otherwise lawfully be communicated or caused to be communicated (all such persons

in (i)-(iv) above being “**relevant persons**”). Any investment activity to which this communication relates will only be available to and will only be engaged with relevant persons. Any person who is not a relevant person should not act or rely on this communication.

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