



NEWS RELEASE

Aptiv Announces Pricing of Senior Notes Offering

2022-02-09

DUBLIN, Feb. 9, 2022 /PRNewswire/ -- Aptiv PLC (NYSE: APTV) (the "Company"), a global technology company focused on making mobility safer, greener and more connected, today announced it priced \$700 million principal amount of 2.396% Senior Notes due 2025 (the "2025 Notes"), \$800 million principal amount of 3.250% Senior Notes due 2032 (the "2032 Notes") and \$1 billion principal amount of 4.150% Senior Notes due 2052 (the "2052 Notes" and, together with the 2025 Notes and the 2032 Notes, the "Notes"). The Notes will be co-issued by the Company and Aptiv Corporation, an indirect subsidiary of the Company (together with the Company, the "Issuers"), and will be guaranteed by Aptiv Global Financing Limited, an indirect subsidiary of the Company.

The 2025 Notes will be issued at a price of 100.000% of the principal amount, the 2032 Notes will be issued at a price of 99.600% of the principal amount and the 2052 Notes will be issued at a price of 99.783% of the principal amount. The net proceeds from the Notes will be used to fund a portion of the cash consideration payable in connection with the Company's previously announced acquisition of Wind River Systems, Inc. (the "Acquisition"). Any remaining proceeds will be used for general corporate purposes. If the Acquisition is not consummated on or prior to July 10, 2023, or is terminated prior to such date, the Issuers will be required to redeem the 2032 Notes and the 2052 Notes and intend to use the net proceeds from the offering of the 2025 Notes for general corporate purposes. The offering of the Notes is expected to close on February 18, 2022, subject to customary closing conditions.

J.P. Morgan Securities LLC, Citigroup Global Markets Inc. and Goldman Sachs & Co. LLC are joint book-running managers for the offering of the Notes.

The offering of the Notes is made only by means of a prospectus. Copies may be obtained by contacting (1) J.P. Morgan Securities LLC at 1-212-834-4533, (2) Citigroup Global Markets Inc. at 1-800-831-9146 or (3) Goldman Sachs & Co. LLC at 1-866-471-2526. The Notes are being offered pursuant to an effective shelf registration statement, as

amended, filed with the U.S. Securities and Exchange Commission (the "SEC") on February 9, 2022.

This press release does not constitute an offer to sell or the solicitation of an offer to buy any of the Notes, nor will there be any sale of the Notes in any jurisdiction in which such offer, solicitation, or sale would be unlawful. Any offer, solicitation, or sale of the Notes will be made only by means of the prospectus supplement and the accompanying prospectus.

About Aptiv

Aptiv is a global technology company that develops safer, greener and more connected solutions enabling a more sustainable future of mobility.

Forward-Looking Statements

This press release, as well as other statements made by the Company, contain forward-looking statements that reflect, when made, the Company's current views with respect to current events, the proposed offering of the Notes, the potential impact of the proposed acquisition of Wind River Systems, Inc. and financial performance, including the uncertainties posed by the COVID-19 pandemic and the difficulty in predicting its future course and its impact on the global economy and the Company's future operations and the potential disruptions in the supply of and changes in the competitive environment for raw material and other materials integral to the Company's products, including the current semiconductor supply shortage on the Company's future operations and balance sheet. Such forward-looking statements are subject to many risks, uncertainties and factors relating to the Company's operations and business environment, which may cause the actual results of the Company to be materially different from the expectations set forth in this press release. All statements that address future operating, financial or business performance or the Company's strategies or expectations are forward-looking statements. Factors that could cause actual results to differ materially from these forward-looking statements are discussed under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's filings with the SEC. New risks and uncertainties arise from time to time, and it is impossible for us to predict these events or how they may affect the Company. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events and/or otherwise, except as may be required by law.

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