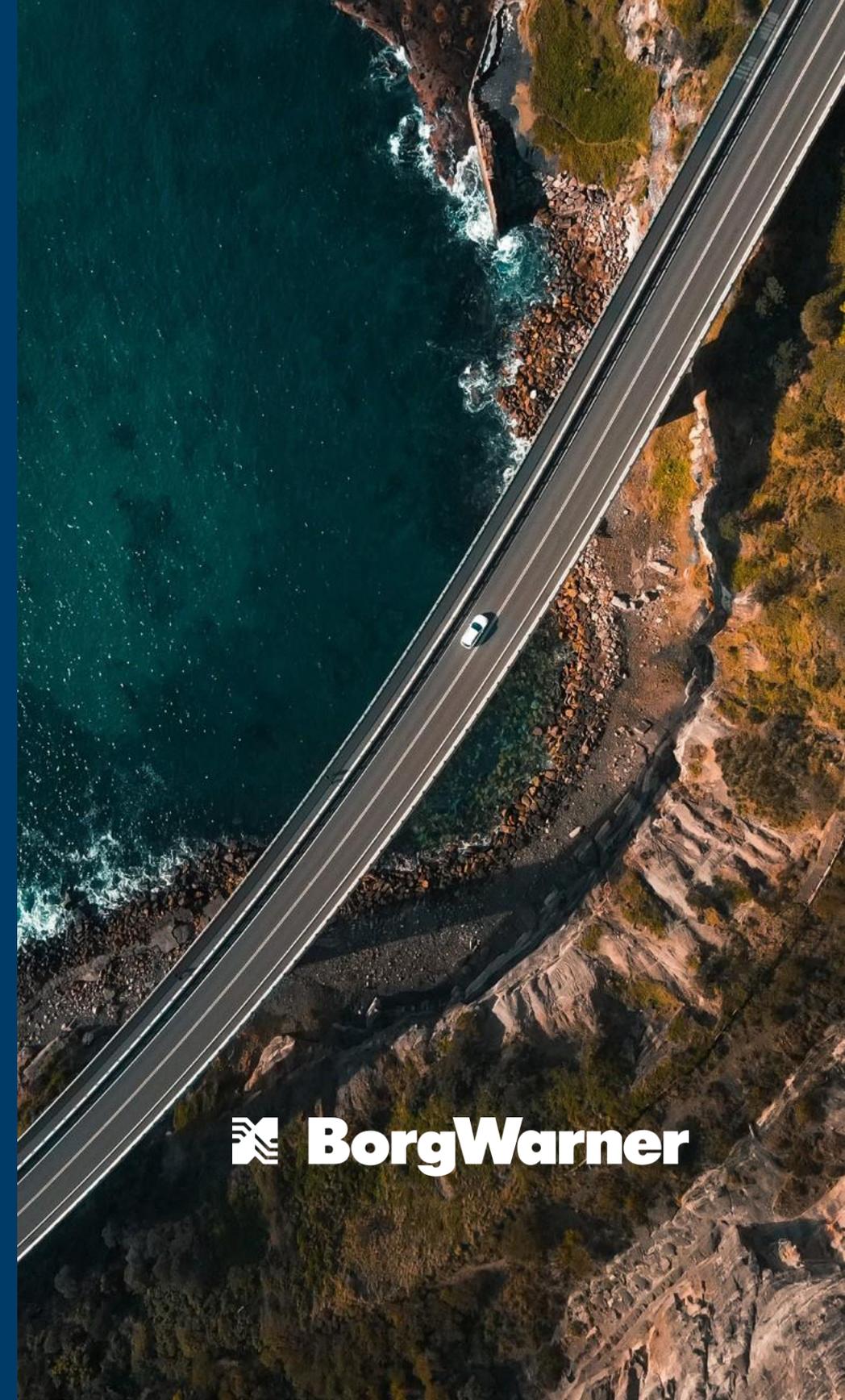


September 2022

BorgWarner to Acquire Charging Business of Hubei Surpass Sun Electric (SSE)



Forward-Looking Statements

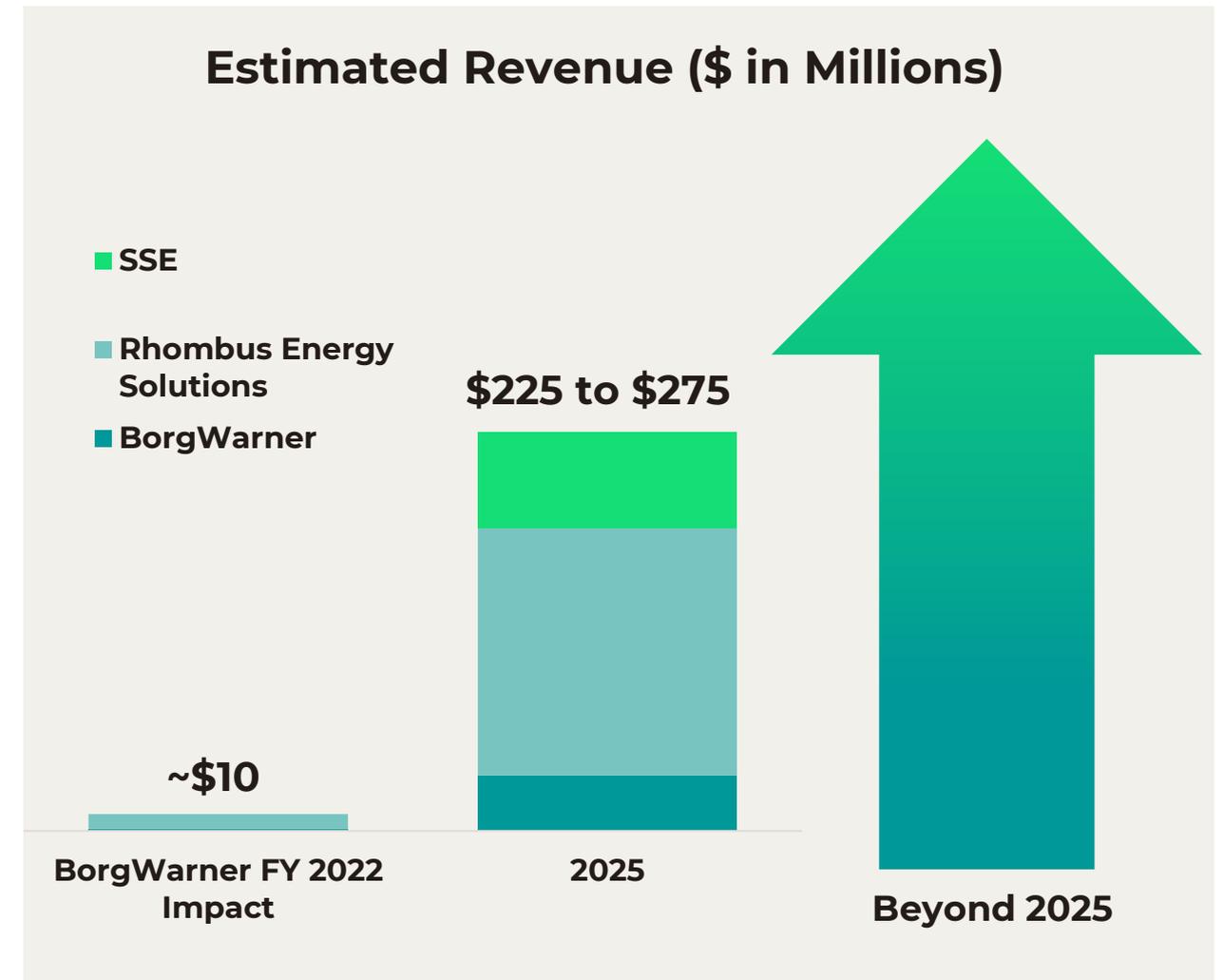
This presentation may contain forward-looking statements as contemplated by the 1995 Private Securities Litigation Reform Act that are based on management's current outlook, expectations, estimates and projections. Words such as "anticipates," "believes," "continues," "could," "designed," "effect," "estimates," "evaluates," "expects," "forecasts," "goal," "guidance," "initiative," "intends," "may," "outlook," "plans," "potential," "predicts," "project," "pursue," "seek," "should," "target," "when," "will," "would," and variations of such words and similar expressions are intended to identify such forward-looking statements. Further, all statements, other than statements of historical fact contained or incorporated by reference in this presentation that we expect or anticipate will or may occur in the future regarding our financial position, business strategy and measures to implement that strategy, including changes to operations, competitive strengths, goals, expansion and growth of our business and operations, plans, references to future success and other such matters, are forward-looking statements. All forward-looking statements are based on assumptions and analyses made by us in light of our experience and our perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate under the circumstances. Forward-looking statements are not guarantees of performance, and the Company's actual results may differ materially from those expressed, projected or implied in or by the forward-looking statements.

You should not place undue reliance on these forward-looking statements, which speak only as of the date of this presentation. Forward-looking statements are subject to risks and uncertainties, many of which are difficult to predict and generally beyond our control, that could cause actual results to differ materially from those expressed, projected or implied in or by the forward-looking statements. These risks and uncertainties, among others, include: supply disruptions impacting us or our customers, such as the current shortage of semiconductor chips that has impacted original equipment manufacturer ("OEM") customers and their suppliers, including us; commodities availability and pricing; competitive challenges from existing and new competitors including OEM customers; the challenges associated with rapidly-changing technologies, particularly as relates to electric vehicles, and our ability to innovate in response; uncertainties regarding the extent and duration of impacts of matters associated with the COVID-19 pandemic, including additional production disruptions; the difficulty in forecasting demand for electric vehicles and our electric vehicles revenue growth; potential disruptions in the global economy caused by Russia's invasion of Ukraine; failure to realize the expected benefits of this or other acquisitions on a timely basis; the failure to promptly and effectively integrate this or other acquired businesses; the ability to identify targets and consummate acquisitions on acceptable terms; the potential for unknown or inestimable liabilities relating to the acquired businesses; the uncertainty of the global economic environment and potential for recessionary conditions in regional economies; and the other risks noted in reports that we file with the Securities and Exchange Commission, including Item 1A, "Risk Factors" in our most recently-filed Form 10-K and/or Quarterly Report on Form 10-Q. We do not undertake any obligation to update or announce publicly any updates to or revisions to any of the forward-looking statements in this presentation to reflect any change in our expectations or any change in events, conditions, circumstances, or assumptions underlying the statements.

Acquisition of SSE Continues Expansion of DC Fast Charging Opportunities

*BorgWarner to **accelerate charging capabilities**, leveraging the local knowledge and footprint of SSE, Rhombus Energy Solutions and BorgWarner's pre-existing business*

- Focuses on high-value DC fast-charging (DCFC) hardware, enabling software and services
- Adds China regional presence
- Complements existing BorgWarner European and North American charging footprint to accelerate organic growth
- Leverages BorgWarner's global strength and regional capabilities
 - Global strength across product quality, engineering, supply chain and manufacturing
 - Potential sales synergies with battery system customers
 - Regional sales capabilities and government interaction



SSE Overview

Company Snapshot

SSE offers electric vehicle charging solutions to the commercial vehicle, off-highway and passenger car segments, including the design and manufacture of DC fast chargers, AC chargers, as well as engineering, procurement and construction (EPC) services

Key Facts

HQ: Xiangyang, China

Founded: 1997

Customers: FAW-Toyota, Geely, BYD, LiuGong, Golden Dragon, Beijing Daxing & Shanghai Pudong Airports & others



HQ, R&D & Manufacturing

Key Products & Services



DC and AC chargers



Multi-vehicle fast-chargers



Charging site integration (chargers, solar and energy storage)

Milestones Achieved



70+

Countries with products or projects



250+

EPC Charging sites constructed



50,000+

Charging points delivered

Complimentary Product Functionality & Markets Served

Available 
 Under Development 

Product Portfolio

Power Rating		BorgWarner	Rhombus Energy Solutions	SSE
DC Fast Charger	500 kW		✓	✓
	150 to 350 kW	✓	✓	✓
	100 to 150 kW	✓	✓	✓
	<100 kW		✓	✓

Market Segment Focus

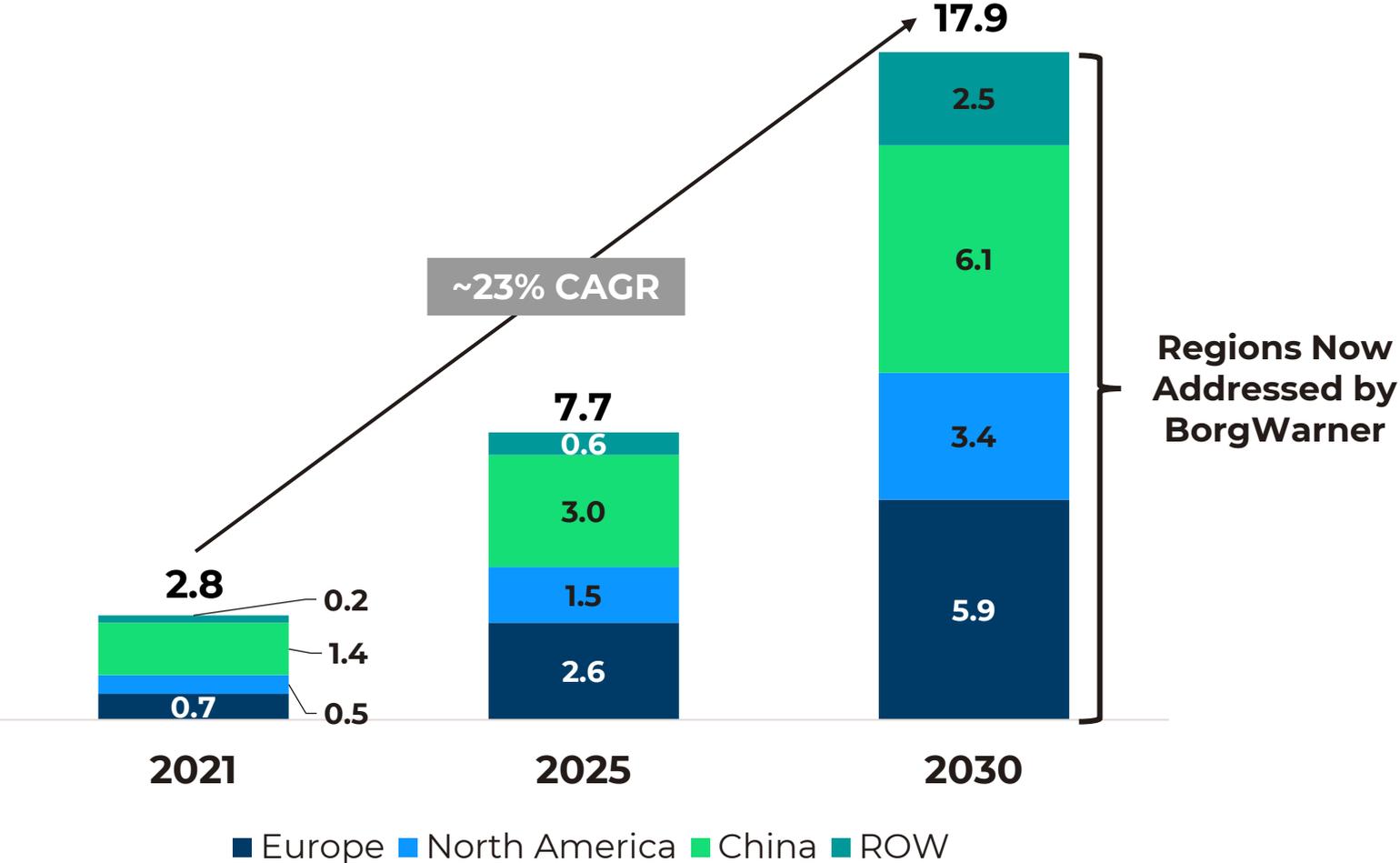
Segment	BorgWarner EU focus	Rhombus Energy Solutions N.A. focus	SSE China focus
Passenger Car	●		●
Commercial Vehicle		●	●
Off Highway			●

BorgWarner has expertise and design capabilities for a significant portion of bill of material, with opportunities for cost and quality improvement

Market and Rationale

Consumer demand, government incentives, and technology inflection points create a strong market for investment

Global DC Charger¹ Market (HW only) By Region
(in \$billions)



¹Includes all DC Chargers from ~50KW to over 350KW
Source: Roland Berger/BW (April 2022)

Path Forward: Strategic Rationale

- Addresses **high-growth market with high-value products**
- **Expands and leverages** current position
- Supports our **Charging Forward** strategy
- **Adjacent to EV propulsion** portfolio

Transaction Summary

- BorgWarner and SSE have entered into an Equity Transfer Agreement under which BorgWarner has agreed to acquire the Electric Vehicle Solution, Smart Grid and Smart Energy business of SSE
- Transaction has an enterprise value of up to ¥410 million
 - Approximately ¥267 million would be delivered at or soon after closing
 - Up to ¥143 million could be paid in the form of contingent payments over approximately 2 years following the closing
- Transaction funded primarily with existing cash balances
- The closing is expected in first quarter 2023, subject to satisfaction of customary closing conditions and SSE shareholder approval