#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

#### FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 22, 2023

#### **GENTHERM INCORPORATED**

(Exact name of registrant as specified in its charter)

Michigan 0-21810
(State or other jurisdiction (Commission of incorporation) File Number)

95-4318554 (IRS Employer Identification No.)

21680 Haggerty Road, Northville, MI (Address of principal executive offices)

48167

Registrant's telephone number, including area code: (248) 504-0500

	Former name or	former address, if changed since last re	eport: N/A
	ck the appropriate box below if the Form 8-K filing is in owing provisions:	ntended to simultaneously satisfy the filir	ng obligation of the registrant under any of the
	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)		
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)		
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))		
	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))		
Sec	urities registered pursuant to Section 12(b) of the Act:		
	Title of each class	Trading Symbol(s)	Name of each exchange on which registered
	Common Stock, no par value	THRM	Nasdaq
	cate by check mark whether the registrant is an emergin oter) or Rule 12b-2 of the Securities Exchange Act of 19		5 of the Securities Act of 1933 (§ 230.405 of this
Em	erging growth company		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.  $\Box$ 

#### Item 7.01 Regulation FD Disclosure.

On February 22, 2023, Gentherm Incorporated (the "Company") hosted a live strategic update for the investment community (the "Event"), as part of its enhanced earnings call. The Event included the presentation materials attached as Exhibit 99.1. In addition, the presentation is available at the Company's website at www.gentherm.com, which is not incorporated herein by reference.

The information in this Section 7.01, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act except as shall be expressly stated by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits
- 99.1 <u>Investor presentation materials dated February 22, 2023</u>
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### GENTHERM INCORPORATED

By: /s/ Wayne Kauffman
Wayne Kauffman
Senior Vice President, General Counsel and
Secretary

Date: February 22, 2023



## Forward-Looking Statement

Except for historical information contained herein, statements in this presentation are forward-looking statements that are made by Gentherm Incorporated (the "Company") pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements that address future operating, financial or business performance or strategies or expectations are forward-looking statements. The forward-looking statements included in this presentation are made as of the date specified herein and are based on management's reasonable expectations and beliefs. In making these statements we rely on assumptions and analysis based on our experience and perception of historical trends, current conditions and expected future developments, as well as other factors we consider appropriate under the circumstances. Except as required by law, the Company expressly disclaims any obligation or undertaking to update any forward-looking statements to reflect any change in its strategies or expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. The forward-looking statements are subject to a number of important assumptions, risks, uncertainties and other factors that may cause actual results or performance to differ materially from that expressed or implied by such statements. For a discussion of these risks and uncertainties and other factors, please see the Company's most recent Annual Report on Form 10-K and subsequent filings with the Securities and Exchange Commission (the "SEC"), including "Risk Factors." In addition, the business outlook discussed in this presentation does not include the potential impact of any business combinations, acquisitions, divestitures, strategic investments and other significant transactions that may be completed after the date hereof, each of which may present material risks to the Company's future business and financial results.

#### Use of Non-GAAP Financial Measures

In addition to the results reported herein in accordance with GAAP, the Company has provided here or may discuss on the related conference call, Adjusted EBITDA, Adjusted EBITDA margin, Adjusted EBITDA excluding non-cash stock-based compensation, Adjusted EBITDA margin excluding non-cash stock-based compensation, Free Cash Flow, Net Debt, organic revenue, and pro forma product revenues, each a non-GAAP financial measure, Starting with 2023, the Company will exclude the impact of non-cash stock-based compensation from its definition of Adjusted EBITDA and Adjusted EBITDA margin herein exclude the impact of stock-based compensation as newly defined. References to Adjusted EBITDA and Adjusted EBITDA margin for prior periods have not been recast and include the impact of non-cash stock-based compensation. See the Company's earnings release dated February 22, 2023, for the definitions of each non-GAAP financial measure, information regarding why the Company utilizes such non-GAAP measures as supplemental measures of performance or liquidity, and their limitations, and for certain reconciliations of GAAP to non-GAAP historical financial measures.



OUR MISSION

Creating and delivering extraordinary solutions that make meaningful differences in everyday life, by improving health, wellness, comfort, and energy efficiency

Positively impacting people's lives around the world

### Why Gentherm



Pure play leader in thermal management and pneumatic comfort



Global automotive market is large and under-penetrated with thermal and pneumatic solutions



Unique, innovative and energy efficient solutions key to vehicles of the future



Global reach and industryleading manufacturing capabilities



Consistent execution against strategic plan



Strong cost management and profitability, above market returns



Powerful culture, led by global talent, with Environmental, Social and Governance (ESG) focus at the core



Diverse and proven Board of Directors and Executive Management team

Poised for high-return growth, outpacing the market

#### **Board of Directors**



CFO & Executive Director, TI Fluid Systems



Chief Growth Officer, Aliaxis



President & CEO, Littelfuse Inc.



President & CEO, Bio-Techne Corp.



Partner & Managing Director, KPMG Detroit Retired, 2021



President, Byron Shaw LLC



Special Advisor, Harman International Retired CHRO, 2022



Director; President & CEO Gentherm

Engaged, talented and effective Board

## Leadership Team



President & CEO



Chief Financial Officer



Global Operations & Supply Chain



IR, Strategy & Corporate Development



General Manager, Medical



General Counsel



Chief Human Resources Officer

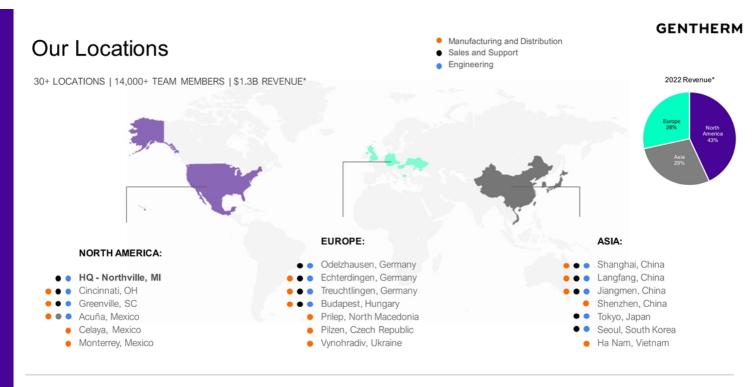


Europe Automotive, Global Pneumatic & BPS



North America Automotive,
Automotive,
Global Sales & Thermal
Comfort

High performing, battle-tested leadership team



Extremely well positioned with broad global reach and strong manufacturing capabilities

\* 2022 Pro forma, includes full year of Alfmeier revenue

Proprietary © Gentherm 2023 8

#### 50+ Global Automotive Customers

NORTH AMERICA

ASIA

EUROPE

TOTAL

ASIA

FIVIAN

ASIA

EUROPE

STELLONTIS

STELLONTIS

FAW

FAW

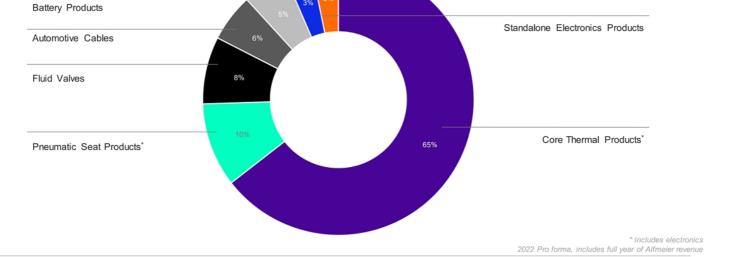
FAW

EUROPE

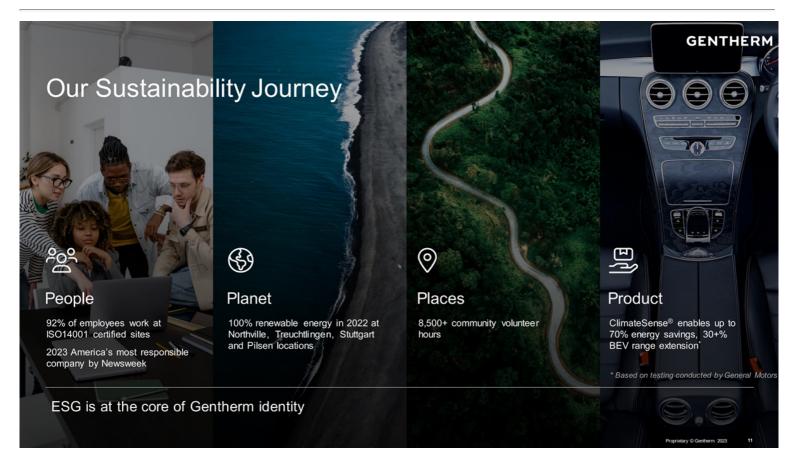
Extremely well-diversified, global customer base

Medical Products

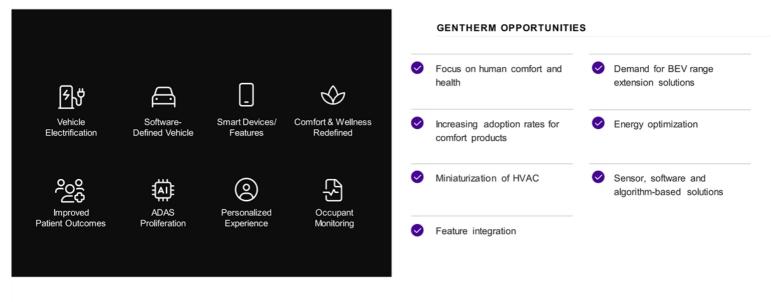
## Market Segments



Achieved significant product diversification since 2018, while maintaining focused growth strategy



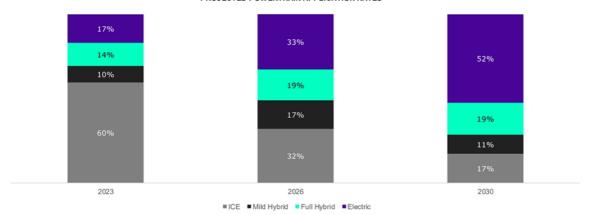
### Key Industry Trends



Gentherm is at the nexus of health, wellness, comfort and energy efficiency

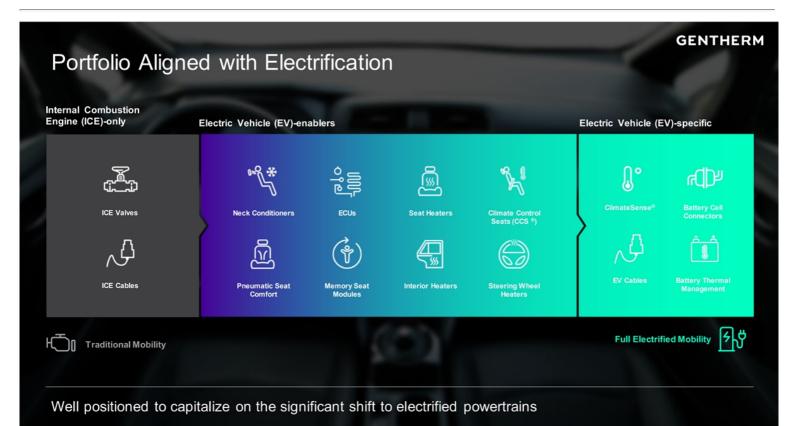
## Vehicle Electrification





Source: S&P Global Light Vehicle Powertrain Alternate Propulsion Forecast January 2023 Relevant Regions Only: NA, EU, JP, KO, CH

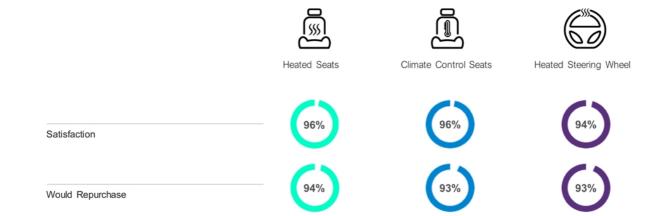
Accelerating transition to electrified powertrains represents a significant growth opportunity for Gentherm





Electric Vehicles accelerate content growth for Gentherm

## Consumer Satisfaction Research Summary



Study conducted in 2021 in partnership with Escalent (formerly Morpace), covering 3,000+ respondents in North America, Europe and China

Consumers across the globe are highly satisfied with our thermal products and plan to repurchase





## 2018-2022 Update

### 2018 Strategy Recap



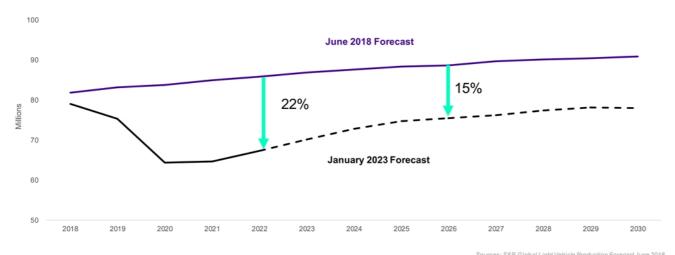
Five years of relentless strategic execution have delivered results

## Three Years of Industry Challenges



Implemented strong measures to de-risk and built a foundation for accelerated growth

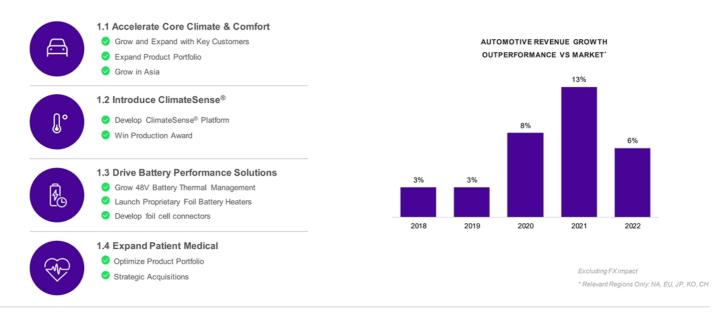
## Global Vehicle Volume



Sources: S&P Global Light Vehicle Production Forecast June 2018 S&P Global Light Vehicle Production Forecast January 2023 Relevant Regions Only: NA, EU, JP, KO, CH

Significant reduction in vehicle production since 2018 forecast

## Strategy 1: Focused Growth



Delivered strong results in Focused Growth Initiative

## Strategy 2: Extend Technology Leadership

#### INNOVATIONS BROUGHT TO MARKET



ECU integrated Cell-Connecting Board     Proprietary thin foil cell-connecting system with embedded cell-sensing.
Multi-Function ECU  7. Utilizing proprietary control algorithm to operate a variety of motors – seats, mirrors, etc.
High Voltage Cables 8. Enabling EVs by introducing cables and connectors aimed at high voltage segment.
UV Treo®     Advanced cardiovascular heating/cooling device.
10. Blanketrol CoolRepeat® Dual-Display Temperature Monitor.

Delivered meaningful product and technology portfolio additions

## Strategy 3: Expand Margins & ROIC

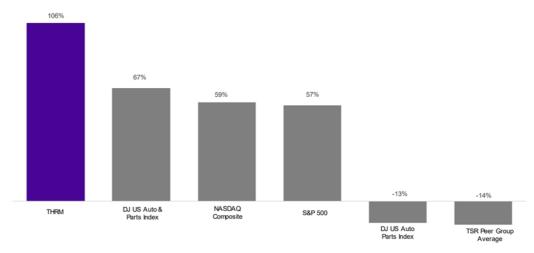
# Strategy 4: Optimize Capital Allocation to Drive Shareholder Return





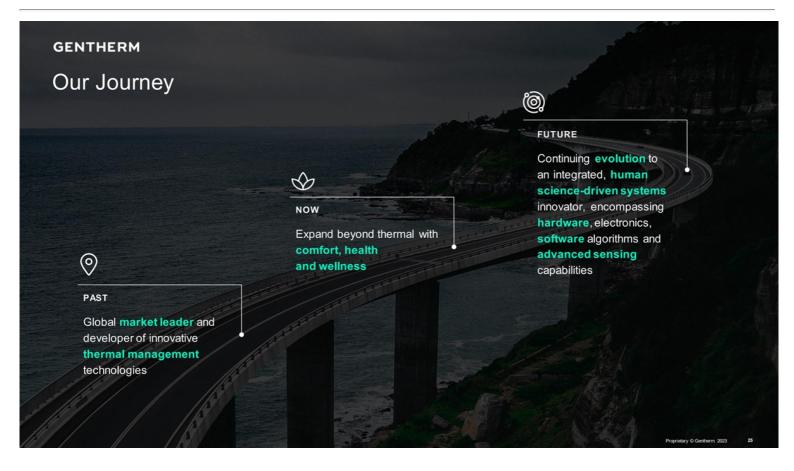
Transformed into a resilient company with financial discipline

### Five Year Total Shareholder Return



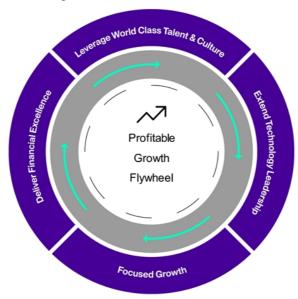
5-year Total Return from 12/31/2017 through 12/31/2022 Source: Nasdaq, FactSet TSR peer group as listed in 2022 Proxy

Best in class shareholder returns

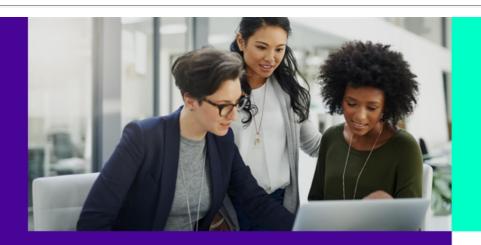




## Our Strategy 2023 and Beyond



Aspiration: \$3 Billion revenue by 2030

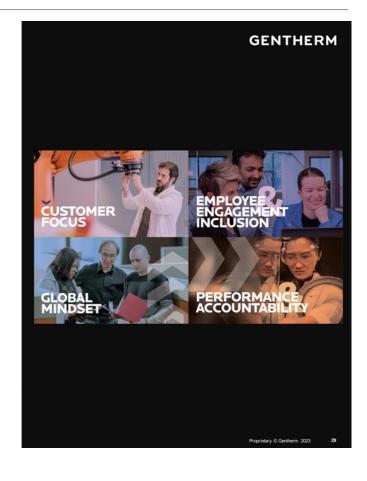


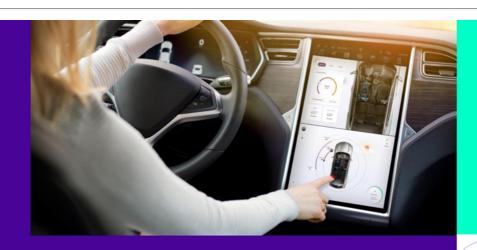
## Strategy 1: Leverage World Class Talent and Culture

## Human Capital and DE&I Progress

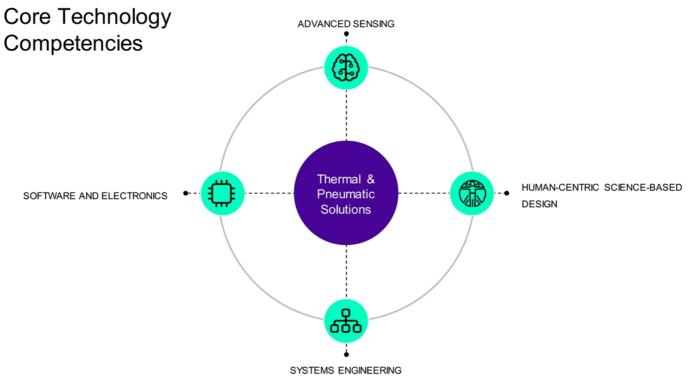
- Engrained winning culture behaviors
- Dramatic enhancement of talent through internal development and recruitment
- Established Diversity, Equity, and Inclusion (DE&I) as a foundation of the company with remarkable results
- Industry-leading manufacturing culture and environment with best-inclass safety results
- Adopted Board and
  Governance best practices
- Strong community outreach

Strong foundation for future acceleration





## Strategy 2: Extend Technology Leadership



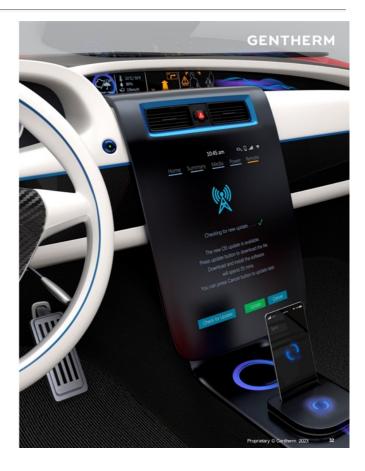
#### Empowering the Software-Defined Vehicle

Thermal and Pneumatic Comfort and Wellness modes enabled by software:

- · Recovery
- Mood
- Alertness
- · Pain Management

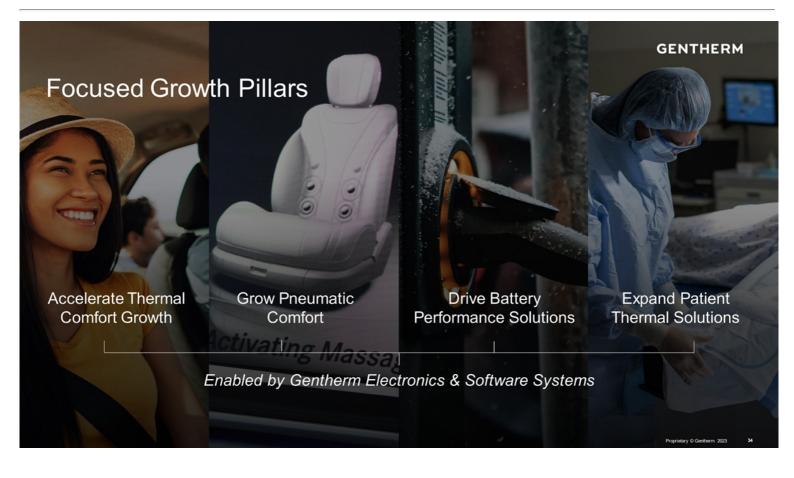
Post sale feature additions through over-the-air updates

Technology strategy is perfectly aligned with Software Defined Vehicle





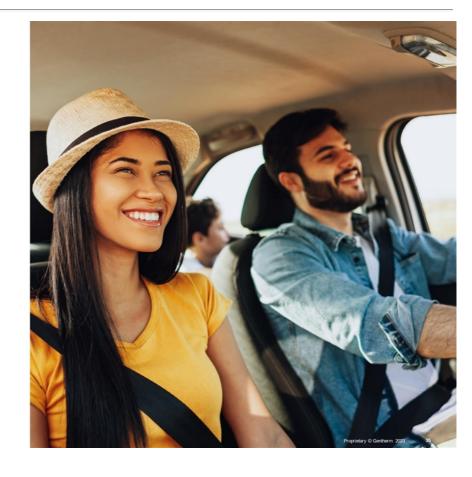
# Strategy 3: Focused Growth



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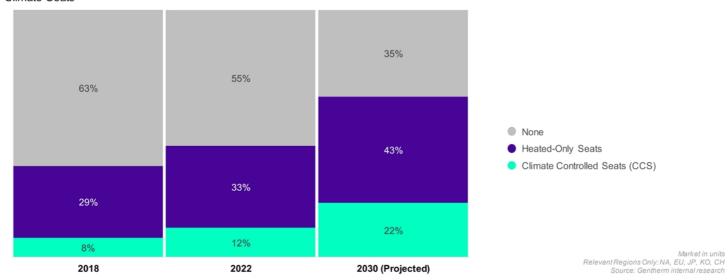
01

Accelerate Thermal Comfort



## Market Growth Potential - Take Rate Increase

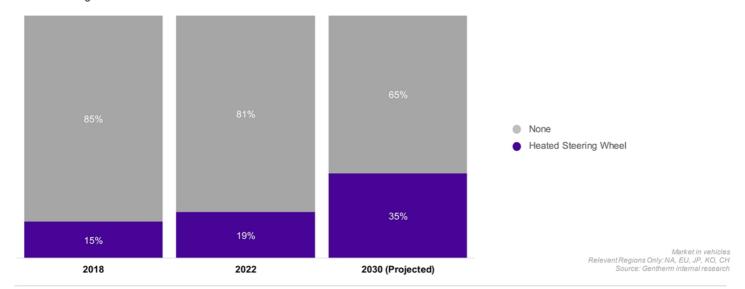
Climate Seats



Significant customer demand for Gentherm's thermal technologies

## Market Growth Potential - Take Rate Increase

Heated Steering Wheel

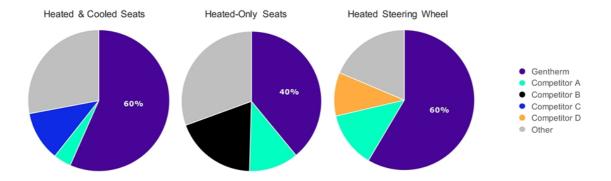


Significant customer demand for Gentherm's thermal technologies

Proprietary © Gentherm 2023

91

## 2022 Global Market Share\*



Market in USD \*RelevantRegions Only: NA, EU, JP, KO, CH Source: Gentherm internal research

Global market share leader

## Market Growth Potential

(Dollars in Billions)



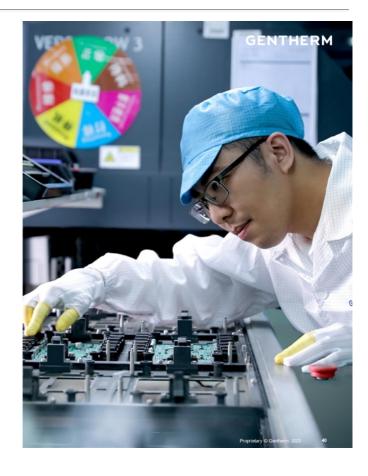
Thermal comfort proliferation will outpace vehicle production growth

# Sustainable Competitive Advantage

- Largest independent supplier of thermal and pneumatic products
- In-house Electronics capabilities
- Proven track record of getting new products to market
- Customer Relationships and Program Execution

- Global R&D and manufacturing footprint
- Science-focused, humancentric technology leadership
- Thermophysiology and Physiotherapy are differentiators

Gentherm has numerous competitive advantages in thermal comfort



### ClimateSense® Innovative Microclimate Solutions

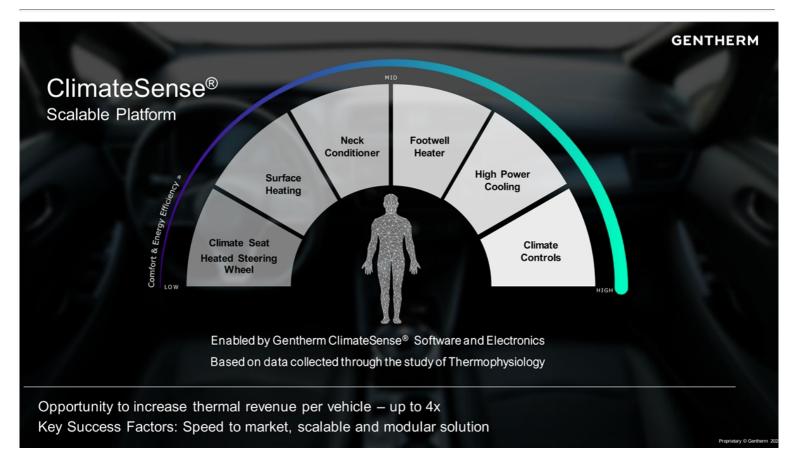
Ready for the future, today

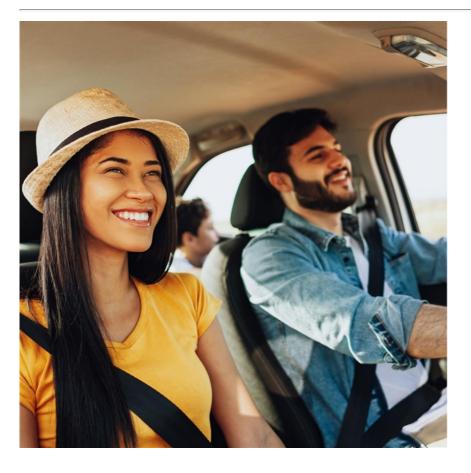
- Intelligent climate zones per occupant
- Self-regulating control through advanced sensing and algorithms
- Reduced energy consumption

- Greater styling freedom and weight improvement
- Enabling smaller central HVAC system to heat and cool entire vehicle
- Full-electric pre-conditioning

Perfect thermal comfort and energy efficiency in one intelligent, integrated system







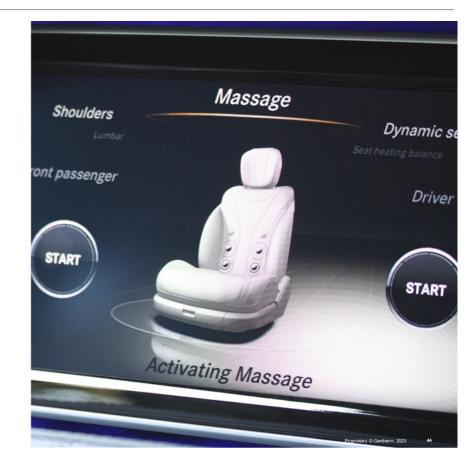
### ACCELERATE THERMAL COMFORT

- Drive take rate increase
  Expand ClimateSense®
  Build on strong key customers
  Grow in Asia
  Increase content and features

PILLAR

02

Grow Pneumatic Comfort



### Overview of Pneumatic Comfort Business

### **Business Highlights**

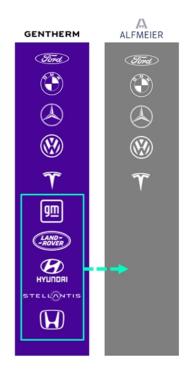
- · Headquartered in Treuchtlingen, Germany
- Innovative market leader in Automotive lumbar and massage
- Pioneered SMA technology for pneumatic massage and lumbar
- · ~2,000 Employees globally
- Operations in Germany, Czech Republic,
   United States, Mexico, and China



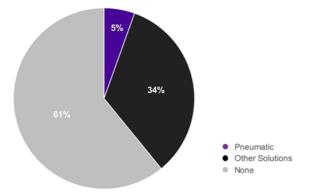
- 4-Way lumbar support Massage Systems
- Side Bolster Adjustment
- Electronics & Software



Integration of Alfmeier and Gentherm creates the largest global supplier of thermal and pneumatic comfort for Automotive



## Comfort Technology Penetration



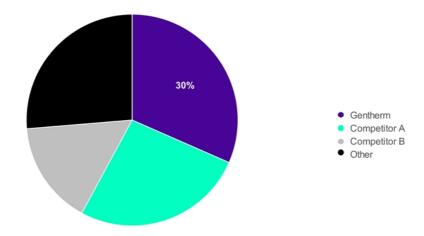
- Consumer demand for comfort will drive an increase in all types of massage and lumbar systems
  - Pneumatic will grow the fastest, driven by OEM need for decreased power consumption, space and weight requirements

Market in vehicles \*Relevant Regions Only: NA, EU, JP, KO, CH Source: Gentherm internal research

Pneumatic market is expected to grow significantly

## 2022 Global Market Share\*

Pneumatic Seat Comfort



Market in USD \*Relevant Regions Only: NA, EU, JP, KO, CH Source: Gentherm internal research

Market leader in pneumatic seat comfort solutions

## Breakthrough Integrated Solution

The application of thermal and massage technologies for health and wellness in automotive seating

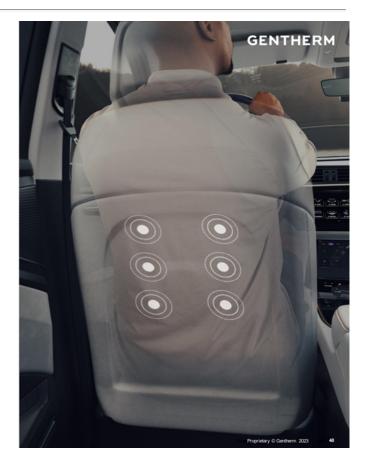


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Localized Treatment Pulsating Treatment Contrast Treatment

Using Thermophysiology and medical science to enhance vehicle occupant experience and well-being





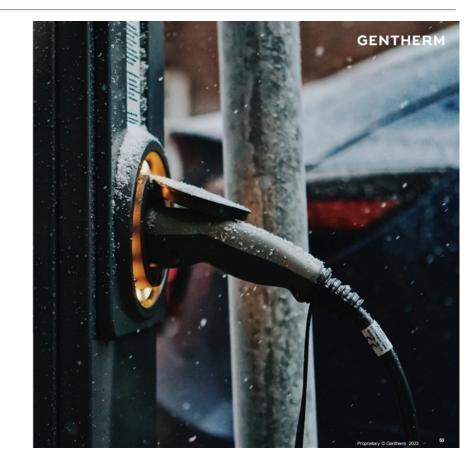
## GROW PNEUMATIC COMFORT

- -Grow with established customers
- -Drive take rate increase
- -Penetrate Asia
- -Expand in North America
- -Introduce innovative pulsating massage

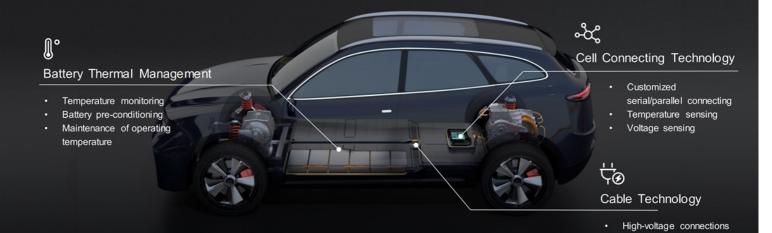
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03

Drive Battery Performance Solutions



## **Battery Performance Core Competencies**



Enabling temperature and cell monitoring optimization for EV batteries

Proprietary © Gentherm 2023

Sensing cables Battery harnesses

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# Proprietary Cell Connecting Technology

Replacing complex sensor cable harnesses with innovative flex foil conductors

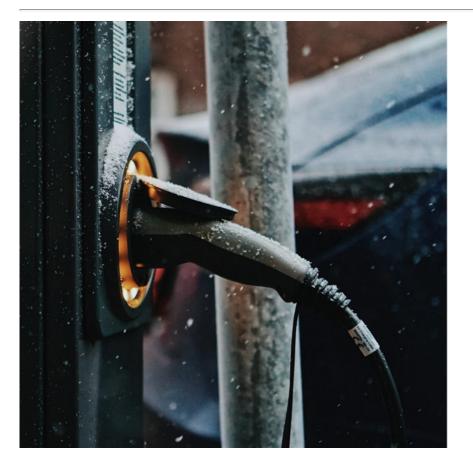
#### Benefits of Gentherm's proprietary Mechanical Structuring Process technology:

- · Fully automatic, high speed production process
- 99% improvement in environmental impact vs chemical etching\*
- · Significant reduction of manufacturing complexity
- · Flexible material selection
- · Technology used both for cell connecting and battery heating
- · First launched with BMW in 2022

Cost effective, environmentally friendly, fast and scalable

\* Based on testing conducted in 2022 by the Fraunhofer Institute in Europe





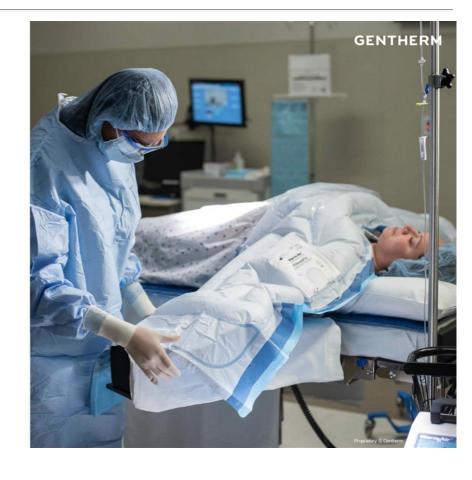
## DRIVE BATTERY PERFORMANCE SOLUTIONS

- Gain foothold in battery cell connecting market with innovative and environmentally friendly flex foil solution
- Expand value proposition with smart cell connectors
- Continue to solve customer challenges with battery heating and cooling solutions
- Opportunistically grow high voltage cable business

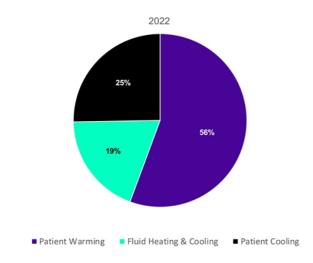
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04

Expand Patient
Thermal Solutions



# Global Patient Thermal Management Market Exceeds \$2.5B



- · Large market with superior contribution margins
- Industry's broadest patient thermal management portfolio
- Core thermal technology shared with Automotive, driving product development synergies and low relative investment
- · Highly-fragmented market, ripe for disruption
- · Unique source of credibility with automotive customers

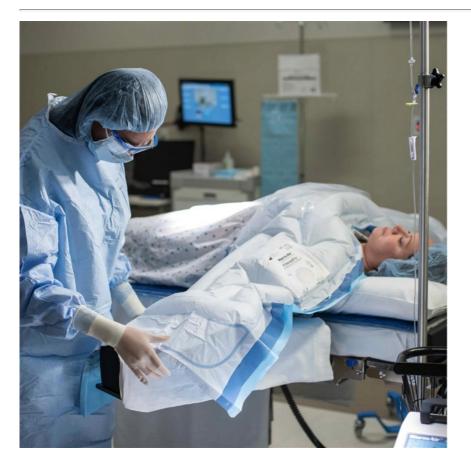
Source: Gentherm internal research

Patient thermal management is a significant differentiator for Gentherm

### Modalities of Patient Thermal Management



Gentherm is the only company in the market that offers all three modalities



## EXPAND PATIENT THERMAL SOLUTIONS

- -New product and technology introductions
- Take share with differentiated resistive warming
- -Expand in Europe and China
- -Diversify go-to-market channels



## Strategy 4: Deliver Financial Excellence

### Our Financial Journey

### **GENTHERM**

#### 2018 - 2021

- Achieved high-teens Adjusted EBITDA Margin in 2H20 and
- Realigned cost structure; reduced operating expenses 15% vs 2017
- Generated \$370M free cash flow, 1.5X Net Income
- Returned \$240M to shareholders through share buybacks

### 2022

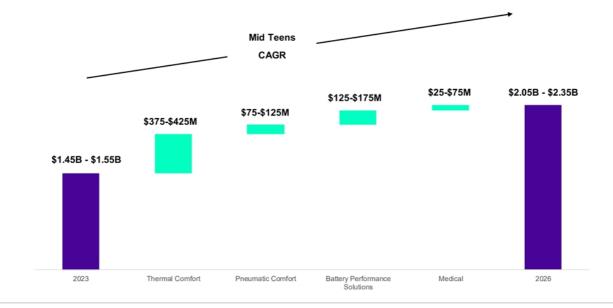
- Entered 2022 with net cash position
- Deployed over \$220M cash towards strategic acquisitions (Alfmeier and Dacheng)
- Mitigated impact of supply chain disruptions and historical inflation through pricing discipline
- Completed Alfmeier and Dacheng acquisitions, while maintaining net leverage below 1.5X

### **Looking Forward**

- Return to high-teens Adjusted EBITDA Margin
- Strong Cash Flow generation
- Maintain a strong balance sheet
- Balanced capital allocation

Disciplined financial management funding organic and inorganic growth

## Revenue 2023-2026 Projection

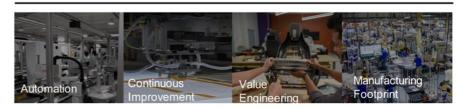


Significant Automotive content growth drives above market revenue growth

## 2024 - 2026 Profitability Roadmap

- Increase Adjusted EBITDA margins to high-teens
- \$30M 50M margin expansion through manufacturing productivity
- Drive \$20M \$40M cost savings through purchasing excellence
- \$10M+ Alfmeier synergies

### **Manufacturing Productivity**



### **Purchasing Excellence**



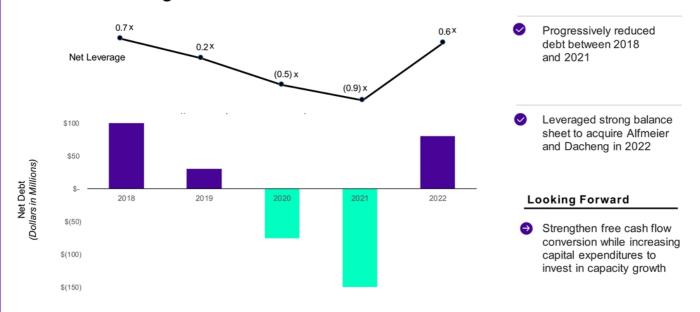
Strong execution drives margin improvement

## Adjusted EBITDA: 2023-2026 Projection



Operational execution drives margin expansion

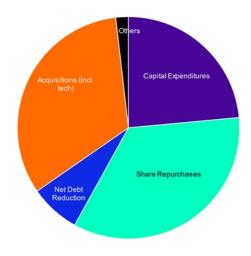
## Maintain Strong Balance Sheet



Focus on cash flow generation and working capital optimization

## Capital Allocation

2018 - 2022 Uses of Cash



### **Way Forward**

Continue to fund organic growth

✓ Deploy capital towards EPS accretive strategic M&A

Return cash to shareholders through opportunistic share buybacks

Maintain net leverage below 1.5X

Continue disciplined capital allocation strategy

## M&A Strategy

### **M&A Priorities**



Expand in-cabin content



Accelerate Capabilities



Grow Medical

### **Keys to Success**

Strong financial position to enable transaction

 Alignment to corporate strategic priorities

 Robust due diligence process  Strong execution of integration

Disciplined and strategic M&A process is in alignment with organic growth objectives

## Strategy 4: Deliver Financial Excellence

- -Return to High-teens Adjusted EBITDA Margin
- -Strengthen Free Cash Flow conversion
- -Maintain a strong balance sheet
- -Balanced capital allocation strategy

## Why Gentherm



Pure play leader in thermal management and pneumatic comfort



Global automotive market is large and under-penetrated with thermal and pneumatic solutions



Unique, innovative and energy efficient solutions key to vehicles of the future



Global reach and industryleading manufacturing capabilities



Consistent execution against strategic plan



Strong cost management and profitability, above market returns



Powerful culture, led by global talent, with Environmental, Social and Governance (ESG) focus at the core

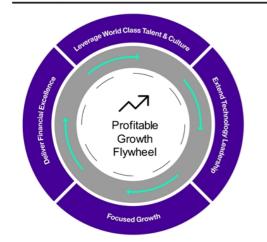


Diverse and proven Board of Directors and Executive Management team

Poised for high-return growth, outpacing the market

Q&A

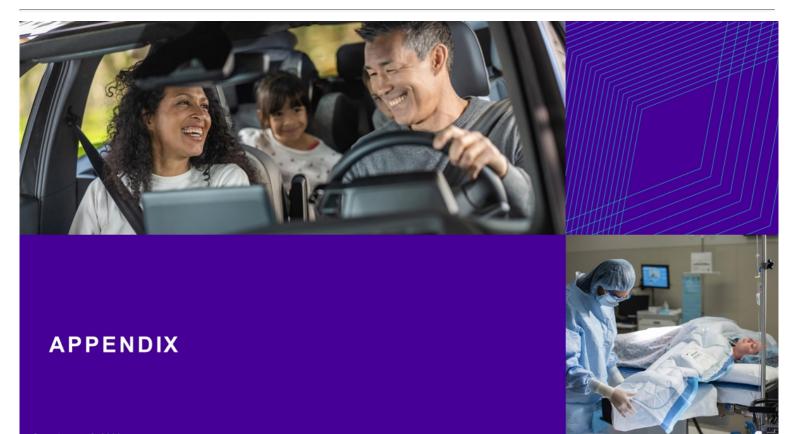
#### OUR STRATEGY



#### FOCUSED GROWTH PILLARS



Enabled by Gentherm Electronics & Software Systems



### **Definitions of Abbreviations**

- BEV Battery Electric Vehicle
- BTM Battery Thermal Management
- CCS® Climate Control Seat (Heat/Cool)
- ECU Electronic Control Unit
- HVAC Heating, Ventilation and Air Conditioning
- ICE Internal Combustion Engine
- · iMTM Intelligent Micro-Thermal Module
- OEM Original Equipment Manufacturer
- SDV Software-Defined Vehicle\*
- SMA Shape Memory Alloy

<sup>\*</sup> Any vehicle that manages its operations, adds functionality, and enables new features primarily or entirely through software.