

The momentum of trust.



Annual Report of Continental Aktiengesellschaft 2010

Continental 

Contact Data

These annual financial statements of Continental Aktiengesellschaft are also available in German. The Annual Report for the Continental Corporation is published in German and English.

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Publication Data

Published by: Continental Aktiengesellschaft, Hanover, Germany

The management report of Continental Aktiengesellschaft is combined with the management report of the Continental Corporation in accordance with Section 315 (3) of the German Commercial Code (*Handelsgesetzbuch*) and published in Continental's Annual Report for 2010.

The annual financial statements and the summarized management report of Continental Aktiengesellschaft for fiscal year 2010 are published in the electronic Federal Gazette (*elektronischer Bundesanzeiger*).

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Continental Aktiengesellschaft

Income Statement

in € millions	See Note	2010	2009
Sales	13	27.6	1,191.1
Cost of sales		26.4	924.3
Gross margin on sales		1.2	266.8
Selling expenses		0.1	91.3
General administrative expenses		60.3	79.0
Other operating income	14	95.1	171.2
Other operating expenses	15	337.9	318.5
Net income from financial activities	16	1,443.5	- 512.7
Result from ordinary activities		1,141.5	- 563.5
Extraordinary result	17	- 2.7	—
Income tax expense	18	- 84.0	- 90.5
Net income (PY: Net loss)		1,054.8	- 654.0
Accumulated losses brought forward from the previous year		- 993.7	- 339.7
Accumulated profits (PY: Accumulated losses)		61.1	- 993.7

Balance Sheet

Assets

in € millions	See Note	Dec. 31, 2010	Dec. 31, 2009
Intangible assets	1	6.6	16.3
Property, plant and equipment	1	3.3	3.5
Investments	2	11,075.4	11,108.9
Non-current assets		11,085.3	11,128.7
Inventories	3	0.4	0.8
Receivables and other assets	4	7,019.9	6,103.9
Short-term securities		0.0	332.3
Cash and cash equivalents	5	325.1	201.4
Current assets		7,345.4	6,638.4
Prepaid expenses and deferred charges	6	57.5	89.2
Total assets		18,488.2	17,856.3

Shareholders' Equity and Liabilities

in € millions	See Note	Dec. 31, 2010	Dec. 31, 2009
Common stock	8	512.0	432.6
Capital reserves	9	4,179.1	3,144.6
Revenue reserves	10	54.7	54.7
Accumulated profits (PY: Accumulated losses)		61.1	- 993.7
Shareholders' equity		4,806.9	2,638.2
Provisions	11	645.5	696.2
Liabilities	12	13,035.7	14,521.9
Deferred income		0.1	—
Total equity and liabilities		18,488.2	17,856.3

Statement of Changes in Non-Current Assets

in € millions	Purchase and Production Costs					Dec. 31, 2010
	Jan. 1, 2010	Adjustments in line with BilMoG ¹	Additions	Transfers	Disposals	
Concessions, industrial and similar rights and assets, and licenses in such rights and assets	60.4	-	0.6	0.0	1.1	59.9
Prepayments	-0.1	-	0.8	0.0	-	0.7
Intangible assets	60.3	-	1.4	-	1.1	60.6
Land, land rights and buildings including buildings on third-party land	1.1	-	-	-	-	1.1
Technical equipment and machinery	8.6	-	0.1	0.0	0.3	8.4
Other equipment, factory and office equipment	15.5	-	0.6	0.0	1.5	14.6
Advances to suppliers and assets under construction	0.1	-	0.1	0.0	-	0.2
Property, plant and equipment	25.3	-	0.8	-	1.8	24.3
Shares in affiliated companies	10,824.2	-	1,337.8	-	1,335.8	10,826.2
Other long-term equity investments	44.9	-	-	-	1.2	43.7
Claims from reinsurance policies	58.0	-58.0	-	-	-	-
Assets of Conti Pension Trust e.V.	149.6	-	10.6	-	16.7	143.5
Trust assets for long-term working accounts	0.6	-0.6	-	-	-	-
Long-term securities	38.9	-2.3	40.7	-	-	77.3
Investments	11,116.2	-60.9	1,389.1	-	1,353.7	11,090.7
						-
Non-current assets	11,201.8	-60.9	1,391.3	-	1,356.6	11,175.6

¹ As of January 1, 2010.

Continental Aktiengesellschaft Notes to the Financial Statements

The annual financial statements of Continental Aktiengesellschaft are prepared in accordance with the provisions of the German Commercial Code (*Handelsgesetzbuch – HGB*) and the supplementary provisions of the German Stock Corporation Act (*Aktiengesetz – AktG*). As prescribed by law, the provisions of the German Accounting Law Modernization Act (*Bilanzrechtsmodernisierungsgesetz – BilMoG*) that took effect on May 29, 2009, were applied for the first time in this fiscal year. If this resulted in changes to the previous presentation or the previously applied valuation methods, Sections 252 (1) No. 6, 265 (1) and 284 (2) No. 3 *HGB* were not applied. Figures for previous years have not been restated.

In order to improve the transparency of presentation, we have pooled individual terms of the balance sheet and income statement. These items are listed separately in the notes.

Carve-out of the tire activities

Due to the transfer of the legally dependent tire subdivision of Continental AG to Continental Reifen Deutschland GmbH, Hanover, on July 31, 2009, the income statement for fiscal year 2010 is comparable to the income statement of the previous year to a limited extent only, as sales, the cost of sales and other key operating expenses in connection with the tire business operations are no longer included in the income statement. These items were included in the 2009 income statement for the period from January 1 to July 31, 2009.

Depreciation, Amortization, and Write-Downs			Book Value		
Jan. 1, 2010	Additions	Disposals	Dec. 31, 2010	Dec. 31, 2010	Dec. 31, 2009
44.0	11.0	1.0	54.0	5.9	16.4
-	-	-	-	0.7	- 0.1
44.0	11.0	1.0	54.0	6.6	16.3
0.9	-	-	0.9	0.2	0.2
6.6	0.4	0.2	6.8	1.6	2.0
14.3	0.5	1.5	13.3	1.3	1.2
-	-	-	-	0.2	0.1
21.8	0.9	1.7	21.0	3.3	3.5
-	8.0	-	8.0	10,818.2	10,824.2
7.3	-	-	7.3	36.4	37.6
-	-	-	-	-	58.0
-	-	-	-	143.5	149.6
-	-	-	-	-	0.6
-	-	-	-	77.3	38.9
7.3	8.0	-	15.3	11,075.4	11,108.9
73.1	19.9	2.7	90.3	11,085.3	11,128.7

Accounting Policies

Assets

Purchased intangible assets are carried at acquisition cost and amortized on a straight-line basis in accordance with the expected useful life. Internally generated intangible assets are not capitalized.

Property, plant and equipment is measured at acquisition or production cost minus scheduled depreciation. Moveable assets that were acquired before fiscal 2008 are depreciated using the diminishing balanced method, while all other assets are depreciated on a straight-line basis. Where depreciation is carried out using the diminishing balance method, a switch is made to the straight-line basis when this results in higher depreciation. Diminishing balance depreciation takes place at the maximum taxably permissible level. Low-value asset items with an acquisition cost of less than €1,500 each are fully recognized as an expense in the year of addition.

The expected useful lives of intangible assets and property, plant and equipment are based on the tax depreciation tables.

Shares in affiliated companies, other long-term equity investments, other loans, long-term securities and trust assets transferred to Continental Pension Trust e.V to fund the employee pension plan are carried at their acquisition costs minus the write-down entailed by permanent impairment. Reversals of write-downs take place up to the amount of the historical cost

where there are no longer any grounds for permanent impairment. Interest-bearing loans are recognized at their nominal value while non-interest-bearing and low interest loans are discounted to their net present value.

Raw materials and supplies as well as merchandise are measured at acquisition or production cost or at the lower fair value. Finished goods and work in progress are recognized at production cost, whereby production cost includes direct costs and proportionate material costs, overheads and depreciation. The inventory risks resulting from decreased marketability or excessive storage periods are taken into account by means of appropriate value deductions. Advance payments are openly deducted from inventories.

Receivables and other assets in domestic currency are recognized at their nominal account and receivables in foreign currencies are measured using the hedging rate, to the extent economically justifiable. All recognizable individual risks are taken into account by means of appropriate discounts. Global discounts exist for the general credit risk.

Deferred taxes include expected tax payments and refunds from temporary differences between the commercial and tax values of assets, liabilities and deferred income and from the use of loss carryforwards. Deferred tax assets are not recognized in the balance sheet.

Shareholders' Equity and Liabilities

The amount of provision for pensions and similar obligations is measured by means of actuarial calculations using the projected unit credit method and taking the 2005 G reference tables of Professor Klaus Heubeck as the basis. Future increases in compensation and pensions are included in the calculation. The discount rate is based on the average market interest rate of the past seven fiscal years published by Deutsche Bundesbank where a remaining term of 15 years is assumed. Due to the amended provisions of the German Accounting Law Modernization Act (*Bilanzrechtsmodernisierungsgesetz – BilMoG*), claims from reinsurance policies that serve to fulfill pension obligations only and that are protected from other creditors are offset against the corresponding obligations from the old-age pension. Any surplus obligations are recognized in provisions. If the fair value of the reinsurance policies exceeds the pension obligations, this is reported as "Positive difference from offsetting assets". Last year the claims from reinsurance policies were reported under financial assets.

The other provisions have been set up for all identifiable risks, uncertain obligations, and expected losses on the basis of prudent business practice in the amount of their respective fulfillment amount. Future price and cost increases are taken into consideration if there are indications of their occurrence. Provisions with a remaining term exceeding one year are dis-

counted according to the average market interest rate of the past seven fiscal years in line with their remaining term.

Liabilities in foreign currencies are recognized at the agreed hedging rate.

Income Statement

Cost of sales comprises all variable and fixed production costs, the acquisition costs for merchandise and cost allocations to affiliated companies to cover research and development costs.

All variable selling expenses as well as the fixed costs of sales-oriented functions are contained in the selling expenses.

General and administrative expenses relate to functional costs for the finance, administration, human resources and holding functions.

Business transactions in foreign currencies are measured at the rate applicable upon initial posting or, in the case of exchange hedging, at the hedging rates. If losses not yet realized result from the rates on the balance sheet date, earnings-reducing provisions are recorded. Unrealized exchange gains are accounted for only if they pertain to receivables and liabilities with a remaining term of up to one year.

Notes to the Balance Sheet, Assets

1. Intangible Assets and Property, Plant and Equipment

The breakdown of asset items and their development in the year under review is shown in the statement of changes in non-current assets.

2. Investments

With a view to sustainably strengthening the valuation of the shares in Continental Automotive GmbH, Hanover, 51% of the shares in Continental Caoutchouc-Export-GmbH, Hanover were contributed at their carrying value to Continental Automotive GmbH (€1,310.3 million) under a capital increase against consideration with effect from January 1, 2010. The shares of Continental Caoutchouc-Export-GmbH were reduced by the same amount.

Shares in affiliated companies increased due to capital increases at Continental Tires Hefei Co. Ltd., headquartered in Hefei, China (€15.0 million), at Continental Automotive Corporation Japan K.K., headquartered in Yokohama City, Kanagawa, Japan (€4.8 million), and at Continental Automotive Corporation Lian Yun Gang Co. Ltd., headquartered in Lian Yun Gang, China (€4.3 million). The sale of Continental Tires Hefei Co. Ltd., headquartered in Hefei, China (€25.5 million), had the opposite effect.

Due to an expected permanent impairment, write-downs of €8.0 million were taken in the fiscal year on the investment in Continental Rico Hydraulic Brakes India Private Ltd., headquartered in Gurgaon, India.

The trust assets reported under financial assets and transferred to Continental Pension Trust e.V., as well as the income generated as a result, serve exclusively to fund the employee pension plan. As of December 31, 2010, the trust assets are invested in 24.9% of the shares in ContiTech AG, Hanover, an indirect subsidiary of Continental AG, while a small amount is invested in securities and cash and cash equivalents. In fiscal year 2010, the trust assets increased by €10.6 million due to additions from interest and dividend income and decreased by €16.7 million due to pension payments.

As of the balance sheet date, existing claims from reinsurance policies for hedging pension obligations (€58.0 million), trust assets for hedging claims from long-term work accounts (€0.6 million) as well as the positive balance contained in the long-term securities and assignable to Continental AG to hedge claims from partial retirement in accordance with Section 8a of the German law on part-time work for those approaching pensionable age (*Altersteilzeitgesetz*) (€3.2 million) were reported under financial assets until last year. The assets are earmarked and access by all other creditors has been withdrawn. In application of the *BilMoG* provisions, they are set off against their underlying obligations starting in fiscal year 2010.

3. Inventories

in € thousands	Dec. 31, 2010	Dec. 31, 2009
Raw materials and supplies	384	193
Work in progress	480	621
Advance payments	- 427	—
Inventories	437	814

The inventories of €0.4 million reported at the balance sheet date are mainly attributable to those activities of the Chassis & Safety division that remain at Stöcken.

4. Receivables and Other Assets

in € thousands	Dec. 31, 2010		Dec. 31, 2009	
	Total	With term to maturity over 1 year	Total	With term to maturity over 1 year
Trade receivables	517	—	718	—
Receivables from affiliated companies	6,997,941	—	6,087,799	—
Other assets	21,456	—	15,376	—
Receivables and other assets	7,019,914	—	6,103,893	—

5. Cash and Cash Equivalents

in € thousands	Dec. 31, 2010	Dec. 31, 2009
Cash-in-hand	86	121
Bank balances	325,045	201,244
Cash and cash equivalents	325,131	201,365

6. Prepaid Expenses and Deferred Charges

in € thousands	Dec. 31, 2010	Dec. 31, 2009
Discount	53,961	72,349
Other deferred charges	3,500	16,879
Prepaid expenses and deferred charges	57,461	89,228

Payments of €48.3 million were originally recognized as prepaid expenses in 2007 for expenses in connection with the finalization of the syndicated loan agreement to acquire Siemens VDO originally totaling €13.5 billion in fiscal year 2007, while the renegotiations of covenants in this loan agreement in fiscal year 2009 led to further expenses of €82.6 million that were recognized as prepaid expenses. Prepaid expenses and deferred charges are reversed on a straight-line basis in accordance with the weighted durations of the individual tranches. In the year under review, the reversal amounted to €43.1 million.

The deferred fees of €10.6 million from the conclusion of the forward start facility in 2009 were reversed in full in the year under review since the forward start facility was repaid in October 2010.

A discount was created in the amount of the difference between the issue and fulfillment amount for each of the four bonds, which were transferred to Continental AG in fiscal year 2010 by means of corporation loans and which had a total volume of €3,000 million and were placed on the market by Conti-Gummi Finance B.V., Amsterdam, Netherlands. A total amount of €26.0 million was originally added to deferred charges. The discounts are reversed using the straight-line method in line with the term of the individual bond. In the year under review, the reversal amounted to €1.2 million.

7. Deferred Tax Assets

The temporary valuation differences calculated between the financial accounts and the tax balance sheet amounts resulted in a future tax reduction overall. They mainly relate to the areas of intangible assets, fixed assets, pension provisions and other provisions. There is also an expected benefit from the future use of corporation tax loss carryforwards and/or an interest carryforward. There is no asset item for this future tax relief as a result of the option by exercised in accordance with Section 274 (1) Sentence 2 of the German Commercial Code (*Handelsgesetzbuch – HGB*).

The relevant average tax rate used for the valuation of deferred taxes was 30.0%. This rate reflects a federal corporation tax rate of 15.0%, a reunification surcharge of 5.5% and a municipal trade tax rate of 14.2%. The valuation of the non-tax-deductible interest balance that can be carried forward is only 26.5% since there is a deduction limit in the future realization of this due to trade tax provisions.

Notes to the Balance Sheet, Shareholders' Equity and Liabilities

8. Common Stock

On January 6, 2010, the Executive Board of Continental AG resolved – with Supervisory Board approval – an increase in the share capital of €432,655,316.48 by a nominal amount of €79,360,000.00 by issuing 31,000,000 new shares from authorized capital. The common stock of the company therefore amounted to €512,015,316.48 at the balance sheet date (PY: €432,655,316.48) and is composed of 200,005,983 (PY: 169,005,983) no-par-value shares with a notional value of €2.56 per share.

Authorized capital stock of €70.6 million for the issuance of new shares against cash and/or non-cash contributions is still available to the company as at the balance sheet date until April 23, 2012, from the authorization amount of €187.5 million adopted originally on April 24, 2007, following a capital increase from authorized capital in 2007 and another capital increase in fiscal year 2010.

As a result of the resolution adopted at the Annual Shareholders' Meeting on April 23, 2009, the Company has additional authorized capital stock of €66.0 million for the issuance of new shares against cash and/or non-cash contributions until April 22, 2014.

The Annual Shareholders' Meeting on May 14, 2004, approved the 2004 stock option plan for members of the Executive Board and senior executives. The 2004 stock option plan authorized the Executive Board to grant, in line with the plan's more detailed specifications, a total of 3,936,000 subscription rights until May 13, 2009, each of which entitles the option holder to subscribe for one share. As in the previous year, no subscription rights were exercised in 2010. In 2010, 34,700 (PY: 49,900) subscription rights expired, meaning that 67,800 were still issued as of the balance sheet date.

The 2008 stock option plan adopted at the Annual Shareholders' Meeting on April 25, 2008, authorizes the issuance of up to 7,800,000 subscription rights to the Executive Board and senior executives until April 24, 2013. As in the previous year, no subscription rights were issued in 2010 and 9,900 (PY: 39,850) have expired. Therefore 56,200 subscription rights are still issued as of the balance sheet date.

In December 2008, a redemption offer for granted and not yet exercised subscription rights was submitted to the senior executives of the corporation to whom stock options were granted from the stock option plans of 2004 or 2008. The offer was limited to January 2009, so no subscription rights were redeemed in fiscal year 2010 (PY: 1,769,300).

In accordance with Article 4(4) of the Articles of Association, the capital stock has been conditionally increased by up to €111.5 million for conversion and/or option rights granted until May 4, 2011 on the basis of the authorization of May 5, 2007.

According to Article 4(5) of the Articles of Association, the capital stock has been conditionally increased by up to €3.8 million to grant stock options as part of the 2004 stock option plan.

The conditional capital II of €37.5 million in line with Article 4(6) of the Articles of Association serves to grant new shares to the holders of convertible bonds and/or bonds with warrants, participation rights or income bonds, where they are issued by May 4, 2011, on the basis of the authorization granted by the Annual Shareholders' Meeting on April 25, 2008.

According to Article 4(7) of the Articles of Association, the capital stock has been conditionally increased by €20.0 million to grant subscription rights derived from the 2008 stock option plan.

The conditional capital III of €43.5 million in line with Article 4(8) of the Articles of Association, which was adopted at the Annual Shareholders' Meeting on April 23, 2009, serves to grant new shares to the holders of convertible bonds and/or bonds with warrants, participation rights and/or income bonds which are issued by April 22, 2014, on the basis of the authorization granted by the Annual Shareholders' Meeting on April 23, 2009.

The change in conditional capital is shown in the following table:

in € thousands	2010
Conditional capital at January 1	209,394
Expiration of subscription rights granted	- 114
Conditional capital at December 31	209,280

9. Capital Reserves

Capital reserves increased by €1,034.5 million in the year under review. The increase results from the surcharge from the capital increase in exchange for cash.

10. Revenue Reserves

At €54.7 million, revenue reserves on December 31, 2010 were unchanged compared with the previous year.

results from the capitalization of fund assets at their fair value. This amount is offset by freely available revenue reserves of €54.7 million. There is therefore no distribution block on the accumulated profits of €61.1 million.

Information on the Block on Distribution

An amount of €0.0 million blocked for distribution

11. Provisions

in € thousands	Dec. 31, 2010	Dec. 31, 2009
Provisions for pensions and similar obligations	197,780	243,535
Provisions for taxes	345,304	325,240
Other provisions	102,358	127,448
Provisions	645,442	696,223

Pension obligations were calculated with a discount rate of 5.16% applying the projected unit credit method. An annual remuneration increase of 3.00% and an annual pension increase of 1.75% were assumed.

Pension obligations of €255.8 million were offset against the fair value of corresponding claims from reinsurance policies of €58.0 million. The fair value corresponds to the acquisition costs.

Other provisions cover recognizable risks and other uncertain liabilities. In particular, they contain provi-

sions for personnel and social welfare expenses (€21.0 million), as well as for outstanding invoices (€12.8 million).

Provisions for partial retirement of €4.2 million were offset against the assets from partial retirement of €3.2 million. The assets in the block model are protected against insolvency by means of a trustee and pledge agreement with Commerzbank AG in line with the legal requirements and access has been withdrawn from all other creditors. The acquisition costs were €3.2 million.

As of the balance sheet date, there are obligations to employees on long-term work accounts of €0.7 million. The claims are hedged with a trustee agreement with Deutsche Treuinvest Stiftung, Frankfurt am Main. The fair value of the claims is €0.6 million and is offset

against the corresponding obligations, as the trust assets are earmarked and access by all other creditors has been withdrawn. The acquisition costs were €0.6 million.

12. Liabilities

in € thousands	With term to maturity			With term to maturity		
	Dec. 31, 2010	<1 year	>5 years	Dec. 31, 2009	<1 year	>5 years
Bonds, non convertible	86,520	86,520	—	73,359	73,359	—
Liabilities to banks	4,171,542	511,642	—	9,053,611	4,378,611	—
Trade accounts payable	7,370	7,370	—	16,028	16,028	—
Liabilities to affiliated companies	8,705,978	5,705,978	2,250,000	5,321,496	5,261,496	—
Liabilities to companies in which participations are held	61	61	—	3,734	3,734	—
Other liabilities	64,248	62,403	623	53,541	51,299	676
thereof taxes	2,251	—	—	1,875	—	—
thereof social security obligations	1,554	—	—	1,370	—	—
Liabilities	13,035,719	6,373,974	2,250,623	14,521,769	9,784,527	676

Continental AG provided collateral, consisting of pledged holdings in selected subsidiaries, certain bank account deposits as well as ceded receivables within the corporation to the banks issuing the VDO loan. Liabilities to banks from the VDO loan were €3,663.2 million as of the balance sheet date.

In addition, liabilities from a sale of accounts receivable amounting to €224.0 million have been secured by collateral consisting of ceded receivables within the corporation and a bank account deposit.

Contingent Liabilities

Guarantees, sureties and warranty liabilities up to the amount of €62.8 million were provided to benefit subsidiaries only. To our knowledge, the underlying obligations of the companies concerned can be met in all cases. It is not expected that these guarantees, sureties or warranties will be called upon.

€3.0 billion of the warranty liabilities are attributable to the four bonds issued in 2010 by Conti-Gummi

Finance B.V., Amsterdam, Netherlands, for which Continental AG guarantees their fulfillment. €767.6 million of additional warranty liabilities relate to capital market finance of Continental Rubber of America, Corp., Wilmington, Delaware, U.S.A., and Continental Tire the Americas LLC, Charlotte, U.S.A. Collateral was also furnished for liabilities from indemnity agreements in the amount of €3,625 million.

in € thousands	Dec. 31, 2010	Dec. 31, 2009
Liabilities on guarantees and guarantees for checks and bills of exchange	35,107	29,418
Liabilities on warranties	4,402,828	1,285,737
Provision of collateral for third-party liabilities	284,064	—

Other Financial Obligations

In fiscal 1992, Continental AG sold its administration building to improve its liquidity position and leased it back for 30 years. The liquidity which became available in prior years is partially offset by future payment obligations of €39.4 million through 2022 (thereof €3.4 million in 2011). Furthermore, obligations scheduled for

2011 and later primarily concern outsourced hardware and software (€31.4 million; thereof €15.2 million in 2011) and machinery, operating and office equipment (€1.6 million; thereof €0.7 million in 2011). Open purchase commitments for property, plant and equipment and for major repairs amount to €1.2 million.

Notes to the Income Statement

13. Sales

in € millions	2010	2009
Breakdown by operations		
Tire	—	1,029.1
Non-tire	27.6	162.0
Sales	27.6	1,191.1
Breakdown by region		
Germany	14.5	518.4
Rest of Europe	6.5	376.3
Outside Europe	6.6	296.4
Sales	27.6	1,191.1

Other revenue reported in the year under review is mainly from the sales of the Chassis & Safety division.

14. Other Operating Income

in € thousands	2010	2009
Income from disposal of fixed assets	424	3,106
Income from reversal of provisions	4,871	3,612
Income from currency translation	1,903	8,683
Other income	87,891	155,842
Other operating income	95,089	171,243

In addition to the general cost allocation to other subsidiaries amounting to €80.5 million (PY: €143.6 mil-

lion), other income also contains current income from other ancillary business and other income.

15. Other Operating Expenses

in € thousands	2010	2009
Losses on disposal of fixed assets	12	242
Losses due to write-downs on current assets (except inventories)	3	2,831
Expenses arising from currency translation	7,916	—
Other expenses	329,853	314,273
Other taxes	145	1,186
Other operating expenses	337,929	318,532

Other expenses include in particular cost allocation expenses amounting to €78.3 million (PY: €139.5 million) and ancillary business expenses.

16. Net Income from Financial Activities

in € thousands	2010	2009
Income from profit transfer agreements	2,112,420	311,222
Income from long-term equity investments		
from affiliated companies	6,591	5,937
from associated companies	18,300	11,739
from other companies	2	85
Cost of loss absorption	- 104,353	- 332,178
Net investment income	2,032,960	- 3,195
Income from other securities and long-term loans	12,500	2,000
Other interest and similar income		
from affiliated companies	39,310	42,509
from other companies	2,073	3,461
Interest and similar expense		
to affiliated companies	- 177,429	- 26,892
to other companies	- 448,304	- 530,575
from interest cost from pensions and long-term personnel provisions (net)	- 9,644	—
Net interest expense	- 581,494	- 509,497
Write-downs of long-term financial assets	- 7,953	—
Net income from financial activities	1,443,513	- 512,692

Expenses totaling €12.7 million from the interest cost from the pension provisions and long-term personnel provisions were recognized under personnel expenses until fiscal year 2009. Due to the changes in line with *BilMoG*, the expenses were reported in the net interest result in 2010 for the first time. These expenses are

offset against the interest income from the reinsurance policies and the trust assets to hedge the employee claims from employee claims relating to the long-term work accounts and the assets from partial retirement totaling €3.1 million.

17. Extraordinary Result

The extraordinary result is mainly due to the first-time application of the *BilMoG* provisions. The valuation on January 1, 2010 resulted in an increase of €4.4 million in personnel provisions. By contrast, €1.7 million re-

sulted from the unrealized exchange rate gains from foreign currency receivables and liabilities with a remaining term of up to one year.

18. Income Tax Expense

The tax expense of €84.0 million is attributable to current expenses in Germany and non-imputable

foreign withholding tax due to the lack of applicable volume.

Other Disclosures

in € thousands	2010	2009
Cost of raw materials and supplies, and of purchased materials	593	688,662
Cost of purchased services	35,304	78,566
Cost of materials	35,897	767,228

in € thousands	2010	2009
Wages and salaries	73,694	230,009
Social security, post-employment and other employee benefit costs	18,693	62,133
thereof pension costs	9,489	19,543
Personnel expenses	92,387	292,142

	2010	2009
Wage recipients	21	1,870
Salary recipients	649	1,903
Number of employees (quarterly average)	670	3,773

Derivative Financial Instruments

Continental AG and companies in the Continental Corporation are exposed to interest and exchange rate risks due to their business activities. These risks are hedged on a case-by-case basis by using derivative financial instruments. The specified fair value of derivative financial instruments is generally calculated by discounting the expected cash flows on the basis of yield curves. For example, the fair value of currency forwards is calculated as the difference from the no-

nominal amounts discounted at the risk-free interest rates of the respective currencies and translated at the current spot exchange rate. To calculate the fair value of interest rate swaps and cross-currency interest rate swaps, the future cash flows are discounted at the interest rates for the respective maturities, with deposit rates used as short-term interest rates whilst long-term interest rates are based on the swap rates in the respective currency.

As of December 31, 2010, the nominal volume of derivatives entered into was €4,808.1 million. This mainly comprises transactions included in micro hedges. The derivative financial instruments were composed of the following items as of the balance sheet date:

in € millions	Dec. 31, 2010			Dec. 31, 2009		
	Nominal value	Market value		Nominal value	Market value	
		Active	Passive		Active	Passive
Forex future transactions	958.1	15.8	- 18.9	1,064.2	2.6	- 7.3
Interest rate swaps	2,600.0	1.0	- 114.9	2,600.0	2.4	- 145.7
Cross-currency interest rate swaps	1,250.0	99.5	- 99.5	1,250.0	52.1	- 52.1

For the purpose of currency management, Continental AG nets actual foreign currency cash flows from the operations of the subsidiaries across the world with those expected in the future. The net cash flow per currency on a rolling twelve-month basis determines the corporation's overall transaction risk. The interest rate and currency committee meets weekly to decide on the hedging measures, which may not exceed 30%

of the twelve-month exposure without the express permission of the Executive Board.

Within the scope of currency management, forex future, forex swap and forex option transactions in particular are utilized for the purpose of risk control. The selection and use of instruments depends on the individual hedging purpose. The basis for the utilization

of hedging instruments comprises the procedural guidelines, adherence to which is regularly reviewed by the Internal Audit department. The interest rate and currency committee convenes weekly to resolve the hedging measures.

Continental AG has taken out forex swaps with external contractual partners with a nominal amount of €527.5 million to hedge the currency risks from corporate loans taken out and distributed in foreign currencies by Continental AG and to pay interest due on maturity. The net fair value is -€3.1 million. The foreign currency loans issued and taken out by Continental AG and the forex swaps with their opposite function form one valuation unit until their final maturity in 2011. Due to the consistency of the value-determining factors, the hedge relationship is considered highly effective when applying the critical term match method. The transactions are not reported on the balance sheet.

If, in order to hedge currency risks from foreign currency loans at corporation companies, their currency risks are transferred to Continental AG by means of internal forex swaps, the valuation units are combined with their counterpart transactions that were entered into by Continental AG with external banks for hedging purposes. The nominal values of the intra-corporate forex swaps and the external counterpart hedging transactions are each €199.2 million. The net fair values as of the balance sheet date were €8.6 million for intra-corporate forex swaps and -€8.6 million for forex swaps outside the corporation. The transactions are due in 2011 and not included in the balance sheet.

Entering into external hedging transactions with banks for a nominal value of €13.3 million completely hedged the currency risk as of the balance sheet date. The risk results from cash flows from operations in foreign currencies and is transferred from the subsidiaries to Continental AG by means of internal forward exchange transactions. The transactions countering one another are combined into one valuation unit. The fair value of the intra-corporate forex transactions is €0.7 million and that of the forex transactions outside the corporation is -€0.7 million. The hedging relationship ends with the respective final maturity of the hedge transaction in 2011. The transactions were not reported as of the balance sheet date.

Interest rate swaps, interest rate options and combined interest-currency swaps in particular are utilized for the purpose of interest management. They serve above all to manage interest rate risks, especially those arising from financial liabilities with floating interest rates, and to optimize financing costs. There is also a procedural guideline here that forms the basis of interest management.

Interest swaps with a nominal value of €2.5 billion were used to hedge the interest risks from the loans drawn down in fiscal year 2007 under tranche C of the VDO loan. Without the corresponding deferred interest, their market value is -€113.9 million. The interest swaps and the loans drawn down by Continental AG are combined into one valuation unit. The effectiveness of the interest rate swaps is examined beforehand using the critical term match method and after the fact using the dollar offset method to ensure that the values and cash flows balance each other out. As of the reporting date, the loans were recognized at their fulfillment amount of €2.5 billion and the interest rate swaps were not recognized. Both fall due in 2012.

By entering into external interest rate swaps and interest currency swaps with banks, the interest rate risk and currency risk transferred to Continental AG by subsidiaries by means of internal interest rate swaps and interest currency swaps are completely hedged until the final maturity of the hedging transactions in 2011 and 2012. The transactions countering one another are combined into one valuation unit. The units have a nominal value of €675.0 million each. The fair value of the intra-corporate interest rate swaps and interest currency swaps amounts to €100.5 million and that of the interest rate swaps and interest currency swaps outside the corporation amounts to -€100.5 million. Due to the consistency of the value-determining factors, the hedge relationship is considered highly effective when applying the critical term match method. The transactions are not recognized as of the balance sheet date.

Auditor's Fees

The Annual Shareholders' Meeting on April 28, 2010 elected KPMG AG Wirtschaftsprüfungsgesellschaft, Hanover, Germany, as the auditor for fiscal 2010. Details of the auditor's fees in the year under review are given in Note 38 of the notes to the consolidated financial statements of Continental AG.

Accounting Pursuant to Section 10 (3) of *EnWG* (German Energy Industry Act)

Continental AG only maintains privileged site networks as defined under Section 110 (1) No. 3 of *EnWG*, for which separate accounts pursuant to Section 10 (3) of *EnWG* are not required.

Notice in Accordance with the German Securities Trading Act (*Wertpapierhandelsgesetz – WpHG*)

On January 21, 2010, we received notification that the share of voting rights in Continental AG held by Deutsche Bank, Frankfurt am Main, Germany, exceeded the thresholds of 3% and 5% in the voting rights on January 12, 2010 and amounted to 5.3% (10,600,852 shares) on this date. This disclosure requirement is due to Deutsche Bank being a joint syndicate leader in the capital increase of Continental AG entered in the commercial register on January 12, 2010. By way of the same notification, we were informed that the share of voting rights in Continental AG held by Deutsche Bank, Frankfurt am Main, Germany, fell below the thresholds of 5% and 3% in the voting rights on January 14, 2010 and amounted to 0.81% (1,625,989 shares) at this time.

On January 27, 2010 we were notified that:

- the share of voting rights in Continental AG held by Goldman Sachs International, London, U.K., exceeded the thresholds of 3% and 5% of voting rights on January 12, 2010 and amounted to 6.15% (12,306,298 voting rights) at this time.
- the share of voting rights in Continental AG held by Goldman Sachs Holdings (UK), London, U.K., Goldman Sachs Group Holdings (UK), London, U.K., and Goldman Sachs (UK) L.L.C., Wilmington, U.S.A., exceeded the thresholds of 3% and 5% of voting rights on January 12, 2010 and amounted to 6.15% (12,306,298 voting rights) at this time. The shares are attributed to these companies in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- the share of voting rights in Continental AG held by The Goldman Sachs Group, Inc., New York, U.S.A., exceeded the thresholds of 3% and 5% of voting rights on January 12, 2010 and amounted to 6.16% (12,311,347 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.

By way of the same notification, we were informed that

- the share of voting rights in Continental AG held by Goldman Sachs International, London, U.K., fell below the thresholds of 5% and 3% of voting rights on January 14, 2010 and amounted to 1.02% (2,045,705 voting rights) at this time.
 - the share of voting rights in Continental AG held by Goldman Sachs Holdings (UK), London, U.K., Goldman Sachs Group Holdings (UK), London, U.K., and Goldman Sachs (UK) L.L.C., Wilmington, U.S.A., fell below the thresholds of 5% and 3% of voting rights on January 14, 2010 and amounted to 1.02% (2,045,705 voting rights) at this time. The shares are attributed to these companies in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
 - the share of voting rights in Continental AG held by The Goldman Sachs Group, Inc., New York, U.S.A., fell below the thresholds of 5% and 3% of voting rights on January 14, 2010 and amounted to 1.24% (2,475,754 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- On June 29, 2010, we were notified that:
- the share of voting rights in Continental AG held by Schaeffler GmbH (formerly "Schaeffler Verwaltung Zwei GmbH"), Herzogenaurach, Germany, exceeded the thresholds of 3%, 5%, 10%, 15%, 20%, 25% and 30% on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time.
 - the share of voting rights in Continental AG held by Schaeffler Verwaltungs GmbH (formerly "Schaeffler Verwaltung Eins GmbH"), Herzogenaurach, Germany, exceeded the thresholds of 3%, 5%, 10%, 15%, 20%, 25% and 30% on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
 - the share of voting rights in Continental AG held by Schaeffler Management GmbH, Herzogenaurach, Germany, exceeded the thresholds of 3%, 5%, 10%, 15%, 20%, 25% and 30% on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this com-

pany in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.

- the share of voting rights in Continental AG held by Schaeffler Holding GmbH & Co. KG (formerly “Schaeffler KG”), Herzogenaurach, Germany, still exceeded the threshold of 30% on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- the share of voting rights in Continental AG held by INA-Holding Schaeffler GmbH & Co. KG (formerly “INA-Holding Schaeffler KG”), Herzogenaurach, Germany, still exceeded the threshold of 30% on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- the share of voting rights in Continental AG held by Schaeffler Holding LP, Dallas, U.S.A., still exceeded the threshold of 30% of voting rights on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this company in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- the share of voting rights in Continental AG held by Mrs. Maria-Elisabeth Schaeffler, Germany, still exceeded the threshold of 30% of voting rights on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this shareholder in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.
- the share of voting rights in Continental AG held by Mr. Georg F.W. Schaeffler, U.S.A., still exceeded the threshold of 30% of voting rights on June 28, 2010 and amounted to 42.17% (84,333,986 voting rights) at this time. The shares are attributed to this shareholder in accordance with Section 22 (1) Sentence 1 No. 1 *WpHG*.

On December 8, 2010, we were notified that the share of voting rights in Continental AG held by The Capital Group Companies, Inc., Los Angeles, U.S.A., had fallen below the thresholds of 5% and 3% on September 27, 2007 and amounted to 2.52% (3,701,098 shares) at this time. This reduction of voting rights of

The Capital Group Companies, Inc., in Continental AG is based on a declaration of independence of The Capital Group Companies, Inc., pursuant to Section 29a (3) *WpHG* and is therefore not the consequence of a sale of shares in Continental AG. Voting right notifications of Capital Research and Management Company are not affected by this notification. The shares are attributed in accordance with Section 22 (1) Sentence 1 No. 6 *WpHG* in conjunction with Section 22 (1) Sentence 2 and 3 *WpHG*.

In 2010 and up to and including February 8, 2011, the members of the Executive Board held shares representing a total interest of less than 1% in the capital stock of the company. Shares representing 42.17% of the common stock of the company were attributable to two members of the Supervisory Board – Mrs. Maria-Elisabeth Schaeffler and Mr. Georg F. W. Schaeffler – held as specified in the notification of voting rights on June 29, 2010. In 2010 and up to and including February 8, 2011, the other members of the Supervisory Board held shares representing a total interest of less than 1% in the capital stock of the company. In accordance with Section 15a German Securities Trading Act (*Wertpapierhandelsgesetz – WpHG*), members of the Executive Board and Supervisory Board of Continental AG and their related parties must disclose the acquisition and disposal of shares of the company and of financial instruments related thereto. In fiscal year 2010, Continental AG gave notice in accordance with Section 15a of the *WpHG* to the effect that two members of the Executive Board purchased a total of 310 shares by exercising subscription rights.

German Corporate Governance Code/ Declaration in Accordance with Section 161 of the German Stock Corporation Act (*AktG*)

The declaration required in accordance with Section 161 of the German Stock Corporation Act (*Aktiengesetz – AktG*) was issued by the Executive Board and the Supervisory Board on October 18, 2010, and is available to our shareholders on the following website: www.continental-corporation.com.

Remuneration of the Executive Board and the Supervisory Board

The key features of the remuneration system for the Executive Board and the remuneration granted to the Executive Board and Supervisory Board in the year under review are explained in the Remuneration Re-

port, which is in the Corporate Governance Report and forms part of the combined management report for Continental AG and the corporation.

The total remuneration granted to the Executive Board of Continental AG in 2010 amounted to €15.1 million (PY: €4.4 million). That total remuneration also includes the long-term components of variable remuneration amounting to €5.3 million (PY: €0.9 million) which are converted into virtual shares of the company. In 2010, the 2009 long-term components resulting from this were converted into 25,167 virtual shares.

In addition, former members of the Executive Board and their surviving dependents were granted remuneration amounting to €5.4 million (PY: €12.9 million). €86.1 million (PY: €77.6 million) has been set aside for pension liabilities to former members of the Executive Board and their surviving dependents.

Remuneration paid in 2010 to the members of Continental AG's Supervisory Board, including meeting attendance fees, totaled €1.4 million (PY: €1.2 million).

There were no advances or loans to Executive Board or Supervisory Board members of Continental AG in 2010.

List of Shareholdings of Continental AG

I. Affiliated Companies

Continental AG's list complies with Section 285 No. 11 in conjunction with Section 286 (3) of the German Commercial Code (*Handelsgesetzbuch – HGB*). The share of capital is the share held by Continental AG or by one or more of its dependent companies.

Company	Foot-note	Registered office	Share of capital in %	Equity in €'000s	Annual result in €'000s
Germany					
A.D.C. Automotive Distance Control Systems GmbH	1)	Lindau	100.00	438	0
Alfred Teves Beteiligungsgesellschaft mbH	3)	Frankfurt am Main	100.00	25	0
Continental Reifen Deutschland GmbH	9)	Hanover	100.00	118,474	0
Babel Grundstücksverwaltungs GmbH	23)	Schwalbach am Taunus	100.00	520	269
balance GmbH Beratungsservice im Gesundheitswesen	1)	Hanover	100.00	38	0
Benecke-Kaliko AG	1)	Hanover	100.00	46,037	0
Beneform GmbH	1)	Peine	100.00	3,096	0
CAS München GmbH	1)	Hanover	100.00	25	0
CAS-One Holdinggesellschaft mbH	1)	Hanover	100.00	3,051,728	0
Reifen-Service Clemens & Hegel GmbH	2)	Bielefeld	87.50	110	5
Conseo GmbH	1)	Hamburg	100.00	99	0
Conti Temic microelectronic GmbH	1)	Nuremberg	100.00	266,197	0
Conti Versicherungsdienst mbH	1)	Hanover	100.00	26	0
Continental Automotive GmbH	1)	Hanover	100.00	1,645,093	0
Continental Automotive Grundstücksges. mbH	3)	Frankfurt am Main	100.00	40,053	1,801
Continental Automotive Grundstücksvermietungsges. mbH & Co. KG	2)	Frankfurt am Main	94.60	4,704	902
Continental Caoutchouc-Export-GmbH	1)	Hanover	100.00	1,836,190	0
Continental Engineering Services GmbH	1)	Frankfurt am Main	100.00	3,038	0
Continental Engineering Services & Products GmbH	3)	Ingolstadt	100.00	25	0
Continental Mechanical Components Germany GmbH	23)	Roding	100.00	16,304	- 16,181
Continental Teves AG & Co. oHG	2) 17)	Frankfurt am Main	100.00	21,427	139,218
ContiTech AG	1)	Hanover	100.00	490,588	0
ContiTech Antriebssysteme GmbH	1)	Hanover	100.00	4,958	0

Company	Foot-note	Registered office	Share of capital in %	Equity in €'000s	Annual result in €'000s
ContiTech Elastomer-Beschichtungen GmbH	1)	Hanover	100.00	6,195	0
ContiTech Kühner Beteiligungs-GmbH	1)	Hanover	100.00	3,350	0
ContiTech Kühner GmbH & Cie. KG	2)	Oppenweiler	86.00	1,741	- 4,957
ContiTech Luftfedersysteme GmbH	1)	Hanover	100.00	26	0
ContiTech Schlauch GmbH	1)	Hanover	100.00	1,563	0
ContiTech Techno-Chemie GmbH	1)	Karben	100.00	18,546	0
ContiTech Transportbandsysteme GmbH	1)	Hanover	100.00	657	0
ContiTech Verwaltungs-GmbH	1)	Hanover	100.00	751,846	0
ContiTech Vibration Control GmbH	1)	Hanover	100.00	22,717	0
ContiTech-Universe Verwaltungs-GmbH	1)	Hanover	100.00	1,055,967	0
Correx Handelsgesellschaft für Kautschukprodukte mbH	3)	Hanover	100.00	64	2
Degetrinum Grundstücksverwaltungsgesellschaft mbH & Co. Immobilien-Vermietungs KG	2)	Mainz	94.00	21	26
Eddelbüttel & Schneider GmbH	1)	Hamburg	100.00	308	0
eStop GmbH	23)	Schwalbach am Taunus	100.00	- 293	78
Formpolster GmbH	1)	Hanover	100.00	348,852	0
Gerap Grundbesitz- und Verwaltungsges. mbH	13)	Frankfurt am Main	100.00	- 145	- 91
Göppinger Kaliko GmbH	1)	Eislingen	100.00	17,485	0
Grundstücksverwaltungsgesellschaft Butan GmbH & Co. Objekt Waltershausen OHG	2)	Mainz	94.00	- 42	- 4
IDM GmbH Industriesensoren	23)	Lindau	100.00	- 2,968	402
Intech Thüringen GmbH	2)	Waltershausen	100.00	- 1,056	0
IPM GmbH	1) 18)	Hamburg	100.00	19	0
Matador Deutschland GmbH	2)	Hanover	100.00	723	158
Max Kammerer GmbH	13)	Frankfurt am Main	100.00	3,464	- 282
ContiTech MGW GmbH	1)	Hannoversch Münden	100.00	8,773	0
OTA Grundstücks- und Beteiligungsverw. GmbH	13)	Frankfurt am Main	100.00	5,695	171
ContiTech Fluid Automotive GmbH	1)	Hamburg	100.00	6,930	0
Phoenix Beteiligungsgesellschaft mbH	1)	Hamburg	100.00	43	0
Phoenix Compounding Technology GmbH	1)	Hamburg	100.00	16,178	0
Phoenix Conveyor Belt Systems GmbH	1)	Hamburg	100.00	39,957	0
Phoenix Fluid Handling Industry GmbH	1)	Hamburg	100.00	42,497	0
Phoenix Industrieanlagen Verwaltungs GmbH	2)	Hamburg	100.00	58	- 1
Phoenix Service GmbH & Co. KG	2)	Hamburg	100.00	52,963	46
Phoenix Vermögensverwaltungsgesellschaft mbH	1)	Hamburg	100.00	- 475	0
REG Reifen-Entsorgungsgesellschaft mbH	2)	Hanover	100.00	4,533	570
Reifen-Apel GmbH	2)	Korbach	78.75	316	272
Reifen Kauffmann GmbH	2)	Jever	52.50	288	35
ROSEA Grundstücks-Vermietungsgesellschaft mbH & Co. Objekt Hannover-Stöcken KG	2)	Düsseldorf	100.00	10	0
Continental Safety Engineering International GmbH	2)	Alzenau	100.00	4,500	0
Continental Aftermarket GmbH	13)	Hanover	100.00	37	4
Continental Trading GmbH	1)	Eschborn	100.00	43,728	0
Steinebronn Beteiligungs-GmbH	5)	Oppenweiler	86.00	56	3
Temic Automotive Electric Motors GmbH	1)	Berlin	100.00	16,617	0
UMG Beteiligungsgesellschaft mbH	1)	Hanover	100.00	335,673	0
Union-Mittelland-Gummi- GmbH & Co. Grundbesitz KG	2)	Hanover	100.00	8,000	0
Unterstützungskasse mbH der Göppinger Kaliko- und Kunstleder-Werke GmbH	2)	Eislingen	100.00	543	1
Phoenix Sechste Verwaltungsgesellschaft mbH	1)	Hamburg	100.00	24	0
Phoenix Siebte Verwaltungsgesellschaft mbH	2)	Hamburg	100.00	23	0
Vergölst GmbH	2)	Bad Nauheim	87.50	1,599	74
Vogtländische Reifenwerke Sitz Bad Nauheim GmbH	3)	Bad Nauheim	100.00	- 127	23

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Outside Germany							
Adam Touring GmbH	2)	Dietikon	Switzerland	100.00	CHF	16,543	1,071
Adam Touring AG	2)	Triesen	Liechtenstein	100.00	CHF	3,104	205
Continental Automotive Jinan, Co.	14)	Jinan	China	100.00	CNY	n/a	n/a
Advance Tyre Company Ltd.	2)	Dublin	Ireland	100.00	EUR	9,041	-2,788
ALPHALOR 3 EURL	2)	Sarreguemines	France	100.00	EUR	0	0
Synerject Taiwan, Co. Ltd.	14)	Taipei City	Taiwan	100.00	TWD	n/a	n/a
OOO AVTEL-Togliatti	3)	Togliatti	Russia	100.00	RUB	3,768	3,758
ContiTech Fluid Shanghai, Co. Ltd.	2)	Shanghai	China	51.00	CNY	33,106	6,181
ContiTech Print Service (S) Pte. Ltd.	15)	Singapore	Singapore	100.00	SGD	n/a	n/a
Conticlub SAS	14)	Sarreguemines	France	100.00	EUR	n/a	n/a
Continental Automotive Benelux BVBA	11)	Mechelen	Belgium	100.00	EUR	375,162	45,711
Continental Brakes Italy S.p.A.	2)	Savona	Italy	100.00	EUR	16,125	572
Continental Automotive do Brasil Lda.	15)	Várzea Paulista	Brazil	100.00	BRL	n/a	n/a
Continental Automotive Components (India) Private Ltd.	2)	Bangalore	India	100.00	INR	2,830,100	-601,380
ContiTrade Services s.r.o.	2)	Prague	Czech Republic	85.00	CZK	1,799,857	-37,516
Barum Continental spol. s r.o.	2)	Otrokovice	Czech Republic	85.00	CZK	12,000,001	1,666,687
BC Tires s.r.o.	2)	Oktrovice	Czech Republic	100.00	CZK	205	-178
Benecke Changchun Auto Trim (Zhangjiagang), Co. Ltd.	3)	Changchun	China	51.00	CNY	38,829	11,007
Capwell Tyre Center Ltd.	2)	Dublin	Ireland	100.00	EUR	17	-3
Continental Automotive Systems Changshu, Co. Ltd.	3)	Changshu	China	100.00	CNY	226,380	n/a
CAS Slovakia s.r.o.	2)	Zvolen	Slovakia	100.00	EUR	33,945	2,447
CAS UK Holding Ltd.	2)	Ebbw Vale	U.K.	100.00	GBP	56,289	2,448
Conti Automotive México, S.A. de C.V.	2)	Tlajomulco de Zuniga	Mexico	100.00	MXN	50	0
Continental Products México, S.A. de C.V.	2)	Tlajomulco de Zuniga	Mexico	100.00	MXN	50	0
Caucho Técnica S.A.	2)	Santiago	Chile	100.00	CLP	16,228,284	2,719,203
Continental Automotive Funding Corp.	4)	Wilmington, Delaware	U.S.A.	100.00	USD	555	353
CGT Referral Resources, Inc.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	342	0
Compania Hulera Euzkadi, S.A. de C.V.	2)	Anahuac	Mexico	99.95	MXN	-1,600,382	9,176
Conti Automotive Servicios, S.A. de C.V.	3)	Las Colinas	Mexico	100.00	MXN	11,114	5,422
Conti-Gummi Finance B.V.	2)	Amsterdam	Netherlands	100.00	EUR	10,783	384
Continental Automotive Licensing Corp.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	65,828	5,318
Continental Automotive Mexicana, S.A. de C.V.	2)	Morelos	Mexico	100.00	MXN	207,782	-45,401
Continental Automotive Nogales, S.A. de C.V.	2)	Nogales	Mexico	100.00	MXN	106,238	21,941
S.C. Continental Automotive Products S.R.L.	2)	Timisoara	Romania	100.00	RON	669,984	205,419
Continental Automotive Systems (Tianjin), Co. Ltd.	3)	Ninghai	China	100.00	CNY	440,143	182,226
Continental Automotive Systems Costa Rica S.A.	16)	Coyol, Alajuela	Costa Rica	100.00	CRC	n/a	n/a
Continental Automotive Systems France SAS	2)	Angers	France	100.00	EUR	-22,396	-1,724
Continental Automotive Systems Korea, Co. Ltd.	3)	Seoul	South Korea	100.00	KRW	418,542	197,887
Continental Automotive Systems (Shanghai), Co. Ltd.	3)	Shanghai	China	100.00	CNY	444,012	101,607
Continental Automotive Systems S.R.L.	2)	Sibiu	Romania	99.50	RON	27,851	-79,911
Continental Automotive Systems UK Ltd.	4)	West Drayton	U.K.	100.00	GBP	462	504
Continental Automotive, Inc.	2)	Wilmington, Delaware	U.S.A.	100.00	USD	1,406	-711
Continental Benelux BVBA	2)	Herstal-lez-Liège	Belgium	100.00	EUR	57,500	44,412

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Continental Däck Sverige AB	3)	Gothenburg	Sweden	100.00	SEK	224,623	26,709
Continental Daek Danmark A/S	2)	Brøndby	Denmark	100.00	DKK	46,968	2,457
Continental Dekk Norge A/S	2)	Oslo	Norway	100.00	NOK	118,613	5,173
Continental do Brasil Produtos Automotivos Lda.	2)	Sao Paulo	Brazil	100.00	BRL	763,693	115,619
Continental France SNC	2)	Sarreguemines	France	99.90	EUR	11,630	- 131,855
Continental General Tire Canada, Inc.	4)	Toronto	Canada	100.00	CAD	15,711	1,326
Continental Holding France SAS	2)	Sarreguemines	France	100.00	EUR	154,902	- 16,824
Continental HT Tyres s.r.o.	2)	Otrokovice	Czech Republic	100.00	CZK	2,884,014	2,717,975
Continental Hungária Kft.	2)	Töröksbálint	Hungary	100.00	HUF	1,379,492	72,711
Continental Industrias del Caucho S.A.	2)	Madrid	Spain	100.00	EUR	18,257	- 4,327
Continental Investment Ltd.	2)	Stockport	U.K.	100.00	GBP	19,898	4,561
Continental Italia S.p.A.	2)	Milan	Italy	100.00	EUR	21,062	68
Continental Lemmerz Componentes para Automóveis Lda.	2)	Lousado	Portugal	51.00	EUR	1,497	240
Continental Automotive Tunisia S.A.	14)	Tunis	Tunisia	100.00	TND	n/a	n/a
Continental Llantera Potosina, S.A. de C.V.	2)	Mexico City	Mexico	100.00	MXN	7,482	- 4,405
Continental Mabor Indústria de Pneus S.A.	2)	Lousado	Portugal	100.00	EUR	211,335	108,664
Continental Matador Rubber s.r.o.	2)	Púchov	Slovakia	100.00	EUR	156,443	- 9,706
Continental Matador Truck Tires s.r.o.	2)	Púchov	Slovakia	100.00	EUR	145,048	30,529
Continental Off-Road Academy (Pty.) Ltd.	2)	Port Elizabeth	South Africa	74.00	ZAR	0	0
Continental Opony Polska Sp. z o.o.	2)	Warsaw	Poland	100.00	PLN	64,718	6,445
Continental Pneus (Portugal) S.A.	2)	Lousado	Portugal	100.00	EUR	6,380	526
Continental Products Corp.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	0	0
Continental Rengas Oy	2)	Helsinki	Finland	100.00	EUR	6,147	463
Continental Rubber of America Corp.	2)	Wilmington, Delaware	U.S.A.	100.00	USD	10,987	2,799
Continental Sime Tyre Marketing Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	13,208	- 36
Continental Sime Tyre PJ Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	179,544	- 17,218
Continental Sime Tyre Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	638,736	12,057
Continental Sime Tyre Technology Centre Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	7,007	- 101
Continental Suisse S.A.	2)	Dietikon	Switzerland	100.00	CHF	36,335	3,869
Continental of Taiwan, Co. Ltd.	2)	Taipei	Taiwan	100.00	TWD	42,551	18,633
Continental Corporate Team Building (Pty.) Ltd.	2)	Port Elizabeth	South Africa	74.00	ZAR	0	0
Continental Temic Electronics (Phils.), Inc.	2)	Manila	Philippines	100.00	PHP	2,855,163	242,652
Continental Automotive Corporation (Lianyungang), Co. Ltd.	2)	Lian Yun Gang	China	60.00	CNY	224,404	52,909
Continental Automotive Corporation Japan K.K.	2)	Yokohama City, Kanagawa	Japan	60.00	JPY	17,685,261	2,796,390
Continental Teves Czech Republic s.r.o.	2)	Jicin	Czech Republic	100.00	CZK	6,835,373	511,745
Continental Teves France SNC	3)	Sarreguemines	France	100.00	EUR	3,256	1,521
Continental Teves Hungaria Kft.	2)	Veszprém	Hungary	100.00	HUF	69,137,956	9,671,699
Continental Automotive Corporation Korea Ltd.	2)	Seoul	South Korea	60.00	KRW	1,484,077	291,876
Continental Teves Portugal - Sistemas de Travagem Lda.	4)	Palmela	Portugal	99.99	EUR	11,659	- 1,974
Continental Teves UK Ltd.	2)	Ebbw Vale	U.K.	100.00	GBP	73,092	8,461
Continental Tire the Americas, LLC	4)	Charlotte, N.C.	U.S.A.	100.00	USD	1,104,866	- 61,613
Continental Tire Servicios, S.A. de C.V.	2)	Mexico City	Mexico	100.00	MXN	- 1,355	1,595
Continental Tires (Shanghai), Co. Ltd.	3)	Shanghai	China	100.00	CNY	30,199	4,321
Continental Tires Espana S.L.	2)	Madrid	Spain	100.00	EUR	34,307	2,200
Continental Tires RUS OOO	2)	Moscow	Russia	100.00	RUB	690,372	- 77,472
Continental Tyre and Rubber Singapore Pte. Ltd.	3)	Singapore	Singapore	100.00	SGD	874	48

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Continental Tyre Group Ltd.	2)	West Drayton	U.K.	100.00	GBP	13,843	2,889
Continental Tyre Investment UK Ltd.	2)	West Drayton	U.K.	100.00	GBP	0	0
Continental Tyre Namibia (Pty.) Ltd.	2)	Windhoek	Namibia	74.00	NAD	0	0
Continental Tyre South Africa (Pty.) Ltd.	2)	Port Elizabeth	South Africa	74.00	ZAR	560,387	127,800
Continental Tyres Ltd.	2)	Newbridge	U.K.	100.00	GBP	- 32,816	- 326
Continental UK Group Holdings Ltd.	2)	West Drayton	U.K.	100.00	GBP	109,788	11,668
Continental výroba pneumatik s.r.o.	2)	Otrokovice	Czech Republic	100.00	CZK	1,566,211	1,359,593
ContiTech Airspring Systems (Ninghai), Co. Ltd.	2)	Ninghai	China	100.00	CNY	17,357	3,633
ContiTech Anoflex SNC	2)	Caluire	France	100.00	EUR	5,014	- 19,463
ContiTech Consulting Mexicana, S.A. de C.V.	2)	Tlalnepantla	Mexico	100.00	MXN	- 5,594	- 579
ContiTech Dae Won Airspring Systems, Co. Ltd.	4)	Seoul	South Korea	51.00	KRW	4,283,021	1,850,378
ContiTech Dis Ticaret Ltd.	2)	Bursa	Turkey	100.00	TRL	12,499	2,229
ContiTech Fluid Mexicana, S.A. de C.V.	3)	Tlalnepantla	Mexico	99.99	MXN	- 213,684	- 209,629
ContiTech France SNC	2)	Sarreguemines	France	100.00	EUR	1,319	506
ContiTech Grand Ocean Fluid (Changchun), Co. Ltd.	2)	Changchun	China	51.00	CNY	57,250	10,420
ContiTech Scandinavia AB	2)	Motala	Sweden	100.00	SEK	81,552	- 16,489
ContiTech India Ltd.	2)	New Delhi	India	100.00	INR	647,952	45,199
ContiTech Japan, Co. Ltd.	2)	Yokohama	Japan	100.00	JPY	12,656	1,837
ContiTech Kautschuk- und Kunststoffvertriebsges. mbH	2)	Wiener Neudorf	Austria	100.00	EUR	4,756	424
ContiTech Lastik Sanayi ve Ticaret AS	3)	Bursa	Turkey	100.00	TRL	84,391	8,738
ContiTech Mexicana, S.A. de C.V.	6)	Tlalnepantla	Mexico	99.99	MXN	257,153	12,086
ContiTech North America, Inc.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	4,637	1,149
ContiTech Printing Blanket Shanghai, Co. Ltd.	2)	Shanghai	China	100.00	CNY	4,185	1,627
S.C. ContiTech Romania S.R.L.	2)	Timisoara	Romania	100.00	RON	202,892	52,404
ContiTech United Kingdom Ltd.	2)	Wigan	U.K.	100.00	GBP	17,183	3,383
ContiTech Vibration Control Slovakia s.r.o.	2)	Dolné Vestenice	Slovakia	100.00	EUR	43,179	349
ContiTech Vibration Control s.r.o.	2)	Dolné Vestenice	Slovakia	100.00	EUR	11,369	9
ContiTech Power Transmission (Ninghai) Ltd.	2)	Ninghai	China	100.00	CNY	47,355	8,210
ContiTech Rubber Industrial Kft.	2)	Szeged	Hungary	100.00	HUF	18,246,169	3,300,925
CTNA Holding Corp.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	22	- 2
CTNA Manufacturing Limited Partnership	4)	Charlotte, N.C.	U.S.A.	100.00	USD	21,465	- 194
Dan-Belt S.A.	3)	Barcelona	Spain	67.00	EUR	5,640	736
Dekkmann Sverige AB	3)	Göteborg	Sweden	100.00	SEK	1,157	5
Dekkmann A/S	2)	Oslo	Norway	100.00	NOK	15,282	846
Dunlop Oil & Marine Ltd.	2)	Grimsby	U.K.	100.00	GBP	5,883	9,132
LMBCI Dupont BVBA	2)	Leuven	Belgium	97.50	EUR	229	- 6
DynaGen, Inc.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	0	0
Synerject, LLC	20)	Wilmington, Delaware	U.S.A.	58.00	USD	13,823	3,662
Englewood Services, Inc.	4)	Charlotte, N.C.	U.S.A.	100.00	USD	0	0
EUCO NV	2)	Zaventem	Belgium	99.90	EUR	420	0
Continental Tire Andina S.A.	2)	Quito	Ecuador	50.00	USD	29,594	2,738
Evergonma S.r.l.	2) 18)	Meran	Italy	100.00	EUR	26	16
FSC Franchising Service Company S.p.A.	2)	Rome	Italy	70.84	EUR	706	234
FSC Servicios de Franquicia S.A.	3)	Madrid	Spain	100.00	EUR	752	22
FSG Hungária Kft.	3)	Töröksbálint	Hungary	50.50	HUF	34,613	2,698
Continental Tire de México, S.A. de C.V.	2)	Anahuac	Mexico	99.99	MXN	422,937	11,788
General Tire International Company	4)	Charlotte, N.C.	U.S.A.	100.00	USD	3,863	0

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
General Tire de México, S.A. de C.V.	2)	Anahuac	Mexico	99.99	MXN	1,671,626	67,360
GTY Tire Company (Partnership)	4)	Charlotte, N.C.	U.S.A.	51.00	USD	80,318	0
ContiTech Fluid Automotive Hungária Kft.	2)	Makó	Hungary	100.00	HUF	9,846,044	762,589
Holding ContiTech SAS	3)	Sarreguemines	France	100.00	EUR	5,400	586
I.T.U. Sarl	2)	Luxembourg	Luxembourg	51.00	EUR	578	106
IMAS A.E.	2)	Volos	Greece	100.00	EUR	66,803	10,709
ITA Indústria Textil do Ave S.A.	3)	Lousado	Portugal	100.00	EUR	16,421	3,887
Irish Tyre Centres Ltd.	2)	Dublin	Ireland	100.00	EUR	- 11	- 11
Matador Alma Ata AS	2)	Alma Ata	Kazakhstan	100.00	KZT	13,359	- 37,908
ZAO Matador RU	2) 18)	Omsk	Russia	100.00	RUB	11,369	- 15,743
MATADOR Slovensko s.r.o.	2)	Púchov	Slovakia	100.00	EUR	5,464	- 1,239
Nogales Servicios, S.A. de C.V.	2)	Nogales	Mexico	100.00	MXN	22,389	7,945
Oktoprint Service, LLC	3)	Moscow	Russia	70.00	RUB	54,200	10,490
SPE AVTEL LLC	2)	Kaluga	Russia	100.00	RUB	238,170	23,281
Phoenix Airspring Technology Kft.	3)	Nyiregyháza	Hungary	100.00	HUF	7,479,497	1,236,383
Phoenix B.V.	3)	Bleiswijk	Netherlands	100.00	EUR	8,359	1,066
ContiTech Beattie Corp.	2)	Houston, Texas	U.S.A.	100.00	USD	10,060	1,880
Phoenix Beattie Ltd.	2)	Ashington	U.K.	100.00	GBP	15,947	2,184
ContiTech Benelux BVBA	3)	Antwerp	Belgium	100.00	EUR	1,391	432
Phoenix Fluid Handling Ltd.	2)	Grimsby	U.K.	100.00	GBP	- 3,382	- 107
Phoenix Oil & Marine Ltd.	2)	Grimsby	U.K.	100.00	GBP	14,923	- 47
S.C. ContiTech Fluid Automotive Romania S.R.L.	2)	Carei	Romania	100.00	RON	28,943	19,350
Phoenix Shanxi Conveyor Belt, Co. Ltd.	5)	Shanxi	China	52.00	CNY	170,076	13,482
S.C. Phoenix Unio S.R.L.	2)	Satu Mare	Romania	100.00	RON	263	- 198
Phoenix Yule Private Ltd.	2)	Calcutta	India	100.00	INR	1,782,294	426,006
Pneus Expert Polska Sp. z o.o.	2)	Warsaw	Poland	100.00	PLN	- 2,935	- 4,137
Profi Reifen- und Autoservice Gesellschaft mbH	2)	Vienna	Austria	100.00	EUR	11,889	- 3,726
PT Continental Sime Tyre Marketing	3)	Petaling Jaya	Indonesia	70.00	IDR	574,041	1,257,031
Roulunds Rubber Korea Ltd.	2)	Yangsan	South Korea	100.00	KRW	33,646,461	6,560,027
ContiTech Roulunds Rubber A/S	3)	Odense	Denmark	100.00	DKK	187,531	11,207
Rundpneu Beteiligungsges. mbH	2)	Vienna	Austria	100.00	EUR	706	5
ContiTech Thermopol S.R.L.	2)	Chisineu	Romania	100.00	RON	- 19,905	- 8,831
Semperit (Ireland) Ltd.	3) 18)	Dublin	Ireland	100.00	EUR	- 80	- 40,790
Semperit (UK) Ltd.	2)	Slough	U.K.	100.00	GBP	3,831	2,131
Semperit Reifen Gesellschaft mbH	2)	Traiskirchen	Austria	100.00	EUR	182,240	20,671
ContiTech Power Transmission Systems (Shanghai) Ltd.	2)	Shanghai	China	100.00	CNY	162,122	41,078
Continental Automotive Systems Czech Republic s.r.o.	2)	Frenštát	Czech Republic	100.00	CZK	3,065,670	1,112,636
Continental Automotive Asnières France S.A.	2)	Asnières	France	100.00	EUR	- 111,251	- 44,798
Continental Funding México, S.A. de C.V., SOFOM ENR	2)	Mexico City	Mexico	100.00	MXN	272,416	16,723
Continental Automotive Hambach France SAS	3)	Rambouillet	France	100.00	EUR	1,019	24
Continental Automotive Systems Corporation	2)	Seoul	South Korea	65.00	KRW	127,383,665	55,753,182
Continental Automotive Asia Pacific, Co. Ltd.	2)	Shanghai	China	100.00	CNY	130,310	48,183
Continental Automotive WuHu, Co. Ltd.	2)	Wuhu	China	88.19	CNY	821,134	486,471
Synerject Motorcycle Systems, Co. Ltd.	15)	Changchun	China	58.00	CNY	n/a	n/a
Continental Global Holding Holding Netherlands B.V.	10)	Amsterdam	Netherlands	100.00	EUR	827,530	- 11
Continental Automotive Holding Netherlands B.V.	10)	Amsterdam	Netherlands	100.00	EUR	526,288	- 43
Continental Tires (Hefei), Co. Ltd.	15)	Hefei	China	100.00	CNY	n/a	n/a
Continental Tyres (Thailand), Co. Ltd.	15)	Bangkok	Thailand	100.00	THB	n/a	n/a

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Continental Tyres of Australia Pty Ltd	2)	Bundoora	Australia	100.00	AUD	712	711
Continental Tire Holding US, LLC	2)	Charlotte	U.S.A.	100.00	USD	-391,385	-30,485
Synerject SAS	15)	Toulouse	France	58.00	EUR	n/a	n/a
Synerject, LLC, French Branch	15)	Toulouse	France	58.00	EUR	n/a	n/a
Synerject Holding SAS	15)	Toulouse	France	58.00	EUR	n/a	n/a
Continental Automotive Switzerland AG	2)	Rüthi	Switzerland	100.00	CHF	-62,487	-32,350
Continental Automotive Changchun, Co. Ltd.	2)	Changchun	China	100.00	CNY	1,700,611	408,815
Continental Automotive (Thailand), Co. Ltd.	3)	Ampur Bang Pa	Thailand	100.00	THB	1,620,721	125,428
Continental Automotive Systems US, Inc.	22)	Auburn Hills, Michigan	U.S.A.	100.00	USD	458,639	71,511
Continental Automotive Austria GmbH	2)	Vienna	Austria	100.00	EUR	17,084	2,466
Continental Automotive Canada, Inc.	23)	Mississauga	Canada	100.00	CAD	-2,302	-3,267
Continental Automotive Japan K.K.	2)	Yokohama City, Kanagawa	Japan	100.00	JPY	1,205,207	380,450
Continental Automotive UK Ltd.	2)	Birmingham	U.K.	100.00	GBP	15,293	-4,275
Continental Automotive Korea Ltd.	2)	Seoul	South Korea	100.00	KRW	6,381,855	953,610
Continental Brasil Indústria Automotiva Ltda.	2)	Guarulhos	Brazil	99.99	BRL	359,342	35,246
Continental Automotive Malaysia Sdn. Bhd.	2)	Prai	Malaysia	100.00	MYR	15,782	4,781
Continental Automotive Belgium NV	2)	Zaventem	Belgium	100.00	EUR	7,628	884
OOO Continental Automotive RUS	2)	Moscow	Russia	76.00	RUB	532,065	22,729
Continental Automotive Singapore Pte. Ltd.	2)	Singapore	Singapore	100.00	SGD	20,030	5,096
Continental Pty Ltd	2)	Heidelberg West	Australia	100.00	AUD	15,796	-5,499
Continental Automotive Rambouillet France SAS	2)	Rambouillet	France	100.00	EUR	3,362	-4,539
Continental Automotive Trading France SAS	3)	Rungis	France	100.00	EUR	18,250	806
Continental Automotive France SAS	2)	Toulouse	France	100.00	EUR	103,819	-11,579
Continental Automotive Romania S.R.L.	2)	Timisoara	Romania	99.90	RON	-38,924	-21,148
Continental Automotive Telford UK Ltd.	2)	Telford	U.K.	100.00	GBP	19,159	8
Continental Automotive Spain S.A.	2)	Barcelona	Spain	100.00	EUR	49,387	-9,446
Continental Automotive Components Malaysia Sdn. Bhd.	2)	Prai	Malaysia	100.00	MYR	255,973	61,934
Continental Automotive Instruments Malaysia Sdn. Bhd.	2)	Prai	Malaysia	100.00	MYR	35,065	3,176
Continental Automotive Electronics, LLC	2)	Chongwongun	South Korea	100.00	KRW	78,918,318	-12,730,074
Continental Automotive Guadalajara México, S.A. de C.V.	2)	Guadalajara	Mexico	100.00	MXN	1,390,513	12,111
Continental Guadalajara Services México, S.A. de C.V.	2)	Guadalajara	Mexico	100.00	MXN	93,660	906
Continental Automotive Trading Nederland B.V.	3)	Amsterdam	Netherlands	100.00	EUR	29,972	-786
Continental Automotive Trading Österreich GmbH	2)	Vienna	Austria	100.00	EUR	5,953	172
Continental Automotive Trading UK Ltd.	2)	Birmingham	U.K.	100.00	GBP	11,776	-158
Continental Automotive Italy S.p.A.	2)	Pisa	Italy	100.00	EUR	41,512	-29,858
Sime Rubber Industries Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	6,784	-6
Continental Sime Tyre AS Sdn. Bhd.	2)	Alor Setar	Malaysia	70.00	MYR	79,293	-48,643
Sime Tyres Marketing Sdn. Bhd.	2)	Petaling Jaya	Malaysia	70.00	MYR	15,412	693
Continental Indústria e Comércio Automotivos Ltda.	2)	Manaus	Brazil	99.89	BRL	43,604	-1,006
Continental Indústria e Comércio de Peças de Reposicao Automotivas Ltda.	2)	Sao Paulo	Brazil	99.89	BRL	45,179	5,312
OOO Continental Automotive Engineering RUS	23) 18)	Moscow	Russia	51.00	RUB	475	204
Continental Automotive Systems Holding US, Inc.	23)	Auburn Hills, Michigan	U.S.A.	100.00	USD	1,785,083	52
Continental Automotive Trading Italia S.r.l.	2)	Milan	Italy	100.00	EUR	9,286	288
Syrma A.E.	2)	Volos	Greece	100.00	EUR	12,059	586
Temic Automotive (Phils.), Inc.	2)	Manila	Philippines	100.00	PHP	1,327,502	71,571
Continental Automotive Systems, Inc.	5)	Auburn Hills, Michigan	U.S.A.	100.00	USD	854,318	-55,697

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Temic Servicios, S.A. de C.V.	4)	Villa de Ayala	Mexico	100.00	MXN	18,979	3,746
TEMIC Telefunken Microelectric Hungary Kft.	2)	Budapest	Hungary	100.00	HUF	17,420,373	- 4,664,903
Teves Servicios, S.A. de C.V.	3)	Tlalnepantla	Mexico	100.00	MXN	8,888	2,982
Thermopol (1990) Ltd.	3) 18)	Crawley	U.K.	100.00	GBP	7	n/a
ContiTech Thermopol, LLC	2)	Somersworth	U.S.A.	100.00	USD	7,336	894
Thermopol International Ltd.	3) 18)	London	U.K.	100.00	GBP	4,220	2,408
ContiTech Thermopol Korea Ltd.	2)	Chollabuk-Do	South Korea	100.00	KRW	6,215,093	830,621
ContiTech Thermopol Ltd.	4) 18)	Crawley	U.K.	100.00	GBP	2,922	- 1,049
Thunder Racing (Pty.) Ltd.	2)	Port Elizabeth	South Africa	74.00	ZAR	9	0
TIC Roulunds (Italia) S.p.A.	3)	Padovana	Italy	85.00	EUR	2,852	594
Tyre Reinsurance (Ireland) Ltd.	3)	Dublin	Ireland	100.00	EUR	14,463	2,650
U.T.I. S.A.	3)	Brussels	Belgium	84.64	EUR	715	- 14
Continental Automotive Holdings UK Ltd.	2)	Birmingham	U.K.	100.00	GBP	4,455	- 35
Continental Automotive Holding Spain S.L.	2)	Barcelona	Spain	100.00	EUR	9,692	0
Viking Tyres (UK) Ltd.	2)	Oxon	U.K.	100.00	GBP	0	- 500
VIPOTEST s.r.o.	2)	Partizánske	Slovakia	88.00	EUR	970	338
Continental Global Holding Netherlands B.V.	2)	Amsterdam	Netherlands	100.00	EUR	2,502,292	1,678,423
Continental Automotive India Private Ltd.	2)	New Delhi	India	100.00	INR	852	752
Otomotiv Lastikleri Tevzi AS (OLTAS)	2)	Istanbul	Turkey	99.74	TRL	8,057	1,200
ContiTech China Rubber & Plastics Technology Ltd.	15)	Changshun	China	100.00	CNY	n/a	n/a
Changchu ContiTech Trading Ltd.	14)	Changchu	China	100.00	CNY	n/a	n/a
Kolubara Univerzal D.O.O.	2)	Veliki Crljeni	Serbia	100.00	RSD	1,628,779	115,647
Continental Rico Hydraulic Brakes India Private Ltd.	7)	Gurgaon	India	50.00	INR	870,000	- 352,668
Phoenix Rubber Products Sdn. Bhd.	2) 18)	Kedah Darulaman	Malaysia	100.00	MYR	27,598	0
Tikka Spikes Oy	2)	Tikkakoski	Finland	100.00	EUR	- 808	- 1,567
OOO Tikka	4) 18)	St. Petersburg	Russia	100.00	RUB	3,489	3,479
Eu-Retec (Private) Ltd.	2)	Kalutara	Sri Lanka	51.00	LKR	484,522	77,660
Continental Brake Systems (Shanghai), Co. Ltd.	14)	Shanghai	China	51.00	CNY	n/a	n/a
Continental Tires Holding Singapore Pte. Ltd.	14)	Singapore	Singapore	100.00	SGD	n/a	n/a
Wohlfahrtseinrichtung für die Arbeiter und Angestellten der Semperit Reifen AG, GmbH	2)	Traiskirchen	Austria	100.00	EUR	154	2

II. Investments in Associates

Company	Foot-note	Registered office	Share of capital in %	Equity in €'000s	Annual result in €'000s
Germany					
ContiTech-INA Beteiligungsgesellschaft mbH	2)	Hanover	50.00	60	4
ContiTech-INA GmbH & Co. KG	2)	Hanover	50.00	367	- 8
Deutsche Gasrußwerke GmbH	2)	Dortmund	37.84	163	33
Drahtcord Saar Geschäftsführungs-Gesellschaft mbH	2)	Merzig, Saar	50.00	35	4
Drahtcord Saar GmbH & Co. KG	2)	Merzig, Saar	50.00	11,075	338
Emitec Gesellschaft für Emissionstechnologie mbH	2)	Lohmar	50.00	26,717	- 2,676
IAV GmbH Ingenieurgesellschaft Auto und Verkehr	2)	Berlin	20.00	52,248	- 8,912
Kienzle Argo GmbH	2)	Leipzig	34.67	1,240	18
Link European Automotive Technology GmbH & Co. KG	14)	Koblenz	50.00	n/a	n/a
LEAT Verwaltungs GmbH	14)	Koblenz	50.00	n/a	n/a
Kienzle Rheinapparate GmbH	2)	Düsseldorf	22.88	2,406	262
Kommanditgesellschaft Deutsche Gasrußwerke GmbH & Co.	2)	Dortmund	33.67	8,393	714
Korso Industriebeteiligungsgesellschaft mbH	2)	Hanover	50.00	24,197	- 7
Leukos Handelsgesellschaft für Kautschukprodukte mbH	2)	Hanover	50.00	4,988	0
MC Syncro Supply GmbH	3)	Hanover	50.00	4,446	834
Radsystem GmbH	3)	Zwickau	50.00	14,813	3,076
SupplyOn AG	2)	Hallbergmoos	22.50	7,980	1,872
SAS Autosystemtechnik GmbH & Co. KG	2)	Karlsruhe	50.00	36,144	30,283
vogtronics GmbH	2)	Erlau/Obernzell	26.00	3,970	5,025
S-Y Systems Technologies Europe GmbH	19)	Regensburg	50.00	30,414	35,070
Containertransporte Wesseler GmbH	2)	Melle	24.90	3,755	751
TEA Technologiezentrum Emissionsfreie Antriebe GmbH	2)	Berlin	20.00	214	0
VR-Leasing Optima GmbH & Co. Immobilien KG	2)	Eschborn	20.00	- 265	75
IMF Fahrzeugsicherheit Verwaltungs GmbH	8)	Gifhorn	20.00	32	0
IMF Fahrzeugsicherheit GmbH & Co. KG	8)	Gifhorn	20.00	3,741	144
IAV Products GmbH	2)	Berlin	20.00	- 445	- 369
Consulting4Drive GmbH	2)	Berlin	20.00	- 498	11
IAV Spreebogen Verwaltungs GmbH	2)	Berlin	20.00	33	2
Zweite IAV-Spreebogen GmbH & Co. KG	2)	Berlin	20.00	32	21
Dritte IAV-Spreebogen GmbH & Co. KG	2)	Berlin	20.00	- 62	- 21
HUTERA Grundstücks-Vermietungsgesellschaft mbH & Objekt Gifhorn KG	2)	Eschborn	20.00	785	775
IAV Forschungs GmbH	2)	Berlin	20.00	25	0
Emitec Beteiligungsgesellschaft mbH	2)	Lohmar	50.00	47	4
Emitec Produktion Eisenach GmbH	2)	Hörselberg	50.00	5,138	0
Emitec Produktion Lohmar GmbH & Co. KG	2)	Lohmar	50.00	902	- 990
SAS Autosystemtechnik Verwaltungs GmbH	2)	Karlsruhe	50.00	24,984	0
SAS Autosystemtechnik Zwickau Verwaltungs GmbH	2)	Zwickau	50.00	28	1
SAS Autosystemtechnik Zwickau GmbH & Co. KG	2)	Zwickau	50.00	163	771

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Outside Germany							
ABC Fitment Centre (Pty.) Ltd.	2)	Port Elizabeth	South Africa	36.26	ZAR	354	- 428
Agricultura Comercial (Agicom) S.A.	2)	Cuenca	Ecuador	39.59	USD	958	67
Agrypo S.A.	2)	Cuenca	Ecuador	39.59	USD	87	50
Andujar S.A.	2)	Cuenca	Ecuador	39.59	USD	11,471	3,347
MC Syncro South Africa (Pty.) Ltd.	2)	Pretoria	South Africa	49.90	ZAR	506	7,652
BAWE spol. s r.o.	2)	Zlín	Czech Republic	41.65	CZK	50,208	1,200
Tecnicentro Eguiguren S.A.	2)	Guayaquil	Ecuador	20.19	USD	2,043	721
Tecnicentro del Austro S.A. (Tedasa)	2)	Guayaquil	Ecuador	20.13	USD	2,184	551
Bando-Scholtz Corp.	14)	Kakogawa	Japan	50.00	JPY	n/a	n/a
Continental Teves Taiwan, Co. Ltd.	2)	Taipei	Taiwan	51.00	TWD	93,503	- 33,168
S.C. Cord Romania S.R.L.	2)	Slatina	Romania	20.00	RON	78,842	4,953
Ercoparts Trading S.A.	2)	Quito	Ecuador	39.59	USD	4,260	1,694
D. M. Services SARL	2)	Luxembourg	Luxembourg	24.48	EUR	234	- 42
ECO Anvelope S.A.	2)	Bucharest	Romania	20.00	RON	1,151	- 126
Enlog Ensamblaje Logística de Conjuntos S.A.	3)	Figueroelas	Spain	50.00	EUR	5,305	1,653
Euro Fitting Invoicing NV	3)	Desteldonk	Belgium	49.93	EUR	1,750	438
Euro-Fitting Management NV	3)	Ghent	Belgium	49.90	EUR	110	86
F & M Co. Limited Partnership	3)	Akron, Ohio	U.S.A.	22.50	USD	597	202
FIT Automocion S.A.	2)	Bergara	Spain	34.00	EUR	16,146	4,054
General Tyre East Africa Ltd.	4) 18)	Arusha	Tanzania	26.00	TZS	0	0
General Tire Marocco Ltd.	18)	Casablanca	Morocco	34.17	MAD	n/a	n/a
Highway Two, LLC	3)	Charlton	U.S.A.	50.00	USD	638	223
Hjulsystem MCP AB	2)	Göteborg	Sweden	50.00	SEK	6,430	1,770
Korea EMS, Co. Ltd.	2)	Inchon	South Korea	50.00	KRW	- 1,481,205	650,179
OOO Matador Kordiant	3)	Omsk	Russia	50.00	RUB	1,912	504
Matador Omskshina a.s.z.t.	2)	Omsk	Russia	50.00	RUB	618,124	4,751
MC Projects B.V.	2)	Amsterdam	Netherlands	50.00	EUR	78,672	- 870
MC Syncro Bratislava s.r.o.	3)	Bratislava	Slovakia	50.00	SKK	- 13,779	- 6,209
MC Syncro France S.A.	3)	Onnaing	France	49.90	EUR	2,867	569
MC Syncro Kolín s.r.o.	2)	Kolín	Czech Republic	50.00	CZK	74,815	29,048
MC Syncro NV	3)	Ghent	Belgium	50.00	EUR	10,173	1,879
MC Syncro Vigo S.A.	3)	Madrid	Spain	50.00	EUR	1,787	1,120
Obnova BUS spol. s r.o.	2)	Brno	Czech Republic	34.00	CZK	1,741	83
Obnova JaK s.r.o.	2)	Slany	Czech Republic	35.12	CZK	12,523	285
Phoenix Vibration Controls B.V.	2)	Amsterdam	Netherlands	50.00	EUR	275	54
Pneus Sette S.r.l.	2)	Acqui Terme	Italy	40.00	EUR	331	19
PT Indo VDO Instruments, Co. Ltd.	2)	Jakarta	Indonesia	50.00	IDR	3,390,331	1,319,462
Radsystem Hambach SAS	2)	Hambach	France	50.00	EUR	2,717	961
Sansuy Benecke Ltda.	2)	Sao Paulo	Brazil	50.00	BRL	2,209	226
Segurillanta S.A.	2)	Manta	Ecuador	27.36	USD	1,512	438
Shanghai Automotive Brake Systems, Co. Ltd.	2)	Shanghai	China	49.00	CNY	946,061	261,309
Signus Ecovalor S.L.	2)	Madrid	Spain	20.00	EUR	200	0
Tecnicentro Guayaquil (Tecniguay) S.A.	2)	Guayaquil	Ecuador	25.73	USD	1,243	408
DUAP AG	2)	Herzogenbuchsee	Switzerland	20.00	CHF	11,068	1,102
Tecnillanta S.A.	2)	Quito	Ecuador	27.49	USD	489	183
TW-Fitting-NA LLC	2)	Wilmington, Delaware	U.S.A.	49.90	USD	- 9,617	- 1,055
VIPO a.s.	2)	Partizánske	Slovakia	24.84	EUR	970	338
Continental Automotive Infotronics Private Limited	19)	Chennai	India	50.00	INR	50,000	- 57,664
Alphapeak Ltd.	2)	Sutton Coldfield	U.K.	50.00	GBP	1,519	233

Company	Foot-note	Registered office	Country	Share of capital in %	Local currency	Equity in '000s	Annual result in '000s
Yokohama Continental Tire, Co. Ltd.	19)	Tokyo	Japan	50.00	JPY	127,091	17,138
IAV Automotive Engineering Inc.	2)	Northville	U.S.A.	20.00	USD	179	- 5,312
IAV Korea Co., Ltd.	3)	Kyungkido	South Korea	20.00	KRW	- 3,548	108,349
IAV do Brasil Ltda.	2)	Sao Paulo	Brazil	20.00	BRL	252	20
IAV Automotive Engineering (Shanghai) Co., Ltd.	2)	Shanghai	China	20.00	CNY	7,608	1,838
IAV U.K. Ltd.	2)	Basildon	U.K.	20.00	GBP	198	- 19
IAV SASU	2)	Gyancourt	France	20.00	EUR	7	13
IAV Co., Ltd.	2)	Tokyo	Japan	20.00	JPY	- 26,321	- 17,352
IAV India Private Limited	21)	Pune	India	20.00	INR	11,244	- 2,104
IAV Rus, LLC	2)	Rossijy	Russia	20.00	RUB	- 36	- 17
Emitec Emission Control Technologies India Pvt. Ltd.	2)	Pune	India	50.00	INR	203,766	28,254
Emitec Inc.	2)	Fountain Inn, South Carolina	U.S.A.	50.00	USD	13,082	27
Grundfos NoNOx A/S	14)	Bjerringbro	Denmark	50.00	DKK	n/a	n/a
Emitec Korea Inc.	2)	Seoul	South Korea	50.00	KRW	328,000	87,000
Emitec Japan K.K.	2)	Tokyo	Japan	50.00	JPY	67,230	3,663
Cockpit Automotive Systems Douai SNC	2)	Douai	France	50.00	EUR	1,996	1,847
SAS Automotive Belgium N.V.	2)	Ghent	Belgium	50.00	EUR	3,406	450
SAS Automotive do Brasil Ltda	2)	Sao José dos Pinhais	Brazil	50.00	BRL	1,786	- 24
SAS Automotriz Argentina S.A.	2)	San Martin	Argentina	50.00	ARS	- 8,784	- 9,120
SAS Autosystemtechnik S.A.	2)	Pamplona	Spain	50.00	EUR	6,608	2,809
SAS Automotive Systems, S.A. de C.V.	2)	Puebla	Mexico	50.00	MXN	8,966	8,916
SAS Automotive RSA (Pty) Ltd	2)	Rossllyn	South Africa	50.00	RSD	- 18,771	- 5,000
SAS Automotive France SAS	2)	Nanterre	France	50.00	EUR	2,335	135
SAS Automotive USA, Inc.	2)	Sterling Heights	U.S.A.	50.00	EUR	- 5,697	- 1,806
SAS Automotive Ltd.	2)	Solihull	U.K.	50.00	GBP	- 1,321	- 5,550
SAS Automotive s.r.o.	2)	Bratislava	Slovakia	50.00	EUR	2,523	290
SAS Autosystemtechnik s.r.o.	2)	Mladá Boleslav	Czech Republic	50.00	CZK	271,356	247,659
SAS Autosystemtechnik de Portugal, Unipessoal, Lda	2)	Palmela	Portugal	50.00	EUR	2,966	2,366
SAS Autosystemtechnik Valencia, S.L.	2)	Navarra	Spain	50.00	EUR	2,418	2,725
SAS Automotive Systems y Services S.A. de C.V.	2)	Puebla	Mexico	50.00	MXN	1,032	- 909
SupplyOn North America Inc.	2)	Bloomfield, Michigan	U.S.A.	22.50	USD	221	69
SUMIDA Components de Mexico S.A. de C.V.	2)	Zapopan, Jalisco	Mexico	26.00	USD	9,880	- 56
S-Y Systems Technologies France SAS	19)	Voisins-le-Bretteuneux	France	50.00	EUR	27,104	9,033
S-Y Systems Technologies Spain S.L.	2)	Madrid	Spain	50.00	EUR	- 224	- 227
SY Systems otomotive Ltd. Sti.	19)	Mudanya Bursa	Turkey	49.98	TRL	- 1,017	- 791
Lemp SAS Automotriz S.A.	18)	Cordoba	Argentina	25.00	ARS	n/a	n/a
SUMIDA Slovenija d.o.o.	2)	Blejska Dobrava	Slovenia	26.00	EUR	5,499	937

¹ Figures for fiscal year 2009.

² Profit-and-loss transfer agreements exist with these companies.

³ Figures for fiscal year 2009.

⁴ Figures for fiscal year 2008.

⁵ Figures for fiscal year 2007.

⁶ Figures for fiscal year 2006.

⁷ Figures for fiscal year 2004. .

⁸ Results for the short fiscal year of January 3, 2009 to March 31, 2010.

⁹ Results for the short fiscal year of October 1, 2009 to December 31, 2009.

¹⁰ Results for the short fiscal year of August 1, 2009 to December 31, 2009.

¹¹ Profit-and-loss transfer agreements exist with these companies.

¹² Results for the short fiscal year of June 4, 2009 to December 31, 2009.

¹³ Results for the short fiscal year of April 30, 2009 to December 31, 2009.

¹⁴ Results for the short fiscal year of October 1, 2007 to December 31, 2008.

¹⁵ Results for the short fiscal year of May 1, 2007 to September 30, 2007.

¹⁶ Company founded/acquired in 2010.

No figures for 2010 are available yet.

¹⁷ Company founded/acquired in 2009.

No figures for 2009 are available yet.

¹⁸ Company founded/acquired in 2008.

No figures for 2008 are available yet.

¹⁹ Disclosure in line with Section 285 No. 11a HGB:

Continental AG is a personally liable partner.

²⁰ Is in liquidation.

²¹ Annual result for April 1, 2009 to March 31, 2010.

²² Annual result for July 1, 2008 to June 30, 2009.

²³ Annual result for April 1, 2008 to March 31, 2009.

²⁴ Annual result for October 1, 2007 to September 30, 2008.

²⁵ Annual result for October 1, 2006 to September 30, 2007.

Distribution of Net Income

After the inclusion of the loss carryforward from the previous year amounting to €993.7 million, accumulated profits amounted to €61,133,207.52. The Supervisory Board and Executive Board will propose to the Annual Shareholders' Meeting to carry forward the accumulated profits to new account.

Hanover, February 8, 2011

Continental Aktiengesellschaft

The Executive Board

Independent Auditor's Report

We have audited the annual financial statements, comprising the balance sheet, the income statement and the notes to the financial statements, together with the bookkeeping system and its report on the position of the Company and the Group prepared by the Continental Aktiengesellschaft for the business year from January 1 to December 31, 2010. The maintenance of the books and records and the preparation of the annual financial statements and management report in accordance with German commercial law are the responsibility of the Company's management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, and the management report based on our audit.

We conducted our audit of the annual financial statements in accordance with Article 317 *HGB* and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with principles of proper accounting and in the management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles

used and significant estimates made by management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with principles of proper accounting. The management report is consistent with the annual financial statements and as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

Hanover, February 15, 2011

KPMG AG
Wirtschaftsprüfungsgesellschaft

Dr. Bartels-Hetzler
Wirtschaftsprüfer

Dr. Thümler
Wirtschaftsprüfer

Responsibility Statement in Accordance with Sections 264 (2) and 289 (1) of the German Commercial Code (*Handelsgesetzbuch*)

To the best of our knowledge, and in accordance with the applicable reporting principles, the annual financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of Continental AG, and the management report for Continental AG and the corporation includes a fair review of the development and performance of the business and the position of Continental AG and the corporation, to-

gether with a description of the principal opportunities and risks associated with the expected development of Continental AG and the corporation.

Hanover, February 8, 2011

Continental Aktiengesellschaft

The Executive Board

Other Directorships – The Executive Board

List of the positions held by current and former Executive Board members on statutory supervisory boards and on comparable controlling bodies of companies in Germany and abroad in accordance with Section 285 No. 10 of the German Commercial Code (*Handelsgesetzbuch*):

Companies with no country specified are located in Germany.

Dr. Elmar Degenhart

Chairman

Corporate Communications

Corporate Quality and Environment

ContiTech AG, Hanover* (Chairman)

José A. Avila

Powertrain Division

Continental Automotive Systems, Inc., Auburn Hills, Michigan, U.S.A.* (until December 31, 2010)

Dr. Ralf Cramer

Chassis & Safety Division

Continental Automotive Corporation, Yokohama, Japan*; Continental Automotive, Inc., Fort Mill, South Carolina, U.S.A.* (since January 1, 2011); Continental Automotive Systems, Inc., Auburn Hills, Michigan, U.S.A.*; Continental Automotive Systems US, Inc., Auburn Hills, Michigan, U.S.A.* (since January 1, 2011); Continental Automotive Systems Holding US, Inc., Auburn Hills, Michigan, U.S.A.* (since January 1, 2011)

Helmut Matschi

Interior Division

SAS Autosystemtechnik Verwaltungs GmbH, Karlsruhe; S-Y Systems Technologies Europe GmbH, Regensburg; ERTICO - ITS Europe, Brussels, Belgium; Continental Automotive Systems, Inc., Auburn Hills, Michigan, U.S.A.* (until December 31, 2010)

Dr. Hans-Joachim Nikolin

Commercial Vehicle Tires Divisions, Purchasing

TÜV Nord AG, Hanover (since August 31, 2010); Continental Reifen Deutschland GmbH, Hanover* (Chairman); TÜV Hannover/Sachsen-Anhalt e.V., Hanover; Drahtcord Saar GmbH & Co. KG, Merzig; KG Deutsche Gasrößwerke GmbH & Co., Dortmund; Continental Sime Tyre Sdn. Bhd., Petaling Jaya, Malaysia*; Continental Tires the Americas LLC, Fort Mill,

South Carolina, U.S.A.*; Continental Tire Holding US LLC, Fort Mill, South Carolina, U.S.A.*; Continental Tyre South Africa (PTY) Limited, Port Elizabeth, South Africa*; Matador RU Slovintrade Z.A.O., Omsk, Russia*

Wolfgang Schäfer

Finance, Controlling, IT and Law

Continental Automotive, Inc., Fort Mill, South Carolina, U.S.A.*; Continental Automotive Systems, Inc., Auburn Hills, Michigan, U.S.A.*; Continental Automotive Systems US, Inc., Auburn Hills, Michigan, U.S.A.*; Continental Rubber of America, Corp, Fort Mill, South Carolina, U.S.A.* (all since January 1, 2011)

Nikolai Setzer

Passenger and Light Truck Tires Division

Continental Reifen Deutschland GmbH, Hanover*; Continental Automotive, Inc., Fort Mill, South Carolina* (until December 31, 2010); Continental Tires the Americas LLC, Fort Mill, South Carolina, U.S.A.*; Continental Tire Holding US LLC, Fort Mill, South Carolina, U.S.A.*

Heinz-Gerhard Wente

ContiTech Division

Human Resources, Director of Labor Relations

Benecke-Kaliko AG, Hanover* (Vice Chairman); ContiTech Antriebssysteme GmbH, Hanover* (Chairman); ContiTech Elastomer Beschichtungen GmbH, Hanover* (Chairman); ContiTech Fluid Automotive GmbH, Hamburg* (Vice Chairman); ContiTech Luftfedersysteme GmbH, Hanover* (Chairman); ContiTech MGW GmbH, Hann. Münden* (Vice Chairman); ContiTech Schlauch GmbH, Hanover* (Chairman); ContiTech Techno-Chemie GmbH, Karben* (Chairman); ContiTech Transportbandsysteme GmbH, Hanover* (Chairman); ContiTech Vibration Control GmbH, Hanover* (Chairman); Phoenix Compounding Technology GmbH, Hamburg* (Chairman); ContiTech Fluid Shanghai Co. Ltd, Shanghai, China*; ContiTech Grand Ocean Changchun Co. Ltd., Changchun, China*; ContiTech North America, Inc., Montvale, New Jersey, U.S.A.*; ContiTech Thermopol LLC, Somersworth, New Jersey, U.S.A.*; ContiTech Beattie Corp., Houston, Texas, U.S.A.*

*Consolidated companies pursuant to Section 100 (2) of the German Stock Corporation Act (*Aktiengesetz*).

Other Directorships – The Supervisory Board

Memberships of other statutory supervisory boards and of comparable controlling bodies of companies in Germany and abroad in accordance with Section 285 No. 10 of the German Commercial Code (*Handelsgesetzbuch*):

Companies with no country specified are located in Germany.

**Prof. Dr. Ing. Wolfgang Reitzle, Chairman
President and CEO of Linde AG**

**Werner Bischoff*, Vice Chairman
Trade Union Secretary, IG BCE
(Mining, Chemical, and Energy Industrial Union)**
Evonik Degussa GmbH, Essen; Evonik Industries AG, Essen; RWE AG, Essen; RWE Dea AG, Hamburg; RWE Power AG, Essen

Michael Deister*
**Chairman of the Works Council for the
Stöcken Plant**

Dr. Gunter Dunkel
**Chairman of the Board of Management of
Norddeutsche Landesbank Girozentrale**
Bremer Landesbank Kreditanstalt Oldenburg Girozentrale, Bremen**; DekaBank Deutsche Girozentrale, Frankfurt/Main; Deutsche Hypothekenbank AG, Hanover (Chairman)**; Joh. Berenberg, Gossler Co. KG, Hamburg (until August 2010); LHI Leasing GmbH, Pullach (Vice Chairman); Norddeutsche Landesbank Luxembourg S.A., Luxembourg (Chairman)**; Skandifinanz Bank AG, Zurich, Switzerland (Chairman of the Board of Directors)**

Hans Fischl*
**Chairman of the Works Council for the Regensburg
Location, Chairman of the Corporate Works
Council of Continental AG and Member of the
Central Works Council of Continental Automotive
GmbH**
Continental Automotive GmbH, Regensburg**

Dr. Jürgen Geißinger
President and CEO of Schaeffler GmbH
MTU Aero Engines Holding AG, Munich; MTU Aero Engines GmbH, Munich; Schaeffler Group USA Inc., Fort Mill, South Carolina, U.S.A.**; Schaeffler Holding (China) Co. Ltd., Changsa, China**

Prof. Dr. Ing. E. h. Hans-Olaf Henkel
Honorary Professor at the University of Mannheim
Bayer AG, Leverkusen; Daimler Luft- und Raumfahrt Holding AG, Munich; Heliad Equity Partners GmbH & Co. KGaA, Frankfurt/Main, SMS GmbH, Düsseldorf; Ringier AG, Zofingen, Switzerland

Michael Iglhaut*
**Chairman of the Works Council for the Frankfurt
Location, Chairman of the Central Works Council
of Continental Teves AG & Co. oHG**

Rolf Koerfer
Lawyer
GLOBALE Rückversicherungs-AG, Cologne
**Member of the Supervisory Board until
November 29, 2010**

Jörg Köhlinger*
**Trade Union Secretary, IG Metall (Metalworkers'
Union) for the District of Frankfurt, and IG Metall
Delegate for the Corporate Works Council, the
Central Works Council of Continental Teves, as
well as the Supervisory Committee of the Central
Works Councils of Continental Teves, Temic und
Automotive**
Rasselstein GmbH, Andernach

Prof. Dr. Klaus Mangold
**Chairman of the Supervisory Board of
Rothschild GmbH**
Leipziger Messe GmbH, Leipzig; Metro AG, Düsseldorf; Rothschild GmbH, Frankfurt/Main (Chairman); TUI AG, Hanover; Universitätsklinikum Freiburg, Freiburg; Alstom S.A., Paris, France; The Chubb Group of Insurance Companies, New York, U.S.A. (until April 2010)

Hartmut Meine*

District Manager of IG Metall (Metalworkers' Union) for Lower Saxony and Saxony-Anhalt

KME AG, Osnabrück; Volkswagen AG, Wolfsburg

Dirk Nordmann*

Chairman of the Works Council for the Vahrenwald Plant, ContiTech Antriebssysteme GmbH

Artur Otto*

Sales and Marketing Director of Continental Engineering Services

Member of the Supervisory Board since May 1, 2010

Dr. Thorsten Reese*

Head of Corporate Quality and Environment

Member of the Supervisory Board until April 30, 2010

Klaus Rosenfeld

CFO of the Schaeffler Group

Georg F. W. Schaeffler

Partner of the Schaeffler Group

Schaeffler GmbH, Herzogenaurach** (Chairman) (since September 2010)

Maria-Elisabeth Schaeffler

Partner of the Schaeffler Group

Schaeffler GmbH, Herzogenaurach** (since September 2010); Österreichische Industrieholding AG, Vienna, Austria

Jörg Schönfelder*

Chairman of the Works Council for the Korbach Plant

Continental Reifen Deutschland GmbH, Hanover**

Dr. Bernd W. Voss

Member of various Supervisory Boards

Wacker Chemie AG, Munich; ABB Ltd., Zurich, Switzerland

Erwin Wörle*

Chairman of the Works Council of Conti Temic microelectronic GmbH, Ingolstadt

Conti Temic microelectronic GmbH, Nuremberg** (Vice Chairman)

Prof. KR Ing. Siegfried Wolf

Chairman of the Board of Directors of Russian Machines OJSC

Banque Baring Brothers Sturza SA, Geneva, Switzerland; GAZ Group, Nizhny Novgorod, Russia (Chairman); Österreichische Industrieholding AG, Vienna, Austria; Russian Machines OJSC, Moscow, Russia (Chairman); Siemens Aktiengesellschaft Austria, Vienna, Austria; STRABAG SE, Vienna, Austria; VERBUND AG, Vienna, Austria

Member of the Supervisory Board since December 6, 2010

* Employee representative.

**Consolidated companies pursuant to Section 100 (2) of the German Stock Corporation Act (*Aktiengesetz*).

Members of the Supervisory Board Committees:

1. Chairman's Committee and Mediation

Committee required under Section 27 (3) of the German Co-determination Act (*Mitbestimmungsgesetz*)

Prof. Dr. Ing. Wolfgang Reitzle; Werner Bischoff; Hans Fischl; Rolf Koerfer (until November 29, 2010); Georg F. W. Schaeffler (since December 14, 2010)

2. Audit Committee

Dr. Bernd W. Voss, Chairman; Michael Deister; Hartmut Meine (since September 29, 2010); Dr. Thorsten Reese (until April 30, 2010); Klaus Rosenfeld

3. Nomination Committee

Prof. Dr. Ing. Wolfgang Reitzle; Rolf Koerfer (until November 29, 2010); Georg F. W. Schaeffler (since December 14, 2010); Maria-Elisabeth Schaeffler, Dr. Bernd W. Voss

Financial Calendar

2011

Annual Financial Press Conference	March 3
Analyst Conference	March 3
Annual Shareholders' Meeting	April 28
Interim Report as of March 31, 2011	May 5
Interim Report as of June 30, 2011	July 29
Interim Report as of September 30, 2011	November 3

2012

Annual Financial Press Conference	February
Analyst Conference	February
Annual Shareholders' Meeting	April 27
Interim Report as of March 31, 2012	May
Interim Report as of June 30, 2012	July
Interim Report as of September 30, 2012	November

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