



NEWS RELEASE

Thor Industries Provides Update On Erwin Hymer Group Acquisition

1/21/2019

ELKHART, Ind., Jan. 21, 2019 /PRNewswire/ -- Thor Industries, Inc. (NYSE: **THO**) today provided an update on its pending acquisition of the Erwin Hymer Group (EHG). The Company announced that Thor and the sellers are finalizing discussions to exclude EHG's North American operations from Thor's purchase of EHG. Thor and EHG are currently negotiating appropriate revisions to the terms of the stock purchase agreement including adjustments to the purchase price and assumed liabilities as a consequence of the exclusion of EHG's North American operations.

Upon completion of the current negotiations, Thor will provide an update regarding the changes to the financial terms of the agreement resulting from the exclusion of the EHG's North American operations from the transaction. The revised terms are expected to include, among other things, both a reduction in the purchase price and a reduction in the obligations the Company would have otherwise assumed under the terms of the original stock purchase agreement, as well as a reduction in the acquisition financing debt the Company has syndicated to fund the purchase. The equity consideration component of the purchase price is not anticipated to change and the negotiated adjustments are expected to be made within the terms of the Company's committed acquisition debt financing agreements.

The combination of Thor and EHG will create the world's largest RV manufacturer, with leading positions in both North America and Europe. EHG's European operations, which represent the vast majority and core of EHG's operations, were and are the driving strategic rationale for the acquisition. The acquisition of EHG will provide attractive growth opportunities for the Company, both in the near and long term, through EHG's access to the growing European RV market.

Thor noted that it has received all requisite regulatory approvals. Thor expects that its purchase of EHG will be

completed within the Company's fiscal third quarter.

About Thor Industries, Inc.

Thor is the sole owner of operating subsidiaries that, combined, represent the world's largest manufacturer of recreational vehicles. For more information on the Company and its products, please go to

www.thorindustries.com.

Forward Looking Statements

This release includes certain statements that are "forward looking" statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward looking statements are made based on management's current expectations and beliefs regarding future and anticipated developments and their effects upon Thor, and inherently involve uncertainties and risks. These forward looking statements are not a guarantee of future performance. We cannot assure you that actual results will not differ materially from our expectations. Factors which could cause materially different results include, among others, raw material and commodity price fluctuations; raw material, commodity or chassis supply restrictions; the impact of tariffs on material or other input costs; the level and magnitude of warranty claims incurred; legislative, regulatory and tax law and/or policy developments including their potential impact on our dealers and their retail customers or on our suppliers; the costs of compliance with governmental regulation; legal and compliance issues including those that may arise in conjunction with recently completed or announced transactions; lower consumer confidence and the level of discretionary consumer spending; interest rate fluctuations; the potential impact of interest rate fluctuations on the general economy and specifically on our dealers and consumers; restrictive lending practices; management changes; the success of new and existing products and services; consumer preferences; the ability to efficiently utilize production facilities; the pace of acquisitions and the successful closing, integration and financial impact thereof; the potential loss of existing customers of acquisitions; our ability to retain key management personnel of acquired companies; a shortage of necessary personnel for production; the loss or reduction of sales to key dealers; disruption of the delivery of units to dealers; increasing costs for freight and transportation; asset impairment charges; cost structure changes; competition; the impact of potential losses under repurchase agreements; the potential impact of the strength of the U.S. dollar on international demand; general economic, market and political conditions; and changes to investment and capital allocation strategies or other facets of our strategic plan. Additional risks and uncertainties surrounding the acquisition of Erwin Hymer Group SE (the "Erwin Hymer Group") include risks regarding the anticipated timing of the closing of the acquisition, the potential benefits of the proposed acquisition and the anticipated operating synergies, the satisfaction of the conditions to closing the acquisition in the anticipated timeframe or at all, the integration of the business, changes in Euro-U.S. dollar exchange rates that could impact the mark-to-market value of outstanding derivative instruments, the impact of exchange rate fluctuations and unknown or understated liabilities related to the acquisition and Erwin Hymer

Group's business. These and other risks and uncertainties are discussed more fully in Item 1A of our Annual Report on Form 10-K for the year ended July 31, 2018 and Part II, Item 1A of our quarterly report on Form 10-Q for the period ended October 31, 2018.

We disclaim any obligation or undertaking to disseminate any updates or revisions to any forward looking statements contained in this release or to reflect any change in our expectations after the date hereof or any change in events, conditions or circumstances on which any statement is based, except as required by law.

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