

Report of the Supervisory Board

Dear Sir or Madam, dear shareholders,



Thomas Cord Prinzhorn

Chairman of the Supervisory Board

The year 2025 was challenging for the Semperit Group in many ways – and at the same time showed what we are capable of as a team. We knew that the environment would be demanding, but developments related to US tariff policy brought additional uncertainty to international trade in the first few months of the year. This volatility noticeably dampened our customers' willingness to invest and led to a very subdued start to the year. It was therefore all the more gratifying that we were able to pick up speed from the second quarter onwards and recorded more robust business and demand development again.

Against this backdrop, Semperit achieved a solid overall operating result. This result is primarily a reflection of the commitment and discipline of the team and the consistent implementation of numerous efficiency-enhancing measures throughout the company – for which I would like to express my sincere thanks to the Executive Board and all my colleagues. At the same time, we as the Supervisory Board see this result as a milestone: it confirms that we are on the right track but also makes it clear that we can exploit our potential even better and must continue to work on this together. The core of our value creation strategy remains unchanged: building on a solid industrial basis, leveraging the strengths of our specialized divisions even more effectively, and ensuring sustainable, profitable growth.

In addition to external influences, the 2025 financial year was marked by strategically important decisions. A key step was the onboarding of Manfred Stanek as the new CEO. The Supervisory Board closely supported this transition to ensure a smooth start while at the same time providing additional impetus for the further

development of the Semperit Group. Manfred joined the Executive Board at the beginning of March 2025 and took over the chairmanship from Karl Haider on April 1, 2025, who was no longer available for an extension of his mandate. On behalf of the entire Supervisory Board, I would like to thank him for his achievements.

The extension of the mandates of Helmut Sorger and Gerfried Eder also ensures reliable continuity on the Executive Board. The Semperit Group thus has an excellently positioned Executive Board team, which can both decisively exploit strategic opportunities and effectively master current and future challenges.

Focus of our work

A key focus of our Supervisory Board work was the joint strategy review with the Executive Board. The aim was to make the Semperit Group more resilient, agile and future-proof in the face of an increasingly dynamic environment. In this context, the framework conditions for implementing the strategy were also refined, including clearly defined organizational guidelines that ensure the consistent anchoring of strategic goals, our values and our purpose throughout the company. By revising the Remuneration Policy, we have also ensured an even stronger focus on the long-term sustainable success of the company and the resulting increase in value for shareholders.

At the operational level, important progress was made in 2025. This includes the promotion of cost savings and the consistent implementation of the oneERP initiative, which is contributing significantly to the digitalization of our processes. We intensively addressed risk management, internal auditing and compliance, and continuously monitored the development of second- and third-level managers, underscoring our commitment to responsible and sustainable corporate governance.

Constructive collaboration

In our function as the Supervisory Board, we accompanied and supported Semperit and its Executive Board on all projects, took an active role as a sparring partner for the Executive Board and, as in previous years, performed the duties assigned to us by law and the corporate statutes with great care. The Executive Board informed the Supervisory Board comprehensively, continuously and promptly about developments on the markets and on the company's assets, financial position and earnings situation, thereby fulfilling its duty to provide at all times and in appropriate depth.

Cooperation with the Executive Board remained intensive and constructive, characterized by open discussions and a joint commitment to achieving the best solutions for Semperit. In addition, the Supervisory Board conducted its annual self-evaluation of the efficiency of its activities, particularly with regard to committee work, risk management and corporate governance.

In the 2025 financial year, we held a total of six Supervisory Board meetings and twelve committee meetings. The renewed 100% attendance rate at all meetings reflects the Board's high level of commitment. An overview of individual attendance and our detailed work in the four committees can be found in the Corporate Governance Report. Outside of meetings, the Supervisory Board and the Executive Board were also in regular contact, and several resolutions were passed by circular vote.

We, as the Supervisory Board, are aware that a broad range of expertise is crucial for effective and forward-looking supervisory activities. In the 2025 financial year, we therefore worked with Professor Patricia Klarner from the Vienna University of Economics and Business to comprehensively update the Supervisory Board's skills matrix. This involved analyzing the professional experience of the shareholder representatives, validating their career data and quantitatively evaluating their career paths. You can also find this matrix in the Corporate Governance Report.

Approval of the 2025 annual financial statements

At the Annual General Meeting on April 23, 2025, Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H. (EY) was appointed as the auditor of the company's annual and consolidated financial statements for the 2025 financial year. As a result of its audit, EY has issued an unqualified audit opinion on the annual financial statements and the consolidated financial statements of Semperit AG Holding as of December 31, 2025. The management report and the group management report are consistent with the annual and consolidated financial statements. The consolidated non-financial statement as part of the management report was also subjected to an independent audit by EY. Furthermore, the consolidated Corporate Governance Report 2025 was evaluated by EY. In the course of this evaluation, nothing came to their attention that would lead to the assumption that the report is not in accordance with the Austrian Code of Corporate Governance in any material respects.

In its meeting held on March 12 and 17, 2026, the Audit Committee of the Supervisory Board dealt in particular with the annual financial statements including the management report, the consolidated financial statements including the group management report, the Corporate Governance Report and the auditor's reports, with the results of the audit being discussed with EY. On the basis of its own audit, the Audit Committee approved the auditor's findings and reported on its findings to the Supervisory Board. Based on the efficient audit process, the Audit Committee also recommended to the Supervisory Board to propose to the Annual General Meeting to reappoint Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H. as auditors, group auditors and auditors of the consolidated sustainability report for the 2026 financial year.

The Supervisory Board examined the annual financial statements and the consolidated financial statements as well as the management report and the group management report and the Corporate Governance Report and concurs with the conclusions of the audit. The Supervisory Board formally approves the annual financial statements for 2025, which are consequently adopted in accordance with Article 96 para. 4 of the Austrian Stock Corporation Act. The Corporate Governance Report, the consolidated financial statements and the group management report including the consolidated non-financial statement 2025 as well as the Remuneration Report have also been approved by the Supervisory Board. The Supervisory Board is following the recommendation of the Audit Committee and proposing Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H. as auditors, group auditors, and auditors of the consolidated sustainability reporting for the 2026 financial year to the Annual General Meeting.

The Supervisory Board acknowledges and supports the Executive Board's decision not to propose a dividend for the 2025 financial year to the Annual General Meeting and to prioritize strengthening the company's financial position and targeted investments in further growth.

I am convinced that Semperit is very well positioned with its industrial strategy, strong focus on innovation and growth and the efficiency measures it has implemented, and I look forward to the successful further development of our company. On behalf of the Supervisory Board, I would like to thank you, our valued shareholders, for accompanying us on this path.

Vienna, March 17, 2026



Thomas Cord Prinzhorn

Chairman of the Supervisory Board