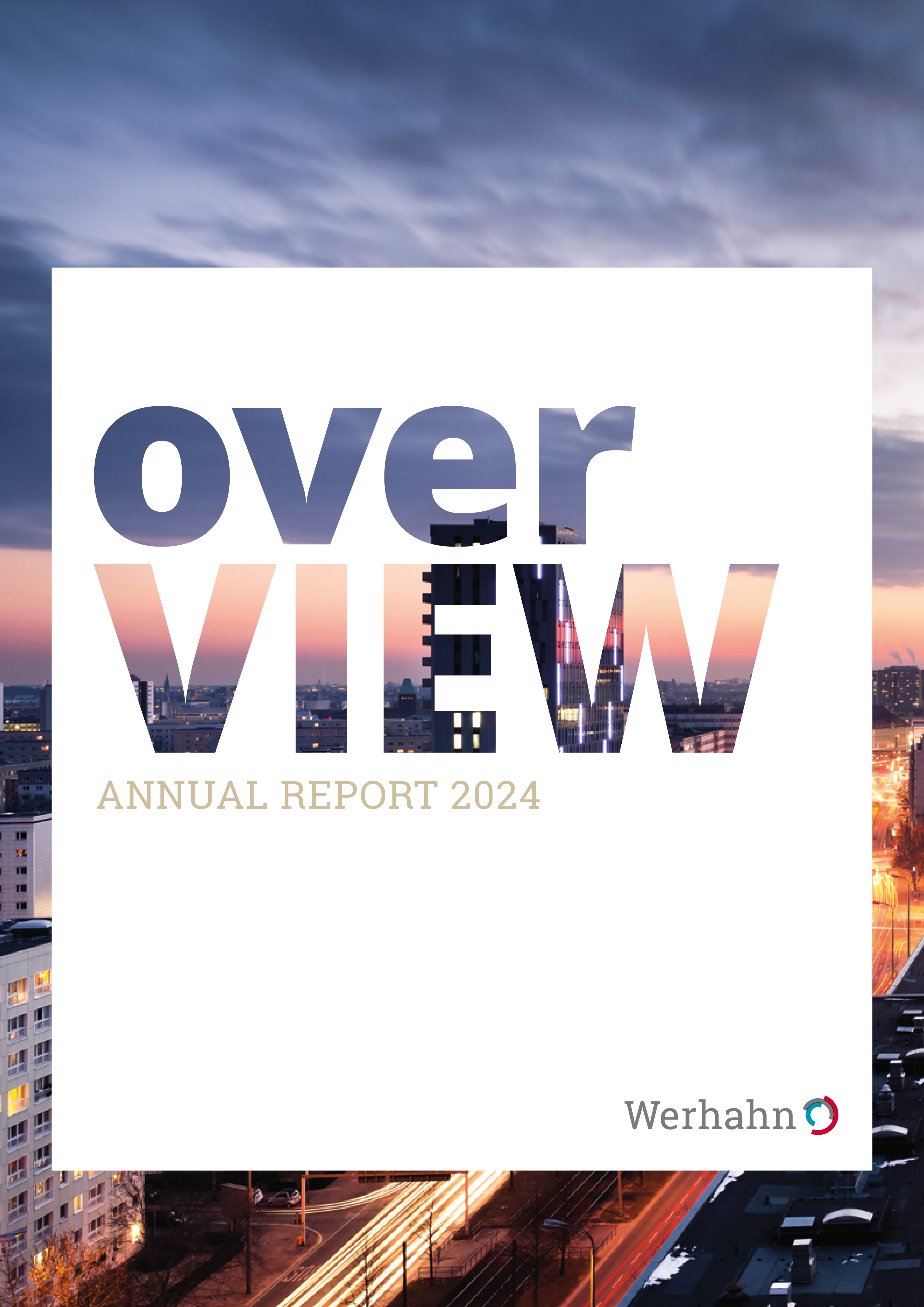


over VIEW

ANNUAL REPORT 2024

Werhahn

At a Glance

Selected key figures

in € million	2020	2021	2022	2023	2024
Net sales	3,726	3,981	4,282	4,484	4,825
Earnings before tax	138	212	156	59	182
Equity ratio	19%	18%	16%	15%	15%
Equity ratio excluding financial services	67%	61%	58%	56%	58%

Net sales by corporate division

in € million	2020	2021	2022	2023	2024
Building Materials	1,388	1,409	1,581	1,655	1,782
Consumer Goods	842	969	1,001	916	938
Financial Services	1,480	1,585	1,680	1,883	2,072
Others	39	41	44	54	53
Consolidation	–23	–23	–24	–24	–20
	3,726	3,981	4,282	4,484	4,825

Employees by corporate division

	2020	2021	2022	2023	2024
Building Materials	4,502	4,546	4,514	4,589	4,687
Consumer Goods	4,374	4,316	4,468	4,567	4,403
Financial Services	1,069	1,093	1,081	1,136	1,172
Others	185	273	288	280	246
	10,130	10,228	10,351	10,572	10,508

overVIEW

Weakening economies in key global markets, geopolitical uncertainties, disruptive changes, and the associated economic risks – 2024 included, presented us with a challenging environment. The key to lasting success in this troubled landscape is to keep an overview.

The companies of the Werhahn Group manage to do this by excelling in their core business, maintaining customer relations, and flexibility, all on the solid foundation of the Group's financial resilience. All business units are working to improve their competitiveness – despite the general slow-down in growth. The measures introduced are bearing fruit, enabling the Group to increase its earnings in 2024 by means of farsighted action.

Contents

Corporate Structure

Aggregates

The Aggregates business unit under the leadership of Basalt-Actien-Gesellschaft comprises the segments mineral raw materials, asphalt mixtures, construction chemicals, and building materials recycling/disposal.

Slate

The Slate business unit offers a wide assortment of cladding for roofs and walls, develops solution systems for innovative façade configurations, and supplies building stone for interiors as well as for gardens and landscapes.

Building Materials

Zwilling Kitchenware

The high-quality products in the Zwilling Kitchenware business unit include knives, cookware, scissors, and kitchen utensils.

Zwilling Beauty Group

Under the brands ZWILLING, TWEEZERMAN, and TRUYU, the Zwilling Beauty Group produces and markets tweezers as well as manicure, pedicure, and other beauty tools.

Consumer Goods

abcfinance

The abcfinance business unit specializes in customized financial services for small and mediumsized businesses (SMEs). With its leasing and factoring segments, it is one of the leading providers among companies operating independently of manufacturers and banks.

Bank11

Bank11 für Privatkunden und Handel GmbH is a credit institution specializing in sales financing. Its main focus is on supporting small and medium-sized automobile dealers by providing mobility and insurance services. For private customers, Bank11 offers attractive financing products, secure investments, and modern online banking.

Financial Services

Highlights of 2024

STAUB turns 50

The Zwilling Kitchenware business unit celebrated the anniversary of the STAUB brand – with the global motto "50 Years of Flavor and Love." STAUB is a French manufacturer of high-quality cast iron enameled and ceramic cookware and has been part of the business unit since 2008. In the meantime, it has grown to be very well known internationally. The most important market for STAUB is the USA, followed by Japan, China, Korea, Germany, and France. STAUB's cast iron enameled braisers enjoy a great reputation among amateur and professional chefs alike. Zwilling Kitchenware celebrated the anniversary by launching several innovations, including a cast iron edition in lemon yellow.

Negotiations concluded after 45 years

The Aggregates business unit has brought a multi-generational project to a close at the Mackenheim site. After 45 years of negotiations, Südwestdeutsche Hartsteinwerke (SWH) has finally succeeded in purchasing a piece of land that the company needs to expand its quarry. This will ensure the long-term future of raw materials extraction in Mackenheim and the jobs that go with it. SWH had held a mining permit for an area of 1.5 hectares since 1977 but did not own the entire land. Despite the municipality's support for the expansion of the quarry, the owners were not ready to sell. Difficult negotiations with the previous owners could only be concluded with the community of heirs.

New standards for workplace ergonomics

The Slate business unit has started using exoskeletons in its production, ushering in a new era that makes work easier and helps prevent injuries. The exoskeletons had previously been tested at the Spanish sites in Cafersa and La Baña. These tests showed that the robots, which are designed to assist with lifting, setting down and bending forward, significantly reduce the physical strain of sorting and packaging slate in a range of formats. Developed by the robotics company German Bionic, the versatile exoskeletons can be custom-fitted to suit individual needs.

New segment in the beauty market

The Zwilling Beauty Group business unit has entered the booming US pet care market with its TWEEZERMAN Pet Collection. With sales of almost 92 billion US dollars, North America is the largest pet market in the world. On average, pet owners spend around 1,400 US dollars a year on a dog and around 900 US dollars on a cat – ideal conditions for the market launch of the Pet Collection, which includes fur brushes, scissors, nail clippers, and tick tweezers, with more products to come in the future.

Two billion euros

The abcfinance business unit achieved further growth in the retail banking business with abcbank, as deposit volumes broke through the two-billion-euro mark. This growth was partly due to a favorable interest rate environment. At the same time, abcbank was able to convince prospective investors with its offers and a clearly structured, intuitive online banking portal. A particular selling point is its easy-to-understand, customer-friendly investment solutions, available at fair conditions and with flexible terms to cover the various needs of savers.

Cooperation with the "Kleinanzeigen" platform

The Bank11 business unit has entered into a partnership with "Kleinanzeigen", the leading online classifieds platform in Germany. Its financing offers are now integrated into the platform's used car category. On average, more than 50 million ads are available in a wide range of categories. Counting more than 36 million users per month, the platform is one of the web offerings with the widest reach. The cooperation with Bank11 now allows consumers looking to buy a used car from a private seller to request a financing offer directly on "Kleinanzeigen", giving them a reliable solution to one of the most important questions when buying a car.

100,000 t

The Kalkar and Marl-Brassert mixing plants delivered 100,000 tons of asphalt in 24/7 operation within five months – that equals 300 tons per hour

In this chapter

Stable – On Any Terrain

The future of infrastructure construction is sustainable, digital, and highly efficient. Whether high tonnages in closely timed production cycles, specific rock qualities, or low-emission recycled materials: With its own raw material base and efficiently operating production sites, the Aggregates business unit is perfectly placed to meet the requirements of public and private developers alike. As a leading innovator in the industry, it is also making an important contribution to the mobility of tomorrow.

All deliveries on the radar

Faster project execution and fewer traffic holdups on the road: In many regions, large infrastructure projects and heavily traveled routes mean that 24/7 construction sites are now the norm. However, such round-the-clock operations can only be realized if asphalt producers are able to deliver high daily tonnages of consistent quality just in time. With its network of state-of-the-art, digitally connected mixing plants, the Aggregates business unit is ideally positioned to meet these market requirements. In 2024, the Group demonstrated its capabilities in many large-scale projects, such as during the renewal of the A3 motorway.

This project, which involved resurfacing the road between the Emmerich and Hünxe junctions, was one of the largest construction projects last year. The run-down road surface was replaced in both directions over a distance of around 40 kilometers in the record time of just five months. With such a tight schedule, the Kalkar and Marl-Brassert mixing plants operated by Bergisch-Westerwald Hartsteinwerke had to give it their all and run non-stop. The mixing plants produced 300 metric tons of asphalt per hour, which was transported straight to the construction site by around 200 trucks and laid “hot to hot” – adding up to a total of around 100,000 metric tons between April and September. With the help of a digital customer portal, the plants were able to keep track of delivery quantities at all times, ensuring an uninterrupted flow of materials. ›

Asphalt was delivered and laid non-stop for the A3 motorway.

High-quality basalt from some of the Aggregates business unit's quarries was used to stabilize the bed of the river Rhine between Düsseldorf and Krefeld.

New basalt bed for the Lower Rhine

With its extensive range of high-quality stone from its own quarries, the Aggregates business unit is also a go-to partner for complex restoration work in waterway construction. One particularly challenging infrastructure project in 2024 was the riverbed restoration along the Lower Rhine. Due to long periods of dry weather, water levels on the important inland waterway between Düsseldorf and Krefeld had at times dropped so low that traffic came to a standstill.

To ensure that the water level would not drop any further and to keep the Rhine navigable in the long term, the riverbed was stabilized with robust armourstones. Three quarries in the Westerwald and Eifel regions provided the 500,000 metric tons of basalt rock needed for the job. The deposits at these sites are characterized by their high density and resistance to weathering. The new fortification of the riverbed benefits both the economy and the environment by preventing further soil erosion and at the same time increasing the navigable depth by 30 centimeters. In the future, inland vessels will be able to increase their cargo by around 300 metric tons per trip – the equivalent of around 20 truckloads.

Black carpet for Adele

Even major events can be made more resource-efficient, as demonstrated by British singer Adele's series of concerts in August 2024. For her ten shows, which attracted around 750,000 visitors, a pop-up arena was built on the grounds of Munich's exhibition center – in a size that exceeded all previous dimensions. The arena included a stage set-up with a 220-meter-wide and 30-meter-high video screen, 17-meter-high grandstands, and a catering park with a chain carousel and Ferris wheel.

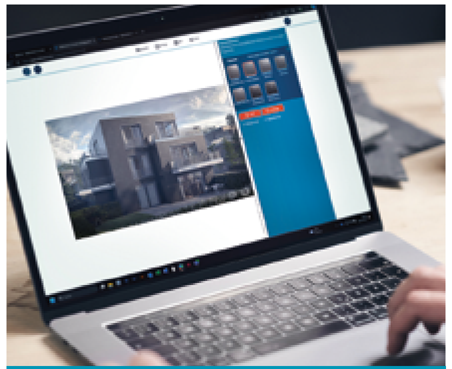
To ensure that the "Adele World" would not drown in mud when it rained, the gravel base layer needed to be covered with asphalt. The challenge for Bayerische Asphaltmischwerke (bam), which was contracted to do the work: Because of the elaborate structures to be built on top of it, the entire surface had to be almost completely level. However, with conventional asphalt sealing, rainwater cannot drain away properly without a sufficient incline.

A water-permeable surfacing material from the product range of Bayrische Asphaltmischwerke (bam), developed especially for cycle paths and plazas, met all the requirements. This WDA asphalt base layer has relatively large cavities that allow surface water to seep away quickly.

Over the course of ten days in May and June 2024, the bam mixing plants in Aschheim and Hofolding produced around 10,000 metric tons of this asphalt, which was delivered and laid immediately. The gravel base layer measuring 55,000 square meters – the equivalent of 7.5 soccer fields – was thus given a durable yet permeable asphalt foundation. Another advantage is that the material is fully recyclable. After the concerts, the surface was stripped away completely, processed, and reused in asphalt production, thus closing the material cycle – without any loss of quality. •

Digitalization – A Driver of Innovation

Regional roots and a global network: From day one, the Slate business unit managed its worldwide activities from its headquarters in Mayen, where it has established one of the most important hubs for slate products in the Eifel region. Here, too, digitalization is a key factor for the company's future viability. Not only does it enable efficient production, it also takes customer communication to a higher level and opens up new market opportunities.



102%

more visitors were recorded on the Rathscheck Schiefer website in 2024 compared to the previous year, after the site had been developed.

Using intelligent solutions today to create the basis for tomorrow's competitiveness and market relevance – that is the core of Rathscheck Schiefer's holistic digital strategy. To position itself as a digital pioneer in the roofing industry, the business unit relies on systematic automation of all value creation processes in production, marketing, and sales.

More efficiency in production

The slate products are sourced and manufactured at the production sites in Spain, where the business unit has purposefully driven forward its digital transformation in recent years. For example, it has reorganized its supply chain management on the basis of SAP and reduced the manual workload through the use of IT-supported processes. The data-driven systems now allow for central control of inventory levels and transparent scheduling. This makes it possible to flexibly adapt production to fluctuations in demand and significantly improve delivery reliability.

AI-supported marketing campaigns

A key focus of its activities is the transformation of marketing and sales – away from purely analog methods and toward a set of digital, AI-supported market analyses and communication tools. With the help of dialogue marketing on social media channels, as well as website chats and automated email campaigns, it addresses potential customers in a targeted manner. This has enabled the Slate business unit to increase its reach, visibility, and brand awareness in a cost-effective way.

Digital tools for roofers and architects

Digital technologies play an important role in consulting today. With the slate configurator, the slate tools app, and a series of tutorials, the business unit provides builders, architects, and roofers with all the information and tools they need in order to plan the installation of slate. Rathscheck Schiefer also contributes its digital expertise to numerous collaborations. As a partner of the Koblenz University of Applied Sciences and a member of initiatives such as the "Dachwelten" architecture competition – initiated by the roofing association Deutsches Dach-Zentrum – the business unit is working to market slate as a building material and to anchor digital progress in the region.

Eifel Award 2024: driving technological progress

At the end of 2024, Rathscheck Schiefer received the Eifel Award in the "Value Creation" category for its successful digital transformation in what is a very traditional industry. The award has been presented by Zukunftsinitiative Eifel, a group of local businesses committed to promoting the region's future, since 2009. It recognizes the Slate business unit's long-standing commitment to the region and strengthens its market position. •

1,400 users

17 companies in 14 countries with 1,400 users are now connected to the new ERP system

In this chapter

Keeping the Gloal Process Chain in View

With its international rollout of SAP S/4 HANA software, the Zwilling Kitchenware business unit has made a major leap forward in terms of technology. From purchasing to production planning and sales, all processes along the value chain are now more efficient and standardized. The successive rollout enables even closer collaboration and higher transparency across different locations and countries, creating the basis for future growth.

The Zwilling Kitchenware business unit is represented by a large number of sales companies in Europe, Asia, and North America that deliver to more than 100 markets worldwide. Structures that have grown over a period of many years, along with regional variations, have led to an extremely heterogeneous IT architecture with many different IT applications and a range of different processes. Now, Zwilling Kitchenware has largely converted the existing systems to the uniform SAP S/4HANA ERP solution in a bid to establish a future-proof, stable and uniform business and process landscape. By integrating core business processes into a harmonized, centralized platform, the business unit has been able to achieve more efficient workflows and, above all, increased transparency along the entire value chain. One example is materials master data: In the course of the rollout, the various parameters that define a product's master data were standardized worldwide. This ensures consistent data quality, reliable process control, and a continuous flow of information – from purchasing to production planning and sales.

Transparent procurement

Whether raw materials, intermediate products, or commodities such as cutting boards or cookware, all materials are procured in accordance with the guidelines and commercial parameters of the central ZWILLING purchasing organization in Solingen. The now shared database ensures worldwide access to current pricing and contractual terms at all times. ›

SAP's inventory management functionalities help to efficiently manage the availability of goods to meet customer demand while maintaining economically viable. Thus, the rollout of S/4 HANA to all subsidiaries now ensures full transparency about global inventory volumes. All parties involved now have an overview of the supply chain, can reliably track orders and respond more quickly to disruptions.

Improved production control

In a volatile market environment, it is critical to align production planning and the use of resources flexibly with fluctuations. Because SAP is now integrated across the company, the ZWILLING production sites are always able to process the latest global sales figures, inventory data, and sales forecasts. This allows the sites to reliably adapt production plans to current demand. A sophisticated algorithm is used to optimally fine-tune production, taking into account factors such as work step dependencies, machine allocation, personnel capacity, and the use of primary materials. This leads to better utilization of production capacities, improves on-time product availability, and minimizes capital tie-up by reducing inventory levels.

Optimized management of distribution channels

Comprehensive data networking also provides crucial efficiency improvements and competitive advantages in sales. Standardized interfaces connect not only the online shops and digital walls in the flagship stores to the system, they also connect dropshipping partners. This enables a uniform market presence and efficient channel-specific management of product ranges and conditions. From the receipt of an order to the inventory check and on to the picking of the products, all processes are program-controlled, ensuring a high level of speed and reliability, which in turn leads to satisfied customers.

Platform for further technological developments

By introducing SAP S/4 HANA internationally, Zwilling has reached a significantly improved level of efficiency. The next milestone will follow in 2025, when the ERP system will be migrated to a cloud environment – a strategic step aimed at driving technological optimization and participating in new software developments. This will help the business unit to strengthen its innovative power and future viability, particularly in view of artificial intelligence and sustainability. •

SAP S/4 HANA allows Zwilling Kitchenware to make all its processes – from purchasing and production planning to sales – more efficient.

On a Clear Course to New Brand Strength

From a well-defined product range to an unmistakable profile: In just four years, the Zwilling Beauty Group business unit has repositioned ZWILLING as a premium brand, significantly strengthening its standing as a supplier of high-quality beauty tools.

When operating in a price-driven niche market like the beauty tool segment, functionality alone is not enough – a strong brand also needs to be highly recognizable and emotionally appealing. To differentiate itself from the competition and foster long-term customer loyalty, the Zwilling Beauty Group fundamentally realigned its core ZWILLING brand in 2020. The first step was to streamline the product range and focus on the most profitable manicure tools. Among the bestsellers are the pure gold and matte black product lines, which have earned the business unit a unique position in the market as well as the prestigious Red Dot Award.

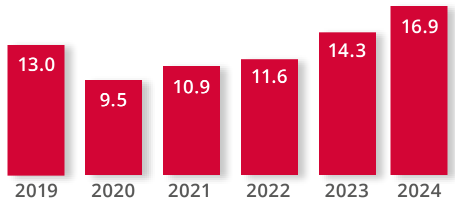
Investing in sustainable growth

Subsequently, the Zwilling Beauty Group systematically expanded its ZWILLING range to include face care products and precision tools for wet shaving, thereby tapping into the large and growing facial care segment. The next important milestone came in 2023: As part of its sustainable packaging strategy, the business unit switched its entire ZWILLING range from plastic packaging to high-quality, environmentally friendly folding cardboard boxes – a step that was rewarded with the German Design Award in 2024.

Brand update: from functional beauty tool to statement piece

Under the motto "Forever Yours," the business unit further refined its profile in 2024, placing the brand values of durability, premium quality, and timeless aesthetics at the center of its communications. Drawing on market analyses and consumer surveys, it designed a visual identity that sets ZWILLING apart from mainstream products and increases its visibility in the competitive environment. Much like sculptures in an exhibition, the beauty tools are presented against a bright, clear backdrop. What was once a functional accessory thus becomes a coveted statement piece that not only impresses with its performance, it also creates an emotional connection to consumers. By the end of 2024, the brand identity had been consistently implemented at all customer touchpoints – in brick-and-mortar retail stores, in the web shop, and on major online marketplaces. The portfolio strategy's four-point plan is proving effective: Both demand and profitability have increased significantly compared to the pre-coronavirus year of 2019. •

Global sales development Zwilling Beauty in € million



+30%
Sales growth has been achieved by the Zwilling Beauty Group

From 19% to 66%

Planned increase in the share of purely digitally processed leasing agreements in the total number of all leasing agreements by 2027

Nachhaltigkeit – Sustainability: Ensure sustainable (market) success

EXzellenz – Excellence: Strive for operational excellence

Transformation – Transformation: Seize opportunities and build resilience

Umsetzung – Execution: Act like an entrepreneur

Profitabilität – Profitability: Aspire to maximize profitability

In this chapter

360-Degree Workout for Greater Profitability, Resilience, and Excellence

Challenging markets require a clear focus on future-oriented segments, greater resilience, and operational excellence. With NextUP!, the abcfinance business unit has kicked off a comprehensive fitness program that extends from customer-centric strategic alignment to production lines and IT all the way to its organization. The objective is to optimally serve customer needs and automate production. This opens up new perspectives – for customers, partners, and employees.

Resilient despite a weak economy, red tape, and a persistent skills shortage? Digital business models and automated, robotics- and/or AI-supported production processes offer a wealth of opportunities for medium-sized companies in particular. As a financing partner for the mid-sized business sector, abcfinance has a mission to give companies access to strategic investments in digital and sustainable transformation, allowing them to strengthen their future viability.

Structures and processes put to the test

Last year, the business unit launched a transformation program in a bid to increase its earnings, strengthen its resilience, further enhance its operational excellence, and align its services with future market requirements. Called NextUP!, the program put all structures, processes, and products to the test and sharpened the focus on customers. In the future, the business unit will concentrate even more intently on solutions that address the core needs of medium-sized companies – in investment financing, sales financing, and factoring.

Migration to the cloud

The way forward is clearly mapped out: From a largely closed system world, the journey leads to customer-centered sales and process lines with a high degree of digitalization and automation. To this end, more and more systems are gradually being migrated to a high-performance cloud. Relevant business functions such as quote generation or credit management will be integrated as separate IT services in the future. This means that the modules can be updated and flexibly adapted to specific customer requirements at any time without interfering with the core system.

Leasing: a fully automated workflow

Just how much potential an agile IT architecture like this offers is demonstrated by the LeaseSeven application developed by the in-house innovation hub abcfinlab. This web-based application enables legally valid lease agreements to be concluded in a matter of minutes and managed digitally from start to finish. All processes, from application and credit check to loan approval and disbursement, are fully automated.

A new dimension in sales financing

The lean, standardized leasing application is particularly suited for financing commercial goods with small investment volumes. No matter whether a company sells office equipment, electronic devices, or electric bikes: The tool can be seamlessly integrated into the digital ecosystems of sales partners via an interface. The scalable system architecture allows even large quantities to be processed efficiently without additional resource expenditure. As a result, leasing becomes a strategic component of the value chain, improves the customer experience, and contributes to greater competitiveness of B2B partners.

Transparent communication

Following the launch of NextUP!, the processing procedures at abcfinance are also gradually changing. To ensure that the transformation is successful, employees have been included in the process from the outset and are being informed transparently about strategies and progress. Training courses are available so that they can familiarize themselves with new technologies and ways of working. The implementation also involves the use of innovative technologies such as AI. A number of dialogue formats encourage exchange within the teams and ensure that the perspectives and ideas of employees are incorporated into the process. The aim is to create a working environment in which human expertise and technological excellence go hand in hand. •

Expanding to New Economic Sectors

Actively shaping the future and securing long-term profitability even under changing conditions – those were the guiding principles that the Bank11 business unit followed when it launched the Bank11 2.0 pilot project. Alongside its established vehicle financing business, the financial services provider is considering tapping into new, fast-growing business segments. In doing so, it is relying on its core competence: the efficient processing of consumer loans.

Gaining a foothold in a market that is largely saturated requires a deep understanding of customer needs and technological trends. In the highly competitive automotive financing industry, Bank11 occupied a relevant niche from the outset, achieving a leading position among independent automotive banks within just a few years. The key to its strong market presence: simple, customer-oriented financial products and lean, automated processes. Above all, the business unit has set standards in the industry with its fully digital loan application process and exceptionally fast decision-making procedures from the initial request to disbursement.

Structural change in the automotive trade

Changing mobility concepts and sales models, coupled with progressive market concentration down to a few large dealer networks: The automotive trade is currently undergoing a profound structural change. These developments are likely to have long-term effects on the business model of vehicle financing. In order to prepare for the future now and be able to offset possible fluctuations in the credit volume with a further, secure mainstay, Bank11 is exploring the growth potential of other profitable business segments. For this purpose, the financial services provider has put together an innovation team that is identifying and validating market opportunities in the consumer credit segment within the framework of the Bank11 2.0 project. Looking ahead, it is not a matter of deciding between either vehicle financing or other loans, but rather a matter of offering both.

New trends in consumer finance

More than half of all consumer loans granted in Germany are still taken out to purchase a new or used car. However, there is a growing trend toward extending consumer finance to other purchases and areas of life. This is where Bank11 2.0 comes in: Consumer finance serves as the core product, allowing Bank11 to selectively tap into fast-growing markets with high financing needs and potential for scalability. With its digital loan application process for the automotive trade, Bank11 has built up valuable know-how that can be used to offer seamlessly integrated financing solutions in other segments as well.

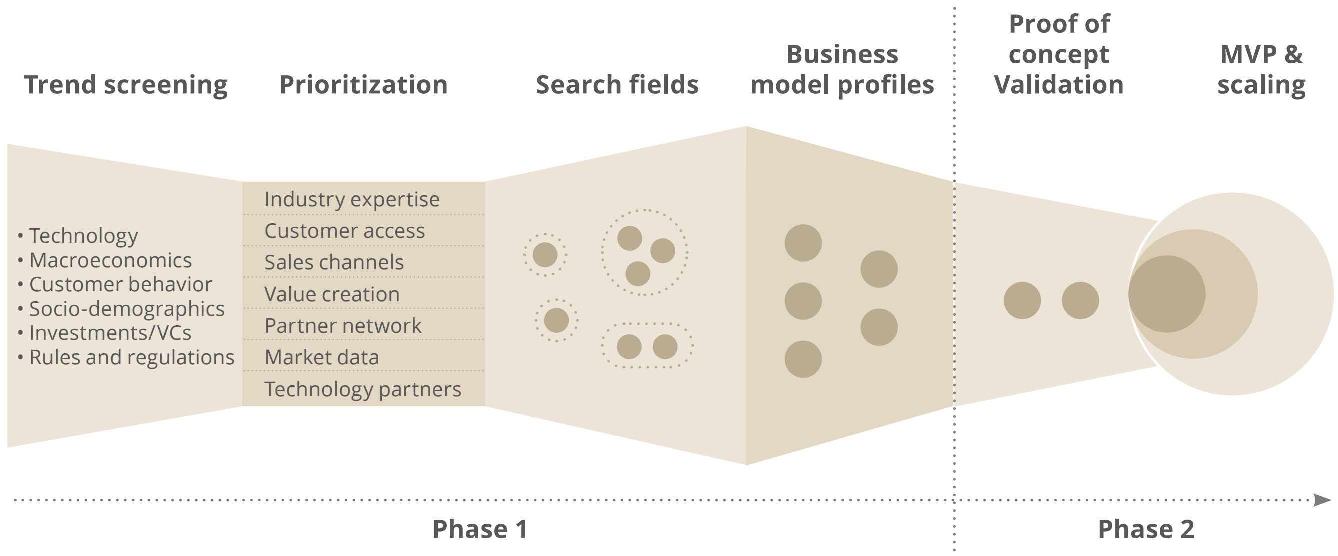
Development and enhancement of a scalable platform infrastructure

In addition to validating business ideas, the project team is also working on a new architecture for the target platform. The aim is to use a modular design that will enable the requirements of B2B customers as well as other business ideas to be implemented quickly and efficiently in future. The development and further enhancement of a scalable platform infrastructure that extends beyond the business unit's current core business has the potential to be a game changer for Bank11's business, enabling it to effectively address changes in the market and to tap into other relevant markets and the corresponding target groups (B2B and B2C) with its own attractive consumer finance solutions. The idea is to analyze the value creation processes of the relevant target industries in detail and to align the financing solution with the individual process steps. Working together with customers and partners, the entire process – from application to disbursement to repayment – will be seamless and efficient: for fast, smart, and digital service.

An analysis is underway to determine exactly which markets might be suitable. In the exploratory phase, the Bank11 innovation team examined trends and developments in various consumer segments and assessed developments from a financing perspective. Over the course of a few weeks, the project team, with the support of external consultants, identified eight different trend areas. The team will evaluate and successively narrow down the search field for new business models based on the following criteria: market size, competition, market growth, feasibility, and, of course, how well the business models fit with Bank11. •

Procedural model for the Bank11 2.0 pilot project

Project phase 1: Identifying search fields and business models based on trend data and Bank11 focus areas



Source: Bank11, Deloitte Consulting

Werhahn Group

In this chapter

Corporate Principles

- Decentralized corporate management
- Independent and flexible business
- Ensuring customer benefits

Over the course of more than 180 years, Werhahn has developed into a corporate group with diverse activities in Germany and abroad. A close relationship with our markets and customers, reliability, and social responsibility are the values which our mid-sized family-owned business has always practiced and maintained.

Wilh. Werhahn KG is decentralized in structure. The Group's companies, which are legally independent for the most part, are organized into three corporate divisions and six business units. Their flat management structure, with short and non-bureaucratic decision-making channels, provides room for maneuver. This enables market requirements to be fulfilled rapidly and flexibly – for the benefit of our customers. For each individual employee, this means a high level of motivation as well as individual responsibility.

Central corporate management functions are performed directly by Wilh. Werhahn KG. These functions include long-term strategic alignment as well as financing the individual business units and reviewing their performance. With the goal of continuously safeguarding and further developing the Group, the aim is to achieve an economic and structural balancing of risks in the interest of risk distribution.

Wilh. Werhahn KG is a company for entrepreneurs, a family-owned business that places great value on a relationship of mutual trust with its customers, business partners and employees. The resulting corporate culture is the vital foundation on which our success is based.

Supervisory Board and Management Board

Supervisory Board

Anton Werhahn
Chairman

Gabriela-Maria Baum-D'Ambra
Vice Chairwoman

Peter Gerckens

Lambert Goder

Wilhelm Josten

Julius Kolb

Clemens Maier

Dr. Katharina Müller-Bardenhewer

Fritz Oidtmann

Dr. Patrick Schmitz-Morkramer
(since September 1, 2024)

Wilhelm Straaten

Mathias Thielen

Ruth Werhahn

Management Board

Alexander Boldyreff

Andreas König

Dr. Stephan Kranz
(since May 1, 2024)

Stephan Kühne
(until June 30, 2024)

Gerrit Schneider
(since January 1, 2025)

Report of the Supervisory Board

Dear Shareholders,

The 2024 business year was again shaped by multiple global challenges. The war in Ukraine, which has now lasted for more than two years, China's still difficult economic environment and the heightened Middle East conflict all contributed to continued volatile conditions, with weak economic performance worldwide and a lackluster consumer climate. These developments hit the Zwilling Kitchenware business unit especially hard, and were likewise felt in the Financial Services division in the rising number of insolvencies. Nevertheless, the Werhahn Group ended the past business year with an improved overall performance, largely driven by the good results in the building materials sector.

During the 2024 business year, the Supervisory Board fulfilled the duties required of it by law and by the articles of association, supervising and advising the Management Board. During this period, the Management Board provided the Supervisory Board with regular written and verbal reports on the situation and development of the entire Group and its corporate divisions, including reports on significant business events.

The Supervisory Board held four regular meetings and three further meetings in person and by video conference in 2024. Additionally, in June the Supervisory Board members visited the Pizarras La Baña slate quarries acquired in 2023 in Spain, where they obtained an overview of the production situation. In addition to the regular discussions about the Group's business situation and development, the topics covered at the Supervisory Board meetings included the situation and position of the individual business units, the status of projects, issues concerning risk management, and the discussion and adoption of the operational business plan, including investments, for 2025. A further focus of the discussions was the ongoing development of the Zwilling Kitchenware business unit and its various challenges, primarily the different projects to improve earnings over the long term. The performance and future positioning of the Barbecue business was also addressed in depth. Additionally, the Supervisory Board discussed Yareto's performance and the relevant strategic options on several occasions. Lastly, at its meetings, the Supervisory Board also decided on transactions requiring approval under the articles of association.

Outside of these meetings, the Chairman of the Supervisory Board maintained close contact with the members of the Management Board. Through regular conversations with them and the auditor, he gained a comprehensive overview of the economic, financial and legal situation. The Vice Chairwoman of the Supervisory Board was also closely involved in the preparations for Supervisory Board meetings.

The Supervisory Board was supported in its work by an Accounting Committee and a Personnel Committee. The committees prepared the topics for discussion, reviewed pending decisions in advance and made recommendations for resolutions of the Supervisory Board. The topics discussed last year in the Accounting Committee included the 2023 Financial Statements and Consolidated Financial Statements and reports on legal, compliance, information security, data protection and internal audit developments and activities in the Werhahn Group, as well as defining the cornerstones of the auditor's engagement – particularly definition of the audit focus areas – for the 2024 Financial Statements. Key topics addressed by the Personnel Committee included the expansion of the Management Board – which was successfully completed with the addition of Ms. Gerrit Schneider and Dr. Stephan Kranz – the addition of a thirteenth member to the Supervisory Board, and oversight of the various changes in the management of the business units. The Accounting Committee and Personnel Committee chairpersons informed the members of the Supervisory Board of the content and outcomes of their work on an ongoing basis.

At the regular shareholders' meeting on June 8, 2024, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Essen, was elected as auditor for the Annual Financial Statements and Consolidated Financial Statements. Following a corresponding resolution, the appointment was made by the Supervisory Board, having first confirmed the auditor's independence.

The Consolidated Financial Statements, including the Consolidated Management Report as well as the Financial Statements of Wilh. Werhahn KG for the 2024 business year, were prepared by the Management Board and audited by the auditors, who issued an unqualified auditor's opinion pursuant to section 322 of the German Commercial Code (HGB). Following a preliminary audit by the Accounting Committee, the Supervisory Board approved both sets of financial statements in its meeting on April 10, 2025. The Financial Statements of Wilh. Werhahn KG as of December 31, 2024 were thus adopted. The auditor was present at the discussions of the Financial Statements and the Consolidated Financial Statements, as well as at all meetings of the Accounting Committee, and answered supplementary questions.

In June 2024, the Supervisory Board members unanimously elected Dr. Patrick Schmitz-Morkramer as additional member of the Supervisory Board, effective September 1, 2024, for the remaining term of office of non-family members.

In the course of the reappointment of the Management Board, which began in the previous year, Mr. Stephan Kühne – in close consultation with the Supervisory Board – decided to leave the company's Management Board with effect from June 30, 2024. The Supervisory Board would like to thank Mr. Kühne for his dedication and commitment to the company and wish him all the best for the future. Dr. Stephan Kranz and Ms. Gerrit Schneider were appointed as new members of the company's Management Board, effective May 1, 2024 and January 1, 2025, respectively.

The Supervisory Board would like to express its gratitude to the Management Board, managers and all employees of the Werhahn Group for their dedication and valuable work during the past year.

Neuss, April 10, 2025
The Supervisory Board

Anton Werhahn
Chairman of the Supervisory Board

Consolidated Management Report

In this chapter

Basic Information about the Group

Group Structure and Business Model

The Werhahn Group is a mid-sized family-owned business with diverse activities in Germany and abroad. Its core focal areas are the Building Materials, Consumer Goods and Financial Services divisions. Innovation, profitable growth, sustainability and risk diversification are embedded in the Group's strategy. With the goal of continuously safeguarding and advancing the Werhahn Group, it strives to achieve an economic and structural risk balance.

The Group is decentralized in structure and organized across three divisions and six business units. The parent company Wilh. Werhahn KG, headquartered in Neuss (Germany), acts as the strategic management holding company. Above all, this involves determining the long-term strategic direction of the Werhahn Group as well as financing the individual companies and reviewing their performance.

The three corporate divisions comprise the following business units:

WILH. WERHAHN KG		
Building Materials division	**Consumer Goods division**	**Financial Services division**
Business units Aggregates Slate	**Business units** Zwilling Kitchenware Zwilling Beauty Group	**Business units** abcfinance Bank11

In the 2024 business year, the core FiberLean Technologies business activities were sold.

Macroeconomic Conditions

In spite of the sustained geopolitical tensions, the global economy proved generally stable in the past year. According to the International Monetary Fund (IMF), the global economy grew by 3.2% in 2024. While growth in most advanced economies has now returned to almost pre-pandemic levels, the recovery process in many emerging and developing economies was sluggish. In 2024, these countries again suffered due to significant production shortfalls and sustained high inflation levels. Globally, however, the inflation trend was cause for optimism. According to the IMF, global headline inflation declined from 6.7% to 5.8%.

Following a long phase of stagnation, the EU economy recorded moderate growth in the past year. The decline in inflation, the associated rise in real wages, and the labor market all had a positive impact. At the same time, private consumer spending remained cautious. Potential reasons for this put forward by the European Commission include the sustained high cost of living and significant degree of uncertainty, as well as the high interest rates, which provide a financial incentive to save.

The German economy lagged behind the international trend. According to the German Federal Statistical Office figures, in 2024 gross domestic product (GDP) declined for the second consecutive year. Alongside higher interest rates and the uncertain economic outlook, German economic growth was significantly dampened by increased competition for the export industry in major sales markets, as well as high energy costs. Production remained at low levels in key industries, including the mechanical engineering and automotive industries, as well as in energy-intensive industrial sectors. The biggest decline in gross value added was seen in the construction industry, primarily due to high construction costs and interest rates. Private consumer spending showed only weak positive momentum in 2024.

Real GDP growth in Europe

Region	2024	2023
European Union	0.9%	0.4%
Germany	–0.2%	–0.3%
France	1.1%	0.9%
Italy	0.5%	0.9%
Poland	3.0%	0.3%
Spain	2.9%	2.5%
United Kingdom	1.1%	0.5%

The US economy recorded robust growth in 2024, bolstered by stable consumer spending and the good performance of non-residential construction investment. According to the IMF, consumer spending was supported in particular by real wage increases and wealth effects.

The Organisation for Economic Co-operation and Development (OECD) reports that China's economy was supported by a recovery in public spending last year, growing at a similar rate to the previous year. This development was largely driven by exports. In contrast, private consumer spending was restrained. The economy remained clouded by the ongoing real estate crisis.

Real GDP growth in major world regions

Region	2024	2023
China	5.0%	5.0%
USA	2.8%	2.1%

GDP sources: Statista GmbH, national news agencies
Status for 2024: February 2025
Status for 2023: As reported in the previous year

Business Development and Results of Operations

The Werhahn Group's financial key performance indicators are net sales, operating result (earnings before interest, tax and non-operating depreciation, amortization and write-downs[1]) and earnings before tax.

The financial key performance indicators developed as follows:

in € million	2024	2023	Change
Net sales	4,825	4,484	341
Operating result (EBITA)	220	138	82
Earnings before tax (EBT)	182	59	123

Additionally, new business volumes in leasing and factoring and new business volumes in sales and purchase financing are used as performance indicators for the abcfinance business unit and the Bank11 business unit, respectively.

Net sales and results of operations

In 2024, the Werhahn Group recorded consolidated net sales of €4,825 million (previous year: €4,484 million). At 8%, net sales growth was slightly higher than forecast and clearly up on the prior-year figure.

Net sales by business unit

in € million	2024	2023	Change
Aggregates	1,687	1,566	121
Slate	95	89	6
Zwilling Kitchenware	830	813	17
Zwilling Beauty Group	117	110	7
abcfinance	1,572	1,507	65
Bank11	500	376	124
Others	53	54	–1
Consolidation	–29	–31	2
	4,825	**4,484**	**341**

[1] Non-operating depreciation, amortization and impairment includes write-downs on goodwill and hidden reserves disclosed during the revaluation of acquisitions, as well as differences between straight-line and declining-balance depreciation and amortization.

Net sales developed positively across all business units. In the Building Materials division, net sales rose markedly compared with the previous year, while the Consumer Goods division saw a slight year-on-year increase and the Financial Services division recorded a significant rise. Net sales rose considerably both in Germany and abroad. Consequently, the share of foreign net sales in consolidated net sales remained at the prior-year level. Net sales in euros were negatively impacted overall by exchange rate movements against the Japanese yen, Turkish lira and Russian ruble.

Selected key figures

	2024	2023
Cost of materials ratio[2]	57%	56%
Personnel expenses ratio[3]	14%	14%
Investment rate[4]	104%	129%
Tax rate[5]	31%	58%
Earnings before tax (in € million)	182	59

The Werhahn Group's cost of materials includes expenditures in the Building Materials and Consumer Goods corporate divisions. It also includes refinancing costs, residual book values of sold leasing assets, acquisition costs for hire-purchase items, and commissions from the banking and leasing segment of the Financial Services division. The cost of materials rose 10% on the previous year and amounted to €2,756 million (previous year: €2,515 million). This increase was largely attributable to the rise in refinancing costs and acquisition costs for hire-purchase items in the Financial Services division, as well as higher procurement and raw materials costs in the Building Materials division. In the Zwilling Kitchenware business unit, the planned reduction of inventories and improved capacity utilization had a positive impact. Due to the positive net sales development, the cost-of-materials ratio[2] increased only slightly to 57% (previous year: 56%).

Personnel expenses rose significantly to €674 million (previous year: €639 million), despite the slightly lower average headcount. This rise is due to collectively agreed wage increases as well as provisions for employee reductions. The personnel expenses[3] ratio remained at the prior-year level.

[2] The cost of materials ratio is the ratio of the cost of materials to net sales.
[3] The personnel expenses ratio is the ratio of personnel expenses to net sales.
[4] The investment rate is the ratio of investments in tangible assets, intangible assets (excluding goodwill), and net investment related to acquisitions to depreciation and amortization.
[5] The tax rate is the ratio of the tax expense to earnings before tax.

Depreciation and write-downs of tangible assets and amortization and write-downs of intangible assets in the business year stood at €165 million, which is significantly down on the previous year's figure of €213 million. The figure for the previous year was impacted by the depreciation and amortization associated with the discontinuation of the FiberLean Technologies business activities, as well as write-downs on tangible assets and goodwill. Amortization and write-downs of leasing assets decreased slightly to €535 million due to the decline in new leasing business (previous year: €560 million).

At €89 million, other operating income in 2024 was up by 27% on the prior-year figure of €70 million. This rise was primarily due to a nonrecurring effect from energy tax rebates (€17 million) for previous years. Furthermore, other operating income includes the proceeds from the disposal of the FiberLean Technologies business activities. Further significant individual items of other operating income were income from the release of provisions (€18 million, previous year: €21 million), exchange rate gains (€7 million, previous year: €8 million) and proceeds from the disposal of fixed assets (€4 million, previous year: €4 million).

Other operating expenses rose slightly to €605 million (previous year: €597 million). Compared with the previous year, there was a notable rise in expenses for external services (€147 million, previous year: €140 million), write-downs on accounts receivable from financial services (€72 million, previous year: €63 million), and maintenance expenses (€105 million, previous year: €99 million). In particular, lower rental and leasing expenses (€55 million, previous year: €61 million) and the smaller contributions to associations and chambers of commerce (€7 million, previous year: €11 million) had an offsetting effect.

In the business year, investment income decreased by €23 million to €27 million. This was primarily due to lower distributions from other participations.

The interest result including income from loans improved by €4 million to €–15 million, especially due to the lower level of external financing and decline in interest rates.

The tax rate declined from 58% to 31% in the business year. This sharp decrease is attributable to the absence of the non-tax-deductible exceptional effects recorded in 2023.

Results

The Werhahn Group's operating result was significantly up on the previous year and the forecast. The Building Materials and Financial Services divisions performed well, while the picture in the Consumer Goods division was mixed. Largely due to the healthy revenue trend, the Building Materials division saw a substantial improvement in its operating result compared with both the previous year and the forecast. In the Consumer Goods division, the Zwilling Beauty Group business unit's operating result rose significantly year on year, considerably exceeding the forecast figure. The operating result of the Zwilling Kitchenware business unit improved despite the restructuring expenses, but fell well short of the forecast. The Financial Services division's operating result was significantly up on both the previous year and the forecast figure, mainly due to the improved interest and commission income in the Bank11 business unit.

Operating result (EBITA) reconciliation to earnings before tax (EBT)

in € million	2024	2023
Operating result (EBITA)	220	138
– Interest result	15	18
– Amortization of goodwill and other amortization	23	60
Earnings before tax (EBT)	182	59

At €182 million, earnings before tax were significantly up on the prior-year figure (€59 million) and the forecast. This development is primarily attributable to the sharp rise in the operating result, as well as the absence of the write-downs recognized in the previous year.

The Werhahn Group's net income reached a highly satisfactory €125 million in 2024 (previous year: €26 million).

Building Materials

The Building Materials division comprises the **Aggregates** and **Slate** business units. The Aggregates business unit extracts and processes mineral raw materials for the construction industry. The Slate business unit produces high-quality slate for roofs, façades, interiors and landscaping.

Aggregates

The Aggregates business unit comprises four segments under the leadership of Basalt-Actien-Gesellschaft: mineral building materials, asphalt mixtures, construction chemicals, and building materials recycling/disposal. In addition to operations in Germany and Sweden and sales activities in the Benelux countries and Switzerland, the business unit also operates in the Central and Eastern European countries of Poland, Russia, Ukraine, the Czech Republic and Hungary with its own production sites. Customers primarily include road construction, civil engineering, structural engineering, hydraulic engineering and track construction companies, private and public property developers, and rockwool and cement producers.

In the mineral building materials segment, hard stones are extracted in 90 Group-owned quarries, then processed and marketed regionally. In addition, a significant portion of the raw material is used for the production of asphalt mixtures in 159 mixing plants owned by the Group. The construction chemicals segment mainly produces and markets bituminous sealant materials for structural and roadway construction. The building materials recycling/disposal segment involves processing and marketing recyclable building rubble and storing nonhazardous waste materials.

Industry-specific conditions

The German construction industry detracted from overall economic growth in 2024. According to figures from the Central Association of the German Construction Industry (Hauptverband der Deutschen Bauindustrie), the industry grew nominally by just 0.8%; this represents a decline in net sales of 1.0% on a price-adjusted basis. There was a further slump in residential construction, while commercial construction and public construction at least recorded slight real-term increases compared with the previous year. In public road construction, a key area for the Aggregates business unit, price-adjusted net sales generated by construction activities were at the same level as the previous year. The difficult market environment was defined by rising construction and energy costs, high collectively agreed wages and the still high level of interest rates. Administrative issues, including the skills shortages at planning and licensing authorities and the still inadequate level of digitalization at public construction authorities, caused delays in planning, calls for tender and the awarding of contracts.

Developments in the foreign markets in which the business unit operates were mixed in 2024. In Poland, the most important foreign market, construction activity declined due to reduced calls for tenders from roads authorities. The lack of EU funding hampered development of Hungary's construction industry, with the Hungarian government deciding to suspend investments in road construction for two years. In the Czech Republic, public infrastructure investment was severely limited due to the strict budgetary policy. Despite the extensive destruction caused by the war, Ukraine's economy fared better than originally expected. This was partly attributable to publicly financed investments to restore infrastructure. The Swedish construction industry recovered more slowly than hoped for due to the negative impact of high interest rates and increased construction costs.

Energy and input prices remained at a high level in 2024. The business unit was able to limit the effects of temporary supply shortages and intermittent crude oil price rises through targeted hedging, meaning that the average bitumen price rose only moderately compared with the previous year. Despite higher carbon pricing, diesel and heating oil costs were considerably lower. In contrast, the cost of the fossil fuel pulverized lignite rose sharply due to the rise in carbon pricing. Thanks to proactive hedging, electricity costs were significantly reduced compared with the previous year.

Business development

The Aggregates business unit generated net sales of €1,687 million in 2024, significantly up on the prior-year figure and moderately exceeding the forecast. This rise in net sales was largely due to the cost-related rise in earnings from mixtures and raw materials.

Sales volumes were lower than a year earlier. Sales of raw materials in Germany were slightly below the prior-year level and well short of the forecast figure. Mixtures sales were slightly down on the previous year and moderately lower than forecast. Sales of raw materials outside Germany were substantially lower than in the previous year, but slightly higher than forecast.

The Aggregates business unit's operating result significantly exceeded both the prior-year level and the forecast, despite the still difficult environment. This increase was to a large extent driven by healthy margin growth together with high input costs. In addition, the collection of energy tax rebates for previous years following the successful conclusion of objection proceedings had a substantial positive impact. Similar to the operating result and bolstered by an improved interest result, earnings before tax considerably exceeded the prior-year and forecast levels.

Forecast

Despite the adopted financial package, the German construction industry faces another challenging year in 2025. The Central Association of the German Construction Industry (Hauptverband der Deutschen Bauindustrie) anticipates a real decline in net sales of 1.4%. This development will be shaped by a further slump in residential construction, which is forecast to decline by 5% in real terms. For public construction, public investment is expected to remain largely stable in 2025. Commercial construction is likely to benefit from investments in civil engineering for major railway construction and power line construction projects, recording slight real-terms growth.

Most relevant markets outside of Germany have seen a return of economic growth. Poland is benefiting from new EU funding and intends to increase the budget to expand the motorway and railway infrastructure. In Hungary, a government economic stimulus package should promote growth, albeit without infrastructure investment. Investments in residential construction and company investments will likely steer the construction industry away from crisis. The Czech economy is expected to recover sharply. The Ministry of Transport has announced its intention to accelerate expansion of the transport infrastructure. Sweden intends to correct its massive public infrastructure spending shortfall with significant investments over the coming years. In Ukraine, the maintenance and renovation of logistics routes are the main priority.

In a still difficult market environment, the Aggregates business unit expects raw materials and mixtures sales volumes to remain stable for 2025 both within and outside of Germany. The in some cases sharp rise in the cost of materials and services – which is unlikely to be able to be fully passed on to the market – will continue to pose a challenge. Consequently, the business unit's net sales are expected to rise slightly year on year, while the operating result will likely fall well short of the exceptionally high prior-year figure. The absence of the income from energy tax rebates for previous years, in particular, will have a negative impact. Earnings before tax will also be significantly lower than in the previous year.

Research and development

Starting in 2027, reduced-temperature asphalt will become the mandatory standard in German road construction. In the reporting period, significant progress was made on the developments to reduce asphalt production and processing temperatures. Various suitable solutions underwent large-scale testing following development on a laboratory scale. Additionally, the additive Colzuphalt was further developed, making it possible to significantly reduce the asphalt processing temperature.

The business unit's TechnologieCentrum also stepped up its research on alternative binding agents. In cooperation with two universities and the German Federal Institute for Materials Research and Testing (BAM), a research funding application was prepared and submitted to the German Federal Highway and Transport Research Institute. The application was approved in mid-December.

The digital transformation of internal and customer-facing business processes was again a central focus of research and development activities in the reporting period.

Slate

The Slate business unit extracts and produces premium-quality slate and develops products for aesthetically designed living spaces. The product line encompasses a wide variety of cladding types for roofs and façades, with the optional integration of photovoltaic elements. System solutions specifically developed for modern architecture open up new possibilities for innovative building design. The product offering is complemented by ashlar, which can be used for interior applications as well as for gardening and landscaping.

The business unit runs all its global activities, including development, procurement and sales, from the head office in Mayen, Germany. The business unit's production companies in northern Spain extract and produce slate products. The business unit also acquires slate from strategic partners. The products are sold in all major slate markets worldwide, particularly in Western and Central Europe and North America.

Industry-specific conditions

Increased construction costs, still high interest rates and uncertainty, especially among many private building owners, led to reticence to invest in German residential construction in 2024. Construction of new single-family homes fell particularly sharply compared with the previous year. This development hampered sales of pitched roof products, while the pitched roof renovation business saw a moderate recovery. In spite of these challenges, slate producers generated significantly higher sales volumes than in the previous year. Business in the key slate markets outside of Germany suffered due to similarly difficult conditions. In France, Belgium and the United Kingdom, considerably fewer pitched roofs were covered, leading to a decline in slate sales.

Business development

The Slate business unit generated net sales of €95 million in 2024, markedly exceeding the previous year's level. However, the figure was slightly short of the forecast. Unlike in the previous year, net sales were positively impacted by the first-time inclusion of the Spanish producer Pizarras La Baña, which was acquired in 2023, for the full year. La Baña was successfully integrated into the group of companies in 2024 and made a significant contribution to earnings. The Slate business unit's sales were moderately up on the previous year overall, but fell well short of expectations. This is largely attributable to sales volumes outside of Germany, which were significantly lower than forecast, despite rising slightly year on year. Sales in Germany climbed appreciably compared with the previous year and slightly exceeded expectations.

The business unit's operating result showed a slight year-on-year improvement, but fell significantly below the forecast figure, mainly due to the low sales outside of Germany. Compared with the previous year, earnings before tax were negatively impacted by the much higher interest expense associated with the acquisition of Pizarras La Baña. The figure was slightly below the forecast.

Forecast

In light of the anticipated ongoing weakness in residential construction in Germany in 2025, the slate market trend is set to remain challenging. Similarly, the renovation of slate roofs on single-family homes is unlikely to gather momentum this year. However, a positive trend shift is expected in the renovation of non-residential buildings. Overall, sustained market growth is not yet expected to materialize in Germany. In the business unit's key foreign markets of France, Belgium and the United Kingdom, the outlook for the slate market is also marred by the still weak new construction activity.

The Slate business unit expects 2025 net sales to be slightly up year on year, with sales volumes and prices remaining largely stable. With lower production, the operating result will be markedly down on the prior-year level. Due to the modest operating result expectations, earnings before tax are likely to be significantly lower than a year earlier.

Research and development

In 2024, the business unit built a state-of-the-art production hall in Galicia, which will be commissioned in the second quarter of 2025. The production lines feature innovative technology to optimize the flow of materials and increase the mechanization rate, especially in the splitting and finishing process. In addition, the installed dust and noise protection measures improve working conditions for employees. A fully automated packing line has been developed in parallel, which is scheduled to be commissioned at the end of 2025. At the end of the production process, robots on this line will pack the slate cladding in pallets.

The "Smartslate" project, which aims to fully automate the shape and thickness quality assurance process, progressed well in the reporting period. Planning and feasibility studies have been carried out and the new technology will be successively refined in 2025.

Consumer Goods

The Consumer Goods division comprises the **Zwilling Kitchenware** and **Zwilling Beauty Group** business units. These business units produce high-quality brand products for kitchen use and personal care, which are present in all major markets worldwide.

Zwilling Kitchenware

The Zwilling Kitchenware business unit provides premium and value products for the modern kitchen and the outdoor kitchen and barbecue segment. The range largely comprises knives, cookware, kitchen utensils, vacuum systems, small electrical kitchen appliances, and grills and barbecue accessories. The products are marketed under the brands ZWILLING, STAUB, BALLARINI, MIYABI, DEMEYERE, HENCKELS, SANTOS and FLAMMKRAFT. The business unit has its own large-scale production sites in both Europe and Asia. Zwilling Kitchenware is represented in Germany, as Europe's leading market, as well as in the key global markets of the USA, Canada, China and Japan, with its own companies.

Effective January 1, 2025, the barbecue segment – including the SANTOS and FLAMMKRAFT brands and its subsidiaries – was separated from the Zwilling Kitchenware business unit and transferred to an independent holding company.

Industry-specific conditions

Consumer sentiment in the Zwilling Kitchenware business unit's key markets was mixed in 2024. Given the generally stable global economic conditions, the spending appetite of private consumers in some countries increased slightly. For example, in the USA, private consumer spending was a mainstay of economic growth. In Germany, the trend moved in the opposite direction, with consumer spending providing only weak economic impetus. Developments in China were even bleaker. The ongoing real estate crisis and lackluster domestic demand curtailed consumer spending. This also affected budgets for tableware and kitchenware. The tough competitive environment bolstered demand for value products, while the premium segment declined.

Business development

The Zwilling Kitchenware business unit generated net sales of €830 million in 2024, slightly up on the prior-year level, but just short of the forecast. Adjusted for currency effects, net sales were marginally higher than a year earlier. Net sales development was hampered by the weak performance of the renminbi and yen.

In the USA, which is by far Zwilling Kitchenware's strongest market, the business unit's net sales rose sharply compared with the previous year and considerably outstripped the forecast figure. This was primarily due to the significant expansion of programs with a major retail customer.

In China, business was again marked by a clear decline in net sales. The figure likewise fell well short of the forecast. The poor consumer sentiment and associated spending reticence negatively impacted virtually all sales channels.

Zwilling Kitchenware's net sales in Germany were also markedly down on the previous year. Among other factors, this is attributable to strategic measures implemented as part of targeted brand positioning. The deviation from the forecast was considerable. Net sales in the kitchenware product segments suffered across almost all sales channels. The decline was particularly steep in premium retail, home furnishing stores, and in the online business with commercial clients. In the rest of Europe, there was an appreciable rise in net sales compared with 2023 and the forecast was also exceeded by a clear margin. The business recorded the largest gains in France, the Benelux countries, the United Kingdom, Turkey and Austria.

The barbecue segment recovered compared with the weak previous year.

There was a slight improvement in the operating result against the weak prior-year level. Significant restructuring expenses again negatively impacted the figure. Adjusted for these expenses and excluding currency effects, the result improved slightly on the previous year. The 2024 operating result failed to meet the forecast level by a stark margin. The considerably improved working capital due to the significant reduction of inventories made it possible to repay external financing, which led to a slightly improved interest result. Furthermore, lower goodwill amortization and write-downs contributed to a clear improvement in earnings before tax, although the figure still fell well short of the forecast.

Forecast

In light of the current geopolitical developments, forecasts for the Zwilling Kitchenware business unit are subject to an elevated degree of uncertainty. Potential tariff increases could impact international trade relationships and cost structures. Additionally, major retailers, which are crucial for the business unit, face major economic challenges. Due to the operational separation of the kitchenware and barbecue activities, effective January 1, 2025, forecast reporting has been prepared in accordance with the newly separated activities. The Zwilling Kitchenware business unit expects net sales to remain at the prior-year level in 2025. However, performance will vary across its core markets. Growth is expected in China, Germany and the rest of Europe. At the same time, lower net sales are anticipated in the USA due to less extensive programs with major retail customers. Despite structural challenges, the forecast operating result exceeds the prior-year level by a very wide margin. In particular, the restructuring and efficiency measures already introduced, as well as the absence of the associated nonrecurring effects, are expected to contribute to this development. Earnings before tax are likely to follow this trend.

Net sales in the Barbecue business are forecast to increase appreciably in 2025. Impulses are expected from the area of barbecue schools and from the sale of barbecue products. A premium strategy, primarily involving FLAMMKRAFT brand products, will further drive growth. Alongside net sales growth, improved margins and efficiency gains within the Santos Group will likely lead to a significant increase in the operating result and earnings before tax.

Research and development

Zwilling Kitchenware made advances in the manufacture of pans with a new ceramic coating in the aluminum cookware product segment.

Additionally, the business unit took steps to reduce its carbon footprint in the knives product segment. Through the use of Circle Green steel – a special formula carbon-reduced steel – it has brought down the carbon footprint of the knives it manufactures by more than 50% compared with the use of conventionally produced steel. In this way, the business unit has sharply decreased emissions, particularly in the ZWILLING Pro product series and the new Circle Green Line. It also pressed ahead with the transition to wood certified by the Forest Stewardship Council (FSC) – the world's most renowned and established label for sustainable forestry – for the manufacture of knife blocks, knife handles or chopping boards, for example.

Zwilling Beauty Group

Under the brands ZWILLING and TWEEZERMAN, the Zwilling Beauty Group business unit produces and markets high-quality manicure sets, pedicure tools and facial care tools. The portfolio is supplemented by products under the TruYu and QVS brands. In June 2024, the TWEEZERMAN Pet Collection – a line of grooming solutions for pets – was launched in the US market. Apart from the USA and Germany, the most important sales markets for the business unit are the United Kingdom and China.

Industry-specific conditions

The performance of the Zwilling Beauty Group is shaped by consumer sentiment in the beauty and cosmetics industry in the USA, Germany, the United Kingdom and China. In the past year, the picture across these core markets was mixed. While the beauty and cosmetics industry in the USA benefited from sustained demand for premium and luxury products, the Chinese market suffered as a result of a consumer slump. Some young consumers, in particular, drastically reduced their spending. Similarly, private consumption provided only weak economic momentum in Germany. However, a trend toward natural and organic products emerged, which the beauty and cosmetics industry was able to benefit from. Although the UK market was also characterized by cautious consumer sentiment, there were signs of growing demand for innovative and specialist products.

Business development

The business unit generated net sales of €117 million in 2024, well above both the prior-year and forecast figures.

In the USA, which is by far the most important market, net sales were considerably higher than a year earlier. The main growth driver was online trade. In Germany, the business unit likewise recorded a clear rise in net sales and met the forecast. Here too, growth was driven by online trade. In the United Kingdom, net sales exceeded both the prior-year level and the forecast. The TWEEZERMAN brand performed particularly well. Business performance in China was hampered by unfavorable exchange rate developments as well as the consumer spending slump. Net sales were down slightly on the previous year. The figure fell well short of the forecast.

Thanks to the healthy development of net sales, the Zwilling Beauty Group business unit's operating result significantly exceeded both the prior-year and forecast level. Earnings before tax were also considerably up on the previous year's figure and the forecast due to the lower goodwill amortization and write-downs.

Forecast

In light of the current geopolitical developments, forecasts for the Zwilling Beauty Group business unit are subject to an elevated degree of uncertainty. The performance of the Zwilling Beauty Group will continue to be shaped by consumer sentiment in the beauty and cosmetics industry in its core markets in 2025. However, through its positioning in the premium segment, the business unit expects to largely reduce its exposure to economic fluctuations and see stable demand. Especially in China, consumer spending is anticipated to rise, supported by economic policy measures and the recovery of the domestic market.

Potential tariff hikes could impact cost structures and international supply chains. Additionally, major retailers, which are crucial for the business unit, face major economic challenges. In light of this, the Zwilling Beauty Group business unit expects net sales to reach the prior-year level in 2025. However, currency effects and significant investments in new products and sales channels will lead to the operating result falling well short of the previous year's figure. Earnings before tax will likely decrease markedly.

Research and development

Development of a number of premium hand and foot care products for the ZWILLING brand began in the reporting period. To expand the ZWILLING facial care range, development also began on a premium eye roller. Additionally, a new nail care case made of a vegan alternative to the previously used real leather was created. This new apple-based material is characterized by its premium feel and durability.

Alongside facial care products for the TWEEZERMAN brand, the business unit developed an extensive line of claw, coat and dental care products for pets with the TWEEZERMAN Pet Collection.

Financial Services

The Financial Services division comprises the **abcfinance** and **Bank11** business units. The abcfinance business unit provides leasing and factoring solutions and is complemented by abcbank. The Bank11 business unit focuses on vehicle financing.

abcfinance

abcfinance provides tailored financial services to more than 80,000 mainly medium-sized companies in Germany, the Netherlands and Austria. In the leasing segment, abcfinance finances mobile assets, including used, low-value and intangible items such as software and licenses. In the factoring segment, abcfinance purchases receivables and thereby provides more financial options for its business partners. In the sales financing segment, abcfinance supports the sales activities of manufacturers and dealers with custom financing and services.

As part of the abcfinance business unit, abcbank offers institutional, commercial and private investors overnight money and term deposits, as well as savings bonds, and conducts securitization transactions.

Industry-specific conditions

The German economy's lackluster growth in 2024 was reflected in the leasing industry. According to the Federal Association of German Leasing Companies (BDL), new business (at purchase costs) was around 4% lower than in the previous year. It should be noted that the 2023 figure was pushed up by exceptional effects such as supply chain issues. Adjusted for these exceptional effects, the BDL figures show that new business would have grown slightly in 2024. The leasing and hire purchase business developed virtually in parallel. The number of newly agreed contracts increased by 1%.

Influenced by the macroeconomic situation, the growth of individual asset groups painted a mixed picture:

Asset group	2024	2023
Bicycles and e-scooters	–4%	17%
Cars	–2%	21%
Renewable energy systems	23%	22%
Production machinery	–7%	–15%
Agricultural engineering	7%	–11%

Source: BDL

According to the German Factoring Association, net sales in Germany's factoring industry rose by a slight 0.8% in the first half of 2024 to €194.2 billion. Unlike in the previous year, international growth was the main growth driver, while business in Germany declined by just under 3%.

Business development

Despite the challenging economic trend, the abcfinance business unit maintained new business in the leasing segment at the prior-year level, although it fell clearly short of the forecast figure. In the factoring segment, there was a slight year-on-year decline in new business. Consequently, the targeted growth in new factoring business was not achieved by an appreciable margin. Due to higher interest rates, net sales were slightly up on the previous year and marginally below the forecast. Largely due to the clearly improved net asset value[6] of the leasing business, the commercial result significantly exceeded both the prior-year figure and the forecast. Earnings before tax were sharply up on the comparable prior-year figure, but significantly lower than forecast. This is attributable to the much higher risk provisioning requirement.

Forecast

The BDL considers that the general economic weakness and the associated decline in equipment investments will continue to pose major challenges for the German leasing industry in 2025. In this environment, the industry association foresees subdued demand for lease financing. In contrast, factoring is likely to remain in demand, especially among mid-sized companies. This type of financing plays a particularly important role in times of crisis, as it provides liquidity at short notice and creates planning certainty. If the economic weakness continues, default rates and insolvencies should be expected to rise.

[6] Commercial result is an industry-wide benchmark for assessing a leasing company's annual profitability, which is calculated based on the operating result (before tax) under German GAAP and the change in net asset value.

The abcfinance business unit anticipates that new leasing business will remain at the prior-year level. At the same time, new business in the factoring segment is expected to slightly rise. Growth will likely be driven by new customer groups, new products and the expansion of digital solutions. Overall, abcfinance forecasts that net sales will be close to the prior-year level. However, the commercial result is expected to fall significantly below the exceptionally high figure of the previous year as a result of lower net asset value growth. Due to higher margins in the lending business, alongside largely stable market interest rates and still rising risk costs, earnings before tax are anticipated to rise significantly year on year in 2025.

Research and development

In the reporting year, abcfinance continued the transition of its IT systems to a service-based software architecture. The intention is to considerably reduce reliance on external services and simplify IT connectivity between business partners and abcfinance. The specifically developed architecture was implemented in 2024 and the first application was successfully launched. Other applications are currently in development.

Bank11

Bank11 specializes in sales and purchase financing and consumer lending. Its services are aimed at mid-sized vehicle dealers that offer customers simple and attractive financing and insurance products. Bank11 additionally offers its partner dealerships the opportunity to finance their fleet of new and used vehicles through purchase financing. Bank11 also provides consumer loans through partner banks and directly. To refinance its operations, Bank11 offers overnight and fixed-term deposit accounts to private and institutional investors, and conducts securitization transactions.

Industry-specific conditions

The German automobile market recorded moderate growth in 2024. According to the Federal Motor Transport Authority (Kraftfahrt-Bundesamt), 2.8 million new vehicles were registered during the business year, 1% less than in 2023. In addition, 6.5 million transfers of ownership were registered, representing a 7.5% rise compared with 2023. This increase meant that new vehicle availability again approached 2021 levels, leading to a normalization of used vehicle prices after the peak between 2022 and 2023.

Business for banks specializing in automobile financing last year again benefited from the large proportion of private new and used cars financed. According to a survey conducted by the banking association, around 41% of all private cars in Germany were financed through credit or leasing in 2024. The share of financing was around 49% for new vehicles and roughly 36% for used vehicles.

Business development

After 14 years of strong growth, Bank11 deliberately entered a consolidation phase in 2024, with just a slight portfolio growth. At €3.8 billion, new business declined significantly on the previous year. Within this figure, purchase financing new business matched the prior-year level, as expected. In the area of sales financing, new contracts were considerably down on the previous year, but slightly up on the forecast. The number of trade partners rose by around 1,200 to 20,600. The long-standing, successful cooperation with automobile industry associations and automobile dealer associations was a key pillar of the business unit's sales. The cooperation with ADAC in vehicle financing also continued to perform well. Furthermore, Bank11 benefited from its innovative strength and the fast and competent service provided to automobile dealers and their customers.

Thanks to the clear improvement in interest income given the higher interest rate environment, as well as the strong insurance business, Bank11's net sales rose substantially compared with the previous year, putting them well above the forecast figure. The operating result exceeded both the previous year and the forecast. This is mainly attributable to a marked improvement in interest and commission income, which more than compensated for the much higher than forecast risk expenses. Due to macroeconomic developments, risk expenses were higher than forecast, but slightly under the prior-year level. On the refinancing side, two securitization transactions totaling €1.3 billion were very successfully placed on the capital market, despite a difficult market environment.

Earnings before tax exceeded both the prior-year and forecast levels as a result of the higher interest and commission income.

Forecast

The German Association of the Motor Trade expects the German automobile market to see a slight decline in new registrations in 2025. According to this association, customers will remain reticent when it comes to making new vehicle purchases due to the difficult overall economic situation as well as higher vehicle prices. Furthermore, demand for electric vehicles has fallen back sharply, as government subsidies have come to an end. Slight growth is anticipated for the used car market.

Bank11 expects to continue its consolidation phase with limited new business and moderate portfolio growth in 2025. New business volumes in sales financing will likely grow appreciably, while significant declines in purchase financing are anticipated. Based on the higher forecast interest income, a considerable rise in net sales and, accordingly, a clear increase in interest and commission income is expected. In light of the challenging market environment, risk expenses are forecast to grow significantly. However, with continued cost discipline, Bank11 expects its operating result to remain more or less stable compared with 2024. Earnings before tax will also remain at the prior-year level in 2025.

Research and development

In 2024, Bank11 used AI applications to optimize customer communications and simplify the automation of back-office processes. As part of this, a voicebot was introduced as a pilot project in the customer service center to provide initial assistance to those seeking advice. The aim is to refine this concept to the point that full communication with customers can be handled. In the back office, the conditions for further process automation were put in place.

Net Assets and Financial Position

The consolidated balance sheet total declined by €36 million in 2024 from €13,631 million to €13,595 million. The individual balance sheet items changed as follows:

Assets

in € million	Dec. 31, 2024	Dec. 31, 2023	Change
Fixed assets	2,860	2,889	–29
thereof leasing assets from financial services	1,678	1,705	–27
Accounts receivable from financial services	9,494	9,617	–123
Inventories	510	535	–25
Accounts receivable and other assets (including prepaid expenses)	410	404	6
Securities and liquid funds	321	186	135
	13,595	13,631	–36

Equity and liabilities

in € million	Dec. 31, 2024	Dec. 31, 2023	Change
Equity	2,092	2,032	60
Difference in amounts from capital consolidation	1	–	1
Provisions	502	491	11
Liabilities from financial services	10,411	10,473	–62
Liabilities (including deferred income)	568	616	–48
Deferred tax liabilities	21	19	2
	13,595	13,631	–36

Selected key figures

	Dec. 31, 2024	Dec. 31, 2023
Equity ratio[7]	15%	15%
Equity ratio excluding the Financial Services division	58%	56%
Investments (in € million)	155	241
Net liquidity[8] (in € million)	83	–177
Net liquidity excluding the Financial Services division (in € million)	–125	–242

[7] The equity ratio is the ratio of equity to total assets.
[8] Net liquidity comprises the balance sheet item "Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks" less any existing access restrictions in this balance sheet item and less any liabilities to banks.

Assets

The fixed assets of the Werhahn Group decreased from €2,889 million in the previous year to €2,860 million as of the closing date. They comprised intangible assets of €92 million (previous year: €115 million), tangible assets of €967 million (previous year: €958 million), financial assets of €125 million (previous year: €110 million) and leasing assets from financial services of €1,678 million (previous year: €1,705 million).

Overall, fixed assets excluding leasing assets declined by €1 million compared with the previous year. Investments amounted to €173 million, while depreciation and amortization was €168 million and net disposals in the business year totaled €7 million.

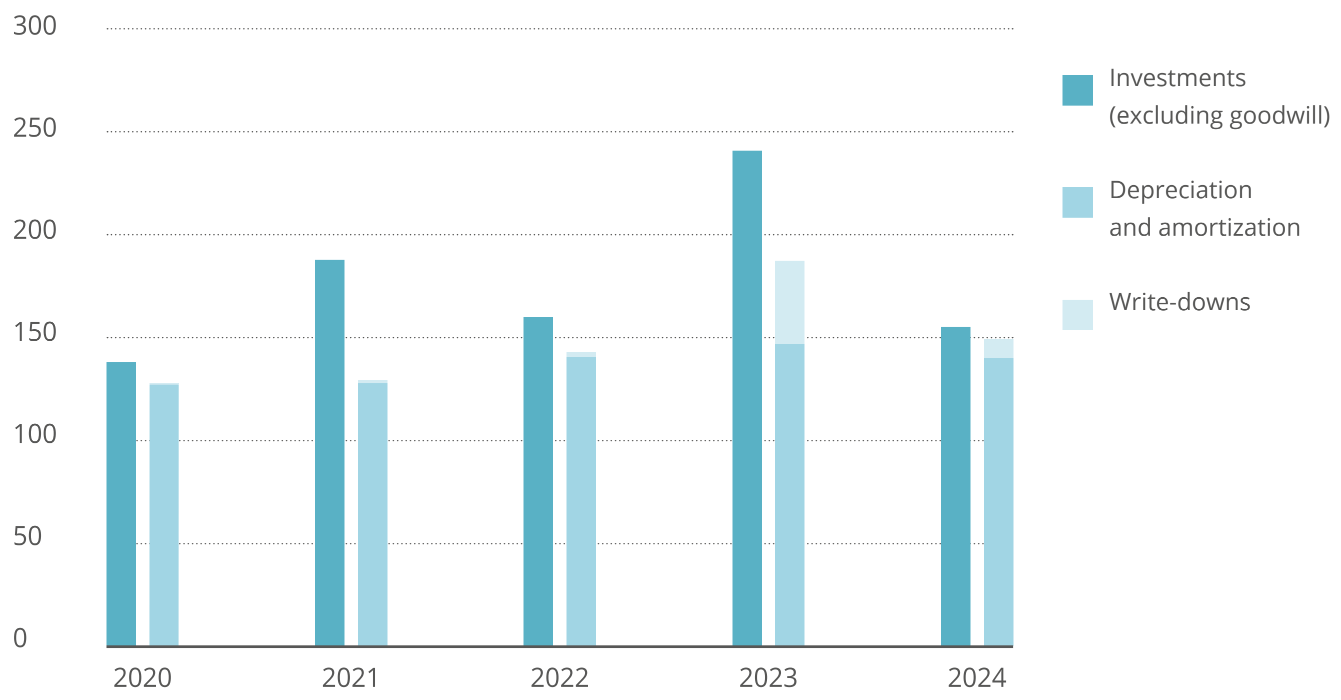
Intangible assets declined by €23 million. Overall, the investments of €18 million were offset by depreciation, amortization and write-downs of €41 million in the business year. The depreciation, amortization and write-downs in the business year include a total of €17 million in goodwill amortization and write-downs.

Tangible assets increased by €8 million year on year, with investments of €137 million and depreciation and write-downs of €124 million.

Financial assets increased by €14 million compared with the previous year. Investments in participations of €17 million were partly offset by net disposals of €2 million in the business year.

Investments in tangible assets, intangible assets (excluding goodwill) and net investments related to acquisitions (excluding leasing assets) are presented below along with the depreciation, amortization and write-downs for the respective years:

in € million



In 2024, €155 million (previous year: €241 million) was invested in tangible assets, intangible assets (excluding goodwill) and net investments related to acquisitions. Investments were thus significantly lower than in the previous year. This is largely attributable to the acquisition of Spanish slate producer Pizarras La Baña in the previous year. In total, investments slightly exceeded depreciation, amortization and write-downs in the reporting period. The bulk of the investments was made in the investment-heavy Aggregates business unit. As in the other business units, investments in Aggregates declined year on year.

In the Financial Services division, leasing assets from financial services declined by €27 million. With depreciation and amortization of €535 million and net disposals of €135 million in the reporting period, investments of an additional €642 million were made.

The €123 million decline in accounts receivable from financial services to €9,494 million resulted from lower deposits with banks as well as the shifting of short-term deposits into cash deposits with the German Federal Bank. Loan receivables from customers moved in the opposite direction, rising slightly.

Inventories amounted to €510 million as of December 31, 2024 (previous year: €535 million). As in the previous year, the decline is largely due to the reduction of inventories in the Zwilling Kitchenware business unit.

Accounts receivable and other assets (including prepaid expenses) totaled €410 million (previous year: €404 million).

Trade accounts receivable were up on the previous year at €275 million (previous year: €258 million). In the Aggregates, Zwilling Kitchenware and Zwilling Beauty Group business units, trade accounts receivable increased in line with the healthy business development at the end of the year. In contrast, trade accounts receivable in the Slate business unit were down on the previous year. Accounts receivable from companies in which a participating interest is held decreased by €4 million to €27 million. This decline was related, in particular, to the Aggregates business unit. Due primarily to lower receivables from tax authorities, other assets decreased by €5 million to €90 million.

Capital structure

The Werhahn Group's equity totaled €2,092 million (previous year: €2,032 million). This represents an equity ratio of 15% (previous year: 15%). Without consolidation of the financial services companies, the equity ratio amounts to 58% (previous year: 56%). Non-controlling interest in equity as of the closing date was €60 million (previous year: €60 million). The changes in equity are shown in the Statement of Changes in Equity.

Provisions increased by €11 million compared with the previous year to €502 million. These primarily comprised provisions for pension obligations (€129 million, previous year: €133 million), other personnel provisions (€99 million, previous year: €82 million), provisions for restoration and recultivation obligations mainly in the Building Materials division (€108 million, previous year: €107 million), provisions for rebates and discounts (€36 million, previous year: €39 million), and provisions for outstanding invoices (€35 million, previous year: €33 million).

The liabilities from the financial services business reflect refinancing of the Financial Services division as well as the liabilities of Bankhaus Werhahn GmbH resulting from its banking business. The €62 million decline in liabilities from financial services to €10,411 million is mainly attributable to the reduced refinancing requirement due to the lower level of new business.

The liabilities (including deferred income) of the Werhahn Group amounted to €568 million, down on the previous year's figure of €616 million. Within this item, liabilities to banks decreased by €124 million to €237 million. Utilization of the syndicated loan facility declined significantly. In contrast, trade accounts payable increased by €21 million to €129 million as of the closing date. At €44 million, liabilities to shareholders were up €26 million on the previous year. Due primarily to higher liabilities to tax authorities, other liabilities increased from €61 million to €89 million.

As of the closing date, there were €21 million in surplus liabilities from deferred taxes (previous year: €19 million). The Werhahn Group continues to exercise its right not to recognize deferred tax assets from the single-entity financial statements.

Liquidity

Due to the industry-specific rules of GAS 21 on the presentation of financial services business within operating activities, the Werhahn Group's cash flow statement has limited informative value.

This is reflected in the development of the cash flow from operating activities, which was sharply up on the previous year at €417 million (previous year: €–381 million). Adjusted for the effects of the financial services business, there would still be a significant improvement, mainly due to the higher net income and improved working capital. The cash flow from operating activities generated by the financial services business was to a large extent determined by cash management, as in the previous year. The transfer of liquid funds to the cash reserve at the German Federal Bank, which is allocated to cash funds, contributed to the increased cash flow from operating activities. In the previous year, cash management resulted in an exceptionally high negative effect.

Investments in tangible assets constituted a major part of the cash flow from investing activities (€–126 million, previous year: €–166 million). These investments decreased slightly compared with the previous year. In addition, the prior-year figure included payments made for the acquisition of Spanish slate producer Pizarras La Baña.

At €–23 million, the cash outflow from financing activities was smaller than in the previous year (€–59 million). The year-on-year change is primarily attributable to lower cash outflows for dividend payments and distributions.

Cash funds at the end of the period amounted to €100 million (previous year: €–168 million) and were thus significantly higher than at December 31, 2023. The liquid funds included in cash funds rose by a substantial €135 million to €321 million. Of this amount, €221 million (previous year: €69 million) is tied to financial services institutions. This increase is largely due to the financial services institutions holding higher cash reserves with the German Federal Bank. In contrast, assets held at banks decreased slightly in 2024. Liabilities to banks payable on demand (€218 million, previous year: €349 million) were significantly reduced.

Accordingly, net liquidity increased by €260 million compared with the previous year, amounting to €83 million as of December 31, 2024. As of the closing date, undrawn committed credit lines of €964 million were available to the Werhahn Group. In addition, the lendable value available to banks for securities held in the custody account with the German Federal Bank amounted to €1,488 million.

Personnel

The Werhahn Group had an average of 10,508 employees during the year. This is 64 fewer employees than in 2023.

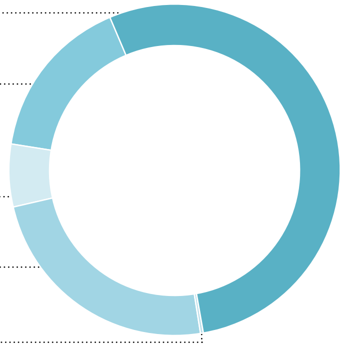
The change in the average headcount compared with the previous year varied across the corporate divisions. In the Building Materials and Financial Services divisions, the figure rose in line with business development as well as the acquisition of Spanish slate producer Pizarras La Baña in the previous year. In the Consumer Goods division, the headcount primarily decreased due to the restructuring measures in the Zwilling Kitchenware business unit. The decline in the 'Others' segment was due to the discontinuation of the FiberLean Technologies business.

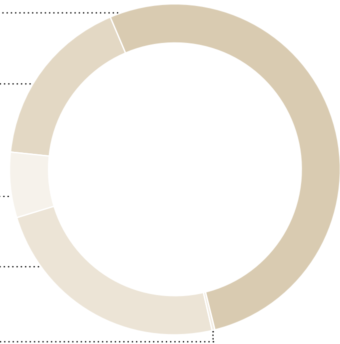
The average number of employees was distributed across the individual corporate divisions as follows:

	Average 2024	Average 2023	Change
Building Materials	4,687	4,589	98
Consumer Goods	4,403	4,567	–164
Financial Services	1,172	1,136	36
Others	246	280	–34
Group total	**10,508**	**10,572**	**–64**
Salaried employees	5,377	5,371	6
Industrial employees	4,910	4,998	–88
Employees	**10,287**	**10,369**	**–82**
Trainees	221	203	18

An average of 5,666 people, or around 54% (previous year: 53%) of the Werhahn Group’s workforce, were employed in Germany.

	2024	2023
Germany	5,666	5,574
Asia	1,678	1,778
North America	653	673
Rest of Europe	2,510	2,545
Rest of world	1	2
Group total	**10,508**	**10,572**





To ensure its long-term success, the Werhahn Group builds on its employees’ expertise, dedication and sense of identification with the company. The cornerstones of its forward-looking personnel planning are the continuous training and education of employees, the targeted identification and promotion of top performers, and recruiting and retaining talent. The Werhahn Group remained true to these principles in 2024.

Given the palpable skills shortage across all industries, the Werhahn Group has stepped up its efforts to attract, develop and retain new talent as well as experienced technical specialists and managers. Potential new recruits are predominantly reached through digital recruitment tools as well as specific employer branding concepts. Key recruitment portals include social media and professional jobs sites. All business units have launched specific initiatives tailored to their industries and requirements as part of employer marketing, as well as in the digital recruitment process. Approaches based on personal contact between the company and potential applicants, such as careers fairs and hands-on work experience sessions for trainees, remained an integral part of the recruitment activities. At the *Familienunternehmen* (family businesses) career day, an event for young talent who are particularly interested in working for a family company, representatives of the business units and head office showcased the Werhahn Group.

Concepts based on recruiting employees at the earliest possible stage – the form of training, dual study programs, internships and supporting bachelor’s and master’s theses, for example – likewise remained a focus in the reporting period.

Employee development remains a priority for the Werhahn Group. This ensures employees receive the continuous training required to prepare them for new challenges, with a focus on product, subject area and technology-related training. Furthermore, the Werhahn Group aims to enhance its attractiveness as an employer by providing employees with a wide range of professional development opportunities and numerous training options, some of which are offered digitally. In the reporting period, this was again complemented by the well-established Werhahn Excellence Program, which takes the form of seminars on subjects such as leadership, communication and work techniques. The content was delivered through both in-person and remote sessions. The program was targeted at all Group employees in Germany.

Risk Report

The actions of the Werhahn Group are geared toward achieving sustainable profitable growth and maintaining and increasing its enterprise value. Due to its diversified structure covering various industries and regions, the Werhahn Group is exposed to a range of risks. Significant risks are monitored by means of the Werhahn Group's risk management system, which – together with corporate controlling, the internal control system (ICS) and other compliance activities – forms an integral part of the corporate management and strategy of the Werhahn Group, as well as its corporate governance.

Risk management system

Purpose of the risk management system

The purpose of risk management in the Werhahn Group is to prospectively assess risks with regard to the company's long-term objectives, with a particular emphasis on net assets, financial position and results of operations. To this end – over and above ongoing monitoring in day-to-day operations – specific and significant risks are identified at an early stage, appropriately assessed, and effectively and efficiently managed. Risks are any events or potential developments that could negatively impact the achievement of the company's objectives or which could arise due to failure to take advantage of a development opportunity or potential and thus potentially affect its earnings or liquidity. Estimating the probability of occurrence or the extent of future events and developments is, of course, subject to uncertainty.

Furthermore, the aim of the risk management system is to promote a risk culture through the preparation and evaluation of Group-wide risk reports. In addition to the business units, the central functions – such as Internal Audit and the Compliance Committee – are involved in the risk management process to ensure efficient risk management in the Werhahn Group. In the business year, the risk management system concept was validated and the reporting form slightly expanded.

Risk management organization

Risk management spans the entire Werhahn Group. A uniform structure and process is applied. The head office and business units are responsible for implementing the relevant rules and requirements applicable in their individual areas. The financial services companies also take the Minimum Requirements for Risk Management (MaRisk) published by the German Federal Financial Supervisory Authority (BaFin) into consideration.

Binding Group-wide regulations and the regular involvement of the Werhahn Group's highest management bodies ensure that the requirements of the risk management system are adhered to and properly applied. The current risk situation and material individual risks are regularly discussed at meetings of the Management and Supervisory Boards.

The **Financial Risk Management Guideline** sets out the framework and the basic rules on how to deal with financial and non-financial risks. These comprise the risk categories of market risks, process risks, financial market risks, and ESG (environment, social, governance), legal and compliance risks, with further differentiation made between different risk types. The aim is to identify risks and develop countermeasures to prevent severe financial impacts or even threats to the continued existence of the Werhahn Group. To achieve this, risk-bearing capacity is determined on the basis of capital and liquidity and compared against quantified risks. Risks are taken into account here if they exceed the materiality thresholds established individually for the business units based on potential damage. The materiality thresholds are individually determined and annually validated.

The decentralized **compliance management systems** of the Werhahn Group companies are monitored by the respective compliance officers. Together with the central compliance officers, the compliance officers in the business units further develop the compliance standards and oversee the implementation of measures in their respective areas of responsibility. In addition, the Compliance Committee of the Werhahn Group meets several times each year, with the participation of the competent Wilh. Werhahn KG Management Board member. The Werhahn Group's Compliance Committee coordinates activities throughout the Group to ensure compliance with laws and other rules, as well as internal values and guiding principles in accordance with the Group-wide Code of Conduct. The Code of Conduct is supplemented by specific guidelines on antitrust law, among other things. E-learning programs on the Code of Conduct and other issues relevant to compliance are available. Furthermore, relevant issues can be reported to the respective Group company free of charge and anonymously, either by phone or via the online whistleblower system, which is available in 17 languages.

As a further line of defense, the central **Internal Audit department** and the internal audit departments of the financial service providers monitor compliance with legal requirements and internal rules through independent audits. As part of the audits, the business processes and the internal control systems of the audited companies are evaluated. As necessary, the audit also covers assessing the appropriateness and effectiveness of the processes and systems implemented. Internal Audit applies a risk-based audit approach, with the audit procedures geared toward assessing the risk of the relevant audit area.

The **Supervisory Board** dedicates a meeting to addressing the risk management system and risk evaluation in depth.

The Group's economic position is reviewed based on internal financial reporting as well as the consolidated accounting prepared in accordance with external reporting requirements. The **Group accounting process** is monitored by means of internal control systems. The accounting-related part of the internal control system, which is relevant for the preparation of financial statements, comprises three measures intended to ensure that the information required for the preparation of the Consolidated Financial Statements and Group management report is complete, accurate and provided in good time. System-based and manual measures are in place to minimize the risk of material misstatements in the Consolidated Financial Statements and Group management report.

The Werhahn Group's Accounting Guideline forms the basis for legally compliant and uniform accounting and consolidation throughout the Group. It is continually updated, approved by the Management Board and must be applied by all consolidated Werhahn Group companies. Updates to the Accounting Guideline are based on an analysis of developments in German commercial law and accounting standards with regard to their implications for the Consolidated Financial Statements and the Group management report. Further significant elements of the Group accounting process include the standardized Group chart of accounts and the binding consolidated accounting schedule.

The Consolidated Financial Statements and Group management report are prepared using standardized IT systems for consolidation and preparation of the Notes to the Consolidated Financial Statements and Group management report. The systems are included in the Werhahn Group's IT security strategy. In particular, a detailed authorization concept and defined change management processes are covered.

Supervision of the Group accounting process is supported by the Internal Audit department. The Werhahn Group's external auditors also report on the results of their audit and any findings regarding the internal control system of the consolidated companies. External experts are engaged where required, for example to address specific accounting and measurement-related questions or to provide support on company acquisitions.

As part of internal reporting, variance analyses are conducted during the year to monitor and comment on differences between the planned and actual key indicators of net assets, financial position and results of operations.

Risk management process

As the first step, an annual inventory of risks and opportunities at the level of the business units and central departments is carried out as part of corporate planning. The risks identified are evaluated based on their potential damage and probability of occurrence as a percentage. The effectiveness of the planned risk mitigation measures is taken into account here.

The identified risks and opportunities are then discussed at Group level, involving the Management Board of Wilh. Werhahn KG, and reviewed with regard to the need for further risk management measures. On the basis of this, an annual Group risk report is prepared. This covers the Werhahn Group's overall risk situation, the most significant individual risks, and the effectiveness of risk mitigation measures, and presents the risk-bearing capacity.

Alongside the planning of financial figures, material risks and opportunities, as well as mitigation measures, are discussed and updated during **planning sessions**. If required, the risks and measures are reevaluated with the participation of the Management Board of Wilh. Werhahn KG, and the planning of the relevant business unit is amended accordingly. The risk inventory carried out during planning is reviewed in the course of the year, with corresponding reporting prepared.

The outcome of the risk management process is documented in a report. As part of this report, the expected potential damage and level of impact of the individual risks – with regard to their probability of occurrence and level of impact – are allocated to different ranges in a **risk matrix**. Planned risk mitigation measures are taken into account in both the evaluation and the allocation of the individual risks to the ranges. By combining the criteria of probability of occurrence and level of damage impacting earnings before tax, the risks are allocated to risk areas, as shown in the chart below. Risks that fall within the red area of the matrix are classified as material.

In the 2024 business year, presentation of the lowest probability range was adjusted. The upper threshold for this range is now 10% instead of the previous 1%. No other thresholds were changed.

Probability	>75–100%					
	>50–75%					
	>25–50%					
	>10–25%					
	>0–10%					
Potential damage (earnings before tax in € million)		1.5–5.0	5.0–10.0	10.0–15.0	15.0–25.0	>25.0

The development of individual risks is continuously monitored by the business units and central departments, and reported in scheduled meetings of the various executive bodies of the business units as well as the Management Board of Wilh. Werhahn KG. New material risks and significant changes are also reported to the responsible executive bodies outside of the scheduled meetings.

The effectiveness of risk management is annually reviewed. If necessary, the risk management system is revised and improved.

Current risk situation

The key risks identified for the Werhahn Group, which could have a notable negative impact on the Group's business, net assets, financial position, results of operations or reputation, are described below.

Business activities and objectives could also be negatively impacted by other risks that are currently unknown or considered immaterial.

Market risks

Market risks comprise risks arising in connection with sales markets, competition, the business model, bad debt, prices and margins, procurement, raw materials and ability to deliver.

Additionally, the Werhahn Group's economic situation is significantly influenced by general micro- and macroeconomic conditions.

Sales risks primarily arise from potentially weaker economic developments, as well as possible changes in consumer behavior. This can cause demand in individual industries and markets to fluctuate or permanently decline. Weak demand carries the additional risk that heavy competitive and price pressure will develop.

In the Aggregates business unit, the biggest risk is shrinking demand for road construction products from public budgets. The potentially resulting regional overcapacities could in turn lead to intense price pressure. Alongside the possibility of weaker demand due to the economic environment, the Consumer Goods division faces the challenge of choosing the right sales channels for customers' changing purchasing behavior, since traditional distribution channels may be unable to sustainably maintain their market position. The Werhahn Group counters this risk by closely observing market and customer behavior and continuously looking into the development of new sales channels. In the Financial Services division, both new business and general competitive and price pressure is to a large degree dependent on the willingness of individual consumers and companies to invest. In addition, unexpected changes in financing and refinancing conditions can also push down the interest margin.

In the Financial Services division, counterparty default risk represents the risk of contractual partners being unable to fulfill their contractual obligations, either in full or in part. This could lead to more business and private customers defaulting on their loans. The companies in the Financial Services division mitigate this risk through active credit risk management. This comprises a credit assessment and an effective dunning process. However, there is a risk that the risk provisions in the accounts will not be adequate in the future. In addition, financial services providers are exposed to the risk of more stringent regulatory requirements. Meeting capital requirements for financial services providers could tie up significant financial resources over the long term. The other business units are also exposed to the risk of customer insolvency, for example in bricks-and-mortar retail. Measures to mitigate this risk include credit insurance and active receivables management.

In procurement, the most significant risks are posed by possible increases in the cost of or shortages of inputs such as energy, fuel, bitumen and steel. These risks affect the business units to differing degrees. The higher costs could also have a significant negative impact on the Werhahn Group's results of operations if they are unable to be passed on, or can only be offset in part or with a delay through higher revenues or cost savings. Specifically for the Aggregates business unit and its production of asphalt mixtures for road construction, bitumen is an extremely important input and is subject to major price volatility. This is taken into account through measures to mitigate price risk such as fixed-price quotas for bitumen, for example.

Investments in fund participations, in particular, involve the risk of fluctuating distributions or value.

Process risks

Process risks include risks in the areas of IT, cyber security, data protection, information security, business interruptions and personnel, in particular, as well as operational risks in relation to support and value creation processes.

Adequate technical and organizational measures have been instituted across the Group to protect the IT systems required for business processes against the ever growing threat of cyber attacks, which could damage the Group's assets and reputation. These are reviewed on a random basis, for example in the form of external audits. Where applicable, these audits comply with regulatory requirements, especially in the area of financial services. In addition, the IT systems of the individual business areas are upgraded to the latest technology on an ongoing basis. Suitable measures are likewise applied to ensure compliance with data protection and information security requirements.

Production risks are mitigated through preventive maintenance and quality assurance measures, forward-looking investment planning, business continuity management (BCM) and IT risk management. This approach ensures that production capacities are reliably available and that damage from production stoppages is reduced. In the Consumer Goods division, there is a risk of suppliers being unable to deliver due to materials shortages, logistics bottlenecks or lack of personnel. This could lead to production stoppages. This is counteracted through alternative procurement sources.

The Werhahn Group's employees are also crucial to the successful identification of process risks. Consequently, recruiting skilled employees, ensuring their professional and personal development, and fostering their long-term loyalty to the company are among the Werhahn Group's priorities. Alongside the performance-based remuneration of skilled professionals and managers, the Werhahn Group continuously invests in extensive training and qualification plans, as well as in measures to generally protect employees. This also includes regular training to raise employee awareness around the topic of workplace safety. The implementation of measures to reduce risks and hazards ensures accidents are avoided and working conditions are improved. Examples of these measures include the continuous analysis and optimization of working processes and the regular maintenance and inspection of equipment and machinery. The internal control system (ICS) is used to avoid and identify any errors, particularly in commercial processes.

Financial market risks

The Werhahn Group is exposed to numerous financial risks. These include liquidity, currency, refinancing and interest rate risks in particular.

Current and future available liquidity is continuously managed and monitored across the Group to mitigate liquidity risk. Furthermore, adherence to the financial metrics specified in loan agreements is monitored, making it possible to apply any necessary countermeasures in a timely manner. Credit limits are set as part of the Group's internal cash management and intra-Group lending to avoid liquidity risks.

Currency risks are reduced by hedging contracts and planned cash flows in a set time period. Any limits set for non-hedged currency positions are constantly monitored and managed using external hedging instruments, in which case only conservative financial instruments are used.

In the Financial Services division, in particular, risks predominantly arise due to unexpected changes in refinancing rates, as well as the possible reduction of individual credit lines and thus potentially more expensive alternative refinancing. The Financial Services division counters these market risks by reviewing and hedging refinancing conditions and types, and identifying new refinancing sources on an ongoing basis.

Interest rate risks can take the form of cash flow and net present value risks with mismatching maturities, as well as a delayed ability to adjust customer conditions to changes in money market and capital market interest rates, especially for the financial services providers. Based on the underlying transaction, a decision is made regarding which risks can be accepted and, where appropriate, offset through risk management transactions (e.g., swaps). The limits set as part of the risk strategy are monitored on a continuous basis.

ESG, legal and compliance risks

This category encompasses risks in the areas of ESG (environment, social, governance), internal and external fraud risks, compliance risks, legal risks, and other risks arising from changes in the legal situation, regulations, or expropriations.

To a significant extent, the business units' activities are subject to environmental regulations. The business activities of the Building Materials division, in particular, have a direct impact on natural resources. In addition to exercising due care in everyday operations, provisions are systematically planned and recognized for restoration measures in accordance with legal requirements. There is suitable insurance cover for the economic consequences of extraordinary loss events. In light of the expanding legal requirements, especially with regard to carbon emissions, the business units are working with Wilh. Werhahn KG to identify and assess causal relationships and savings targets.

The Russia-Ukraine war poses the risk that business in both countries could be restricted or prevented due to the breach of legally binding commitments. Furthermore, there is a risk of significant destruction of sites in Ukraine through Russian acts of war. Due to the negative economic effects and instability, there is also a risk that planned transport infrastructure investments in Eastern EU member states, Russia and its neighboring countries could be delayed or canceled completely. Geopolitical shifts, such as the raising of tariffs or other trade barriers, could impact competitiveness.

Within the scope of the Group's business activities, there are also circumstances in which risks arise as a result of legal disputes and proceedings. Examples of these include risks related to guarantees and product liability. Such risks are preemptively mitigated where possible through comprehensive legal advice and the implementation of internal policies. Furthermore, appropriate insurance policies have been taken out for various legal risks. In the case of pending proceedings not fully covered by insurance, the appropriate financial precautions are taken, particularly in the form of provisions or value adjustments.

With regard to financial services providers, recession-related developments could cause the risk of external fraud to increase in the areas of factoring, leasing, or sales and purchase financing.

Overall risk assessment

The overall risk for the Werhahn Group declined compared with the previous year, particularly due to the reduced risk exposure in the Aggregates business unit.

At present, no individual risk has been identified that – after taking into account the countermeasures – falls within the red area of the above risk matrix and is therefore defined as material.

Based on current information, with overall risk below the prior-year level and adequate risk-bearing capacity, we do not see any risks to the continued existence of the Werhahn Group as a going concern. The diversification of the Werhahn Group in terms of both markets and industries significantly contributes to reducing the potential impact on the Group of individual risks. Most of the risks concern only individual business units or regions. Although these risks may be material for the relevant business unit, they are of less significance for the Werhahn Group as a whole, falling within the green or yellow areas of the above-mentioned risk matrix. The probability of an individual risk with a significant damaging effect similarly affecting all business units is therefore rated as low. Furthermore, it is possible for risks in one business unit to be offset by opportunities within the business unit or between business units.

Sustainability

Sustainable business is a core component of the Werhahn Group's strategy and corporate culture. All Group companies consider it their duty to uphold environmental, social and ethical standards. They endeavor to conserve resources, avoid negative environmental impacts, and take social responsibility. As part of the Werhahn sustainability concept, we developed the following slogan: "Responsibility across generations – business and sustainability unite." This emphasizes our undertaking to enhance the sustainability of the Group's processes step by step.

In light of the European Corporate Sustainability Reporting Directive (CSRD) and the corresponding European Sustainability Reporting Standards (ESRS), the Werhahn Group's business units have conducted a double materiality assessment and defined qualitative and quantitative metrics. In this way, impacts, risks and opportunities in the areas of environment, social and governance are identified early on at each stage of the value creation process and relevant measures are taken, making it possible to continuously reduce our CO_2 footprint, for example. In 2024, a CO_2 reduction target was set for all business units for 2030, with progressive measures to be implemented in the intervening period.

The double materiality assessment is an essential part of the preparations for mandatory CSRD reporting. Any changes to legal requirements could lead to changes in the materiality assessment, the process and disclosure requirements.

Outlook and Opportunities Report

Macroeconomic forecast

The IMF forecasts stable global growth in 2025. In its January 2025 outlook, the IMF projects global GDP growth of 3.3% for this year. According to the IMF, the main growth drivers will remain India, with projected economic growth of 6.5%, and China, with expected growth of 4.6%. Growth of 2.7% is projected for the USA.

In the euro area, the IMF projects average growth of just 1.0%. Among other factors, this is attributable to weak industrial development, poor consumer sentiment and high energy prices. The IMF anticipates that Germany, France and Italy – Europe's three most significant economic nations – will grow by less than 1.0% this year. Growth of just 0.3% is now expected for Germany, after the IMF had considered a 0.8% rise possible in its October 2024 outlook. According to the German Federal Bank, the German economy is not only struggling with persistent economic headwinds, but also with structural problems. In its 2025 Forecast for Germany, it reports that this is affecting the industrial sector in particular, as well as export business and investments. Contrary to the previously long-held belief, private consumption is no longer acting as a driver of economic recovery, the labor market situation having lost momentum. Germany's leading industry associations expect impetus to come from the result of the Federal election. They consider that clear structural reforms and robust decisions could result in stronger growth. For instance, the German Institute for Economic Research believes that the German economy could grow by 2.1% in 2026. However, excluding additional spending on infrastructure, climate protection and defense, growth of just 1.1% is projected.

The IMF projects that global inflation will ease this year. This would give central banks room to further reduce key interest rates – a move that usually provides economic stimulus. The German Federal Bank expects inflation in Germany to decline only slightly from 2.2% to 2.1%. This is explained by temporarily steeper rises in food prices and only slowly abating price pressures affecting services.

The IMF foresees risks to the global economy from potential trade conflicts in particular. Protectionist measures such as tariffs could lead to rising prices, bolstering inflation.

Opportunities for future growth

The Werhahn Group is committed to maintaining and increasing the company's value and attractiveness for future generations. Prerequisites for ensuring the Group's long-term success include the early identification and targeted promotion of innovation and top performers, securing adequate Group liquidity, and generating and securing sufficient profitability for the business units. At Group level, diversity makes it possible to leverage opportunities in different economic sectors and contributes to the Group's stability.

The ongoing development of business models and product offerings, as well as tapping into additional market potential to generate growth, are major focal points for the future. The Werhahn Group believes there is further potential in reaching customer groups digitally, the more efficient design of production, distribution, procurement and other business processes, and the exploitation of vast data volumes using digital tools.

The commitment to making our business activities more sustainable – which we report on in the section on sustainability – is also a crucial factor in ensuring long-term value growth. At the level of the business units, further specific opportunities are also arising; these are discussed in detail below.

For the Aggregates business unit, the poor condition of much of the German road and rail network, as well as the increasing traffic volumes continue to offer the opportunity that the federal government, states and municipalities will make additional investments in transport infrastructure. Opportunities could also arise from economic stimulus packages and subsidies due to the higher carbon pricing under the German Fuel Emissions Trading Act (BEHG). Growth in foreign markets and the expansion of the circular economy offer further opportunities.

After recovering from the general building construction slump, the additional resources gained through acquisitions mean that the Slate business unit has the opportunity to generate higher sales and earnings.

In the Consumer Goods division, opportunities mainly relate to favorable exchange rate developments. Moreover, with recovery of the currently constrained consumer climate, there are opportunities to reach additional markets and customers through new business lines and product innovations. Further potential is offered by the optimization of brands, ranges and costs. High volume project business could likewise positively impact results of operations.

The Financial Services division aims to continuously improve the efficiency of contract processing. To do so, it is increasingly using digital processes and automated decision-making. Due to the challenging economic situation, liquidity management remains highly important for many B2B clients, opening up attractive opportunities for the factoring business. Should insolvencies and bad debt levels be lower than expected, this will in turn reduce the anticipated risk provisions. Above all, well-established and continuously refined risk management contributes to the development of scorecards, which form an important basis for credit decisions. Opportunities could arise if the interest margin is higher than projected or sales of a new insurance product exceed expectations.

Improved performance of the fund portfolio offers further opportunities.

Outlook 2025

Despite a challenging macroeconomic environment, based on current estimates, the Werhahn Group expects net sales to reach the prior-year level in 2025. A slight improvement in operating result is anticipated, with a marked rise in earnings before tax. Alongside the absence of negative impacts caused by the discontinuation of a business and extraordinary write-downs of goodwill, the transformation projects in the Zwilling Kitchenware business unit and improved new business margins in the Financial Services division are likely to significantly contribute to the improved result. Due to the expected cost increases and lack of economic impetus, the other business units will maintain or even fall short of their good prior-year results.

The above estimates regarding the Werhahn Group's expected development were made subject to increased planning uncertainty due to the volatile and hard-to-predict political and economic conditions, including international trade barriers and economic stimulus packages.

Consolidated Financial Statements

In this chapter

There may be slight rounding differences in the calculated figures.

Consolidated Balance Sheet

Assets

in € thousand	Note	Dec. 31, 2024	Dec. 31, 2023
Intangible assets		91,557	114,725
Tangible assets		966,638	958,347
Financial assets		124,606	110,493
Fixed assets excluding leasing assets from financial services		**1,182,801**	**1,183,565**
Leasing assets from financial services		1,677,506	1,705,472
Fixed assets	(1)	**2,860,307**	**2,889,037**
Accounts receivable from financial services	(2)	9,493,591	9,616,724
Inventories	(3)	510,055	535,226
Accounts receivable and other assets	(4)	395,878	391,290
Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks	(5)	321,400	185,669
Current assets		**10,720,924**	**10,728,909**
Prepaid expenses		13,991	12,585
Surplus from offsetting		117	104
		13,595,339	**13,630,635**

Equity and liabilities

in € thousand	Note	Dec. 31, 2024	Dec. 31, 2023
Capital shares of the limited partners		147,790	147,790
Capital reserve		68,273	68,273
Group profit carried forward		1,739,983	1,784,336
Difference in equity from currency conversion		–28,349	–34,070
Net profit		104,786	5,037
Non-controlling interests		59,852	60,399
Equity	(6)	**2,092,335**	**2,031,765**
Difference from capital consolidation		635	165
Provisions	(7)	501,830	490,929
Liabilities from financial services	(8)	10,410,691	10,472,768
Liabilities	(9)	565,770	612,137
Outside capital		**11,478,291**	**11,575,834**
Deferred income		2,846	3,511
Deferred tax liabilities	(10)	21,232	19,360
		13,595,339	**13,630,635**

Consolidated Income Statement

in € thousand	Note	2024	2023
Net sales	(11)	4,824,795	4,483,990
Inventory changes		–14,134	–9,403
Internally produced and capitalized assets		7,810	7,796
Total operating performance		**4,818,471**	**4,482,383**
Other operating income	(12)	88,747	69,614
Cost of materials	(13)	2,756,276	2,514,784
Personnel expenses	(14)	673,690	638,622
Amortization of intangible assets and depreciation of tangible assets		165,410	213,377
Amortization and write-downs of leasing assets from financial services		535,388	560,447
Other operating expenses	(15)	604,892	596,794
Investment income	(16)	27,345	50,484
Amortization and write-downs of financial assets		2,340	889
Reversals of write-downs of financial assets		–	61
Interest result	(17)	–14,792	–18,344
Earnings before tax		**181,775**	**59,285**
Taxes on income and earnings	(18)	57,065	33,730
Earnings after tax/net income		**124,710**	**25,555**
Profit attributable to non-controlling interests		19,924	20,518
Net profit		**104,786**	**5,037**

Statement of Changes in Fixed Assets

in € thousand	Purchase and manufacturing costs: Balance Jan. 1, 2024	Changes in the basis of consoli-dation	Additions	Disposals	Currency translation effects	Reclassifi-cations	Balance Dec. 31, 2024	Accumulated depreciation and amortization: Balance Jan. 1, 2024	Changes in the basis of consoli-dation	Additions	Write-ups	Disposals	Currency translation effects	Reclassifi-cations	Balance Dec. 31, 2024	Book value: Balance Dec. 31, 2024	Balance Dec. 31, 2023
Internally generated commercial trademarks and similar rights and assets	21,758	–121	4,360	–	–	–	25,997	10,510	–121	4,879	–	–	–	–	15,268	10,729	11,248
Concessions acquired against payment, commercial trademarks and similar rights and assets as well as licenses to such rights and assets	327,845	–39,055	5,373	79,911	1,452	4,554	220,258	279,659	–39,055	19,697	–	79,862	1,212	2	181,654	38,604	48,186
Goodwill	161,861	–	916	7,527	919	–	156,169	111,358	–	16,683	–	7,143	939	–	121,837	34,331	50,502
Prepayments	4,864	–75	7,708	398	20	–4,226	7,893	75	–75	–	–	–	–	–	–	7,893	4,789
Intangible assets	**516,327**	**–39,251**	**18,357**	**87,836**	**2,390**	**329**	**410,317**	**401,603**	**–39,251**	**41,259**	**–**	**87,004**	**2,151**	**2**	**318,759**	**91,557**	**114,725**
Land, land rights and buildings including buildings on third-party land	1,109,826	–2,199	14,788	5,274	1,711	6,750	1,125,603	583,261	–2,199	30,109	370	3,537	264	91	607,620	517,983	526,565
Technical facilities and machinery	1,388,598	–16,737	26,880	22,718	–3,781	25,032	1,397,274	1,154,270	–16,358	49,186	18	22,423	–2,733	159	1,162,083	235,191	234,329
Other facilities, operating and business equipment	516,500	–244	42,303	21,958	392	15,961	552,955	394,081	–397	44,766	–	20,391	198	1,475	419,731	133,224	122,419
Prepayments and facilities under construction	78,197	–1,018	53,104	1,550	6	–48,072	80,668	3,163	–1,015	89	–	83	–	–1,727	428	80,240	75,034
Tangible assets	**3,093,122**	**–20,198**	**137,075**	**51,500**	**–1,671**	**–329**	**3,156,499**	**2,134,775**	**–19,969**	**124,151**	**387**	**46,434**	**–2,272**	**–2**	**2,189,862**	**966,638**	**958,347**
Interests in affiliated companies	85,488	818	1,235	15,060	143	–	72,623	78,698	207	1,558	–	14,901	–	–	65,562	7,061	6,789
Interests in associated at-equity companies	37,673	–	1,532[1]	–	–	–	39,205	15,997	–	89[1]	–	–	–	–	16,086	23,119	21,676
Interests in other associated companies and other equity interests	98,546	–	14,314	1,351	–	–	111,509	18,318	–	693	–	–	–	–	19,012	92,497	80,228
Loans to affiliated companies	297	–	12	–	–	–	309	–	–	–	–	–	–	–	–	309	297
Loans to companies in which a participating interest is held	256	–	–	–	–	–	256	–	–	–	–	–	–	–	–	256	256
Other loans	1,387	–	140	29	–	–	1,498	140	–	–	6	–	–	–	134	1,364	1,247
Financial assets	**223,647**	**818**	**17,232**	**16,440**	**143**	**–**	**225,400**	**113,154**	**207**	**2,340**	**6**	**14,901**	**–**	**–**	**100,794**	**124,606**	**110,493**
Fixed assets excluding leasing assets from financial services	**3,833,096**	**–58,631**	**172,664**	**155,776**	**862**	**–**	**3,792,215**	**2,649,532**	**–59,013**	**167,749**	**393**	**148,339**	**–121**	**–**	**2,609,415**	**1,182,801**	**1,183,565**
Leasing assets from financial services	**3,118,491**	**–**	**641,935**	**702,231**	**–**	**–**	**3,058,195**	**1,413,018**	**–**	**535,388**	**–**	**567,717**	**–**	**–**	**1,380,689**	**1,677,506**	**1,705,472**
Fixed assets	**6,951,588**	**–58,631**	**814,599**	**858,006**	**862**	**–**	**6,850,411**	**4,062,550**	**–59,013**	**703,137**	**393**	**716,057**	**–121**	**–**	**3,990,104**	**2,860,307**	**2,889,037**

[1] Thereof from equity-method measurement: Purchase and manufacturing costs – Additions 1,532, Disposals –; Accumulated depreciation and amortization – Additions 89

Consolidated Cash Flow Statement

	in € thousand	2024	2023
	Result for the reporting period (Consolidated net profit including non-controlling interests)	124,710	25,555
+/–	Depreciation, amortization and write-downs of fixed assets/reversals of write-downs of fixed assets (excluding leasing assets from financial services)	167,356	166,406
+/–	Increase/decrease in provisions	–4,221	–501
+/–	Other non-cash expenses/income	–11,936	–12,047
–/+	Increase/decrease in inventories, trade receivables and other assets not related to investing or financing activities	10,360	115,176
+/–	Increase/decrease in trade payables and other liabilities not related to investing or financing activities	30,810	–14,746
–/+	Gain/loss from disposal of fixed assets	–2,670	–3,093
+/–	Interest expenses/income	14,792	18,344
+	Interest received (operating activities and cash funds)	4,753	3,037
–	Interest paid (operating activities and cash funds)	–20,752	–22,844
–	Other investment income	–27,345	–50,484
+/–	Income tax expenses/income	57,065	33,730
–/+	Income taxes paid	–38,018	–61,981
+/–	Expenses/income of exceptional size or incidence	4,023	55,954
+	Proceeds related to income of exceptional size or incidence	17,177	–
–	Payments related to expenses of exceptional size or incidence	–4,000	–
+	Proceeds from subsidies/grants (operating activities)	5,907	4,702
+/–	Amortization and write-downs of leasing assets/reversals of write-downs of leasing assets	535,388	560,447
+	Proceeds from disposals of leasing assets	134,513	138,889
–	Payments to acquire leasing assets	–641,935	–722,846
+/–	Interest expenses/income from financial services	–77,487	–87,433
+	Interest received from financial services	465,530	333,579
–	Interest paid from financial services	–402,140	–199,997
–/+	Increase/decrease in accounts receivable from customers from financial services	–277,392	–797,010
–/+	Increase/decrease in accounts receivable from banks from financial services	404,691	–959,452
+/–	Increase/decrease in liabilities to customers from financial services	34,783	1,162,867
+/–	Increase/decrease in liabilities to banks from financial services	–706,279	–818,598
+/–	Increase/decrease in bonds from financial services	622,102	751,676
+/–	Increase/decrease in other liabilities from financial services	–2,746	–165
	Cash flow from operating activities	**417,039**	**–380,835**

	in € thousand	2024	2023
+	Proceeds from disposals of intangible fixed assets	439	745
–	Payments to acquire intangible fixed assets	–18,196	–18,760
+	Proceeds from disposals of tangible fixed assets	7,806	6,682
–	Payments to acquire tangible fixed assets	–135,430	–153,074
+	Proceeds from disposals of long-term financial assets	1,980	6,816
–	Payments to acquire long-term financial assets	–15,732	–7,159
+	Proceeds from disposals of entities included in the basis of consolidation	4,948	–
–	Payments to acquire entities included in the basis of consolidation	–2,702	–47,981
+	Dividends received	30,469	45,303
+	Proceeds from subsidies/grants (investing activities)	885	1,087
	Cash flow from investing activities	**–125,533**	**–166,341**
+/–	Proceeds from the issuance of bonds and from borrowings/cash repayments of bonds and borrowings	6,396	–3,485
–	Interest paid (financing activities)	–578	–646
–	Dividends paid to shareholders of the parent entity	–11,084	–30,392
–	Dividends paid to minority shareholders	–17,394	–24,966
	Cash flow from financing activities	**–22,660**	**–59,489**
	Net change in cash funds	**268,846**	**–606,665**
+/–	Effect on cash funds of exchange rate movements and remeasurements	–662	–3,477
+/–	Effect on cash funds of changes in the basis of consolidation	43	1,154
+	**Cash funds at beginning of period**	**–167,988**	**441,000**
	Cash funds at end of period	**100,239**	**–167,988**

Cash funds are composed of the following items:

in € thousand	2024	2023
Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks	321,400	185,669
Liabilities to banks payable on demand and other short-term loans that are part of the disposition of liquid funds	–221,161	–353,657
Cash funds at end of period	**100,239**	**–167,988**

Statement of Changes in Equity

	Parent company					Non-controlling interests			
in € thousand	Capital shares of the limited partners	Capital reserve	Group profit carried forward	Difference in equity from currency conversion	Net profit	Equity attributable to non-controlling interests	Difference in equity from currency conversion attributable to non-controlling interests	Profit attributable to non-controlling interests	Total Group equity
Balance as of Jan. 1, 2024	**147,790**	**68,273**	**1,784,336**	**–34,070**	**5,037**	**38,714**	**1,167**	**20,518**	**2,031,765**
Capital increase	–	–	–	–	–	4	–	–	4
Distribution	–	–	–50,119	–	–	–18,217	–	–	–68,336
Currency conversion	–	–	–	2,199	–	–	448	–	2,647
Transfers to/withdrawals from reserves	–	–	5,037	–	–5,037	20,518	–	–20,518	–
Other changes	–	–	1,018	32	–	–2,450	6	–	–1,394
Changes in the basis of consolidation	–	–	–289	3,490	–	–262	–	–	2,939
Net income	–	–	–	–	104,786	–	–	19,924	124,710
Balance as of Dec. 31, 2024	**147,790**	**68,273**	**1,739,983**	**–28,349**	**104,786**	**38,307**	**1,621**	**19,924**	**2,092,335**

Notes to the Consolidated Financial Statements

General Information

The Consolidated Financial Statements of Wilh. Werhahn KG, based in Neuss and entered in the register of companies at the Neuss District Court under the number HRA 4096, were prepared in accordance with the rules set out in sections 13 et seqq. of the German Public Disclosure Act (PublG) – excluding the exemption options in section 13, paragraph 3, sentences 1 and 2 of the PublG – in conjunction with sections 294 et seqq. of the German Commercial Code (HGB) and have been published in the business register.

According to section 297, paragraph 1 of the HGB, the Consolidated Financial Statements comprise the Consolidated Balance Sheet, the Consolidated Income Statement, the Notes to the Consolidated Financial Statements, the Cash Flow Statement, and the Statement of Changes in Equity.

German Accounting Standards (GAS) have been applied where legally required and are based on the interpretation of general legal principles.

The Consolidated Financial Statements were prepared in thousands of euros. To provide a better overview, various items on the Balance Sheet and in the Income Statement have been summarized and explained in the Notes. As in previous years, the Balance Sheet has also been expanded to include separate items for the financial services business. In addition, a line item showing reversals of write-downs of financial assets was added to the Income Statement.

Basis of consolidation

All participations are listed on pages 98 to 107. The Consolidated Financial Statements as of December 31, 2024 include all the companies shown under **1. Consolidated affiliated companies**. Along with the parent company, Wilh. Werhahn KG, the basis of consolidation comprises 97 companies in Germany (previous year: 102) and 49 companies abroad (previous year: 53). In the reporting period, five companies were included for the first time. Of these, three companies were newly founded and two former non-consolidated affiliated companies were included in the basis of consolidation for the first time this year, as they exceeded the threshold for full consolidation. Of the total of 14 disposals, eight companies were merged with consolidated affiliated companies, meaning that their assets are still included in the basis of consolidation. Furthermore, five companies were deconsolidated due to their minor significance and one company was sold.

Pursuant to section 296, paragraph 2 of the HGB, 70 affiliated companies were not consolidated, as their impact on the net assets, financial position and results of operations of the Group was also of minor significance overall. In addition, no equity valuation was conducted for these companies due to their minor significance. The combined net sales of these companies account for less than 4% of net Group sales, and their combined assets equal less than 2% of the Consolidated Balance Sheet total. There are no peculiarities about the Group's legal and commercial relationships with these companies.

All 14 companies listed under **2. Associated at-equity companies** were consolidated using the equity method. There are additional associated companies that have not been included at equity in the financial statements because they are, overall, of minor significance with regard to net sales and balance sheet totals and with regard to their impact on the net assets, financial position and results of operations.

Principles of consolidation

The **consolidated affiliated companies** are included in the Consolidated Financial Statements as of the date on which control was acquired, the date they were established, or, if they were previously not consolidated due to their minor significance, the date on which they were consolidated because they surpassed the size criteria for consolidation. The capital of the companies was consolidated using the purchase method by offsetting the purchase costs against the Group's share in their revalued equity. Any remaining positive consolidation difference after the disclosure of hidden reserves is shown as goodwill. Any remaining negative consolidation difference is shown as a difference from capital consolidation on the liabilities and equities side. In substance, this negative consolidation difference can have the characteristics or debt or equity, or may be classified as a technical negative consolidation difference.

Goodwill is amortized using the straight-line method over the respective individual useful life. The amortization periods for the Group's material goodwill items are summarized and outlined in groups in the following table:

	Useful life	Explanation
Aggregates business unit	15 years	Long-term availability of locations in conjunction with long-term usability of fixed assets and long-established customer relationships in regionally limited markets
Zwilling Kitchenware business unit	7 years	Relatively high degree of stability and long-term duration of the industry, moderate duration of product life cycles

If, after acquiring control, other interests in consolidated affiliated companies are acquired or sold without a change in status, these transactions are consolidated using the purchase method.

There was a negative difference from capital consolidation of €501 thousand in the reporting period due to a subsequent share purchase. This amount is recognized in accordance with the weighted average remaining useful life of the acquired assets.

Associated companies are measured at equity using the book value method. The difference resulting from equity method accounting is calculated at the time the company became an associated company or at the time of initial consolidation if the company was not previously consolidated due to its minor significance. Any goodwill arising from initial application of the equity method is recognized under interests in associated at-equity companies and amortized over 15 years. Goodwill from application of the equity method totaled €113 thousand as of the closing date. Prior to application of the equity method, there was a difference between the book values of the participations and the proportional equity of the associated at-equity companies of €8,249 thousand and €–4,281 thousand, respectively.

The financial statements of fully consolidated subsidiaries in Germany and abroad were uniformly prepared in accordance with the accounting and valuation methods stipulated in the Werhahn accounting guidelines.

Accounts receivable and liabilities, net sales, expenses, income, and intercompany profits and losses between consolidated companies are eliminated on consolidation. In the case of companies accounted for using the equity method, intercompany profits and losses in fixed and current assets have also been eliminated.

Currency conversion

The reporting currency for the Werhahn Group is the euro. Balance sheet items for financial statements of consolidated subsidiaries prepared in foreign currencies are valued at the mean euro spot exchange rate on the closing date. The exception to this is equity, which is reported at the historical rate. Items on the Income Statement are converted into euros at the average rate for the year.

The mean spot exchange rate and annual average rates published by the European Central Bank are used for currency conversion.

Differences due to currency conversion are reported, without affecting profit or loss, under total Group equity in the difference in equity from currency conversion.

According to the criteria of the German Accounting Standards (GAS) and the pronouncements of the International Practices Task Force (IPTF), Turkey is considered a highly inflationary country. Within the Werhahn Group this concerns ZWILLING J A Henckels MUTFAK VE GÜZELLİK ÜRÜNLERİ LİMİTED ŞİRKETİ. Inflation is adjusted for by preparing hard currency financial statements.

The most important exchange rates for the Werhahn Group are:

	Average rate		Closing rate	
1 € =	2024	2023	2024	2023
US dollar	1.0821	1.0814	1.0389	1.1050
Canadian dollar	1.4818	1.4596	1.4948	1.4642
Polish złoty	4.3054	4.5432	4.2750	4.3395
Chinese renminbi	7.7859	7.6569	7.5833	7.8509
Japanese yen	163.8383	151.8535	163.0600	156.3300

Exemption from compulsory disclosure

For the following subsidiaries, use has been made of the exemption provided under section 264, paragraph 3 of the HGB in conjunction with section 264, paragraph 4 of the HGB due to their inclusion in the Consolidated Financial Statements:

- abcfinance advise GmbH, Cologne
- abcfinance Holding GmbH, Neuss
- abcfinlab GmbH, Cologne
- Bank11 Holding GmbH, Neuss
- Charlie Acquisition GmbH, Monheim am Rhein
- Delta Acquisition GmbH, Monheim am Rhein
- Dritte Werhahn Projekte GmbH, Neuss
- Golf Acquisition GmbH, Neuss
- Vierte Werhahn Projekte GmbH, Neuss[2]
- Werhahn Beteiligungs- und Projektgesellschaft mbH, Neuss
- Werhahn International Schiefer GmbH, Mayen[2]
- WW Dreiundzwanzigste Acquisition GmbH, Monheim am Rhein
- WW Einundzwanzigste Acquisition GmbH, Monheim am Rhein
- WW Siebte Acquisition GmbH, Monheim am Rhein
- WW Vierundzwanzigste Acquisition GmbH, Monheim am Rhein
- WW Zwanzigste Acquisition GmbH, Monheim am Rhein
- WW Zweiundzwanzigste Acquisition GmbH, Monheim am Rhein
- Yareto GmbH, Neuss
- Zweite Werhahn Projekte GmbH, Neuss

Accounting and valuation principles

The accounting and valuation principles of Wilh. Werhahn KG also apply to the Consolidated Financial Statements. Financial statements for consolidated subsidiaries whose accounts are prepared using diverging accounting principles have been adjusted. Only in insignificant cases has an adjustment not been made. The option to capitalize is predominantly not exercised.

Intangible assets, including goodwill from capital consolidation, are valued at purchase cost less amortization and write-downs. These assets were amortized using the straight-line method pro rata temporis over a useful life of 3 to 15 years. Write-downs are carried out if the asset's fair value is lower than its carrying amount. Internally generated intangible fixed assets are capitalized in accordance with the option provided under section 248, paragraph 2 of the HGB. These include internally generated software, which is recognized in the balance sheet due to its particular importance with regard to reflecting a true and fair view of the net assets, financial position and results of operations. The manufacturing costs for internally generated intangible fixed assets include an appropriate proportion of the

[2] The company also exercises the consolidation exemption options provided by section 291, paragraph 2 of the HGB.

necessary overheads alongside any decline in the value of the fixed assets, and material and production costs. Borrowing costs are not taken into account. Development costs are included in the manufacturing costs when the recognition criteria are met.

Tangible assets are valued at purchase or manufacturing cost, in the case of depreciable items less scheduled depreciation based on the usual useful life of 2 to 50 years. As far as the Consolidated Financial Statements permit, depreciation of assets acquired before January 1, 2010, is based on the maximum amounts under tax law. Assets acquired after this date are depreciated using the straight-line method pro rata temporis. Write-downs are carried out wherever the asset must be measured at a lower value. If the reason for the write-down no longer applies, reversals of write-downs are carried out up to the amortized cost of the asset. The manufacturing costs for tangible assets include the material and production costs as well as an appropriate proportion of the necessary overheads and any decline in the value of the fixed assets. Borrowing costs are not taken into account.

Interests in non-consolidated affiliated companies, other associated companies and **other participations** are measured at purchase cost or lower carried-over book values. Significant interests in **associated companies** are included at equity in the Consolidated Financial Statements, using the book value method. **Loans** are measured at face value or lower net present value. **Long-term securities** are measured at purchase cost. Write-downs to the lower fair value are carried out where permanent impairment is probable.

Leasing assets from financial services are reflected at acquisition cost less depreciation and write-downs. Leasing assets are depreciated using the straight-line method over the usual useful life of the asset. Depreciation of leasing assets acquired before 2015 is based on the term of contract.

Accounts receivable from financial services are measured at their face value. Individual risk and general credit risk have been accounted for through appropriate mark-downs.

In **Inventories**, raw materials and supplies as well as merchandise are measured at their purchase or manufacturing cost. Finished and unfinished goods are measured at manufacturing cost. Manufacturing costs comprise direct material and production costs and the separate direct costs of production. In addition, appropriate material and production overheads as well as any decline in the value of fixed assets caused by the manufacture of the item are included. Inventory risks arising from time in storage and from diminished usability have been accounted for through appropriate markdowns. This is done in accordance with the principle of loss-free valuation. Prepayments are reported at the nominal amount.

Accounts receivable and **other assets** are shown at their respective face values. Allowances have been recognized for potential risks through specific amortization amounts and general bad debt provisions. Long-term receivables in foreign currencies have been converted at the rate on the date of entry or at the less favorable rate on the closing date. Short-term receivables in foreign currencies are primarily converted at the mean spot rate on the closing date.

Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks are shown at face value. Holdings in foreign currencies are primarily converted at the mean spot rate on the closing date.

Deferred taxes are recognized for temporary differences between the commercial and tax value of assets, liabilities, and prepaid and deferred items. Deferred taxes on tax losses and interest amounts that may be utilized within the next five years are also recognized. The option to offset deferred tax assets and deferred tax liabilities is exercised. Subsequently, if a net asset position remains from the annual financial statements, this is not recognized in the Consolidated Financial Statements. Insofar as there is a debt carryover, and further tax losses and interest amounts exist which can be offset and carried forward without limitation, further deferred taxes up to the amount of the excess of deferred tax liabilities are then recognized.

No deferred tax liabilities are recognized on goodwill resulting only from capital consolidation. Deferred taxes are also not recognized on differences resulting from the taxable measured value of a consolidated affiliated or equity-accounted associated companies and the commercial value of the net assets recognized in the Consolidated Financial Statements. Deferred taxes under section 306 of the HGB are combined with those from the individual financial statements under section 274 of the HGB.

To calculate deferred taxes, the company-specific tax rates expected to be valid at the time when timing differences will be reversed are applicable. They range from 5.0% to 34.5%.

Provisions are measured at the settlement amount required in accordance with sound business practices and, where they have a remaining maturity of more than one year, discounted at the market interest rate determined by the German Federal Bank for the respective term.

The settlement amount of **pension provisions** is calculated based on expected future salary and pension increases of 0.0% to 10.0%, as well as assumptions concerning future employee turnover. Where permitted, the entry age normal method based on the 2018 G tables created by Prof. Dr. Heubeck is used. Pension provisions are discounted using the average market interest rate of the last ten years, determined by the German Federal Bank, over a fixed remaining term of 15 years. An interest rate of 1.90% was used to measure pension provisions as of December 31, 2024. Effects from the discounting of pension provisions and from changes in the discount rate are included in the interest result. Any assets to which no other creditors have access and which are to be used solely for the fulfillment of pensions or other similar non-current obligations (cover assets) are offset against provisions. The fair value of the covered assets is determined by means of external valuation reports or listed market prices. Surplus assets arising from offsetting are reported in the surplus from offsetting.

Provisions for long-service bonuses and **partial retirement provisions** are in principle measured according to the same parameters used to measure pension provisions, with the exception of the discount rate. The average market interest rate of the last seven years of 1.97%, which is based on a forecast made in October 2024, is applied for the provisions for long-service bonuses. The published interest rate as of December 31, 2024 was 1.96%. The resulting discrepancy is immaterial. Partial retirement provisions are discounted using maturity-specific interest rates, which vary according to the remaining maturity of the relevant obligations. These interest rates range from 1.48% to 1.54%.

The settlement amount of the **provisions for restoration and recultivation measures** is determined taking into account future price developments. To appropriately estimate price increases, both short- and long-term price rises are included in the calculation. Maturity-specific interest rates are used for discounting.

Other provisions and **tax provisions** are measured in such a way that account is taken of identifiable risks and contingent liabilities. Future price and cost rises are taken into account, provided that there are sufficient objective indications that they will occur.

The separate **liabilities from financial services** item shows the liabilities of the financial services companies at their respective settlement amounts. It also includes deferrals from the financial services business.

Liabilities are shown at their settlement value. Long-term liabilities in foreign currencies have been converted at their entry date rate or at the less favorable rate on the closing date. However, short-term liabilities are generally valued at the mean spot rate on the closing date. Prepayments received are reported at the nominal amount.

Closing date for companies included in the Consolidated Financial Statements

Fully consolidated subsidiaries included in the Consolidated Financial Statements generally close their accounts on December 31. The exceptions are the companies Tweezerman (India) Pvt. Ltd., Ital Beauty Nippers (India) Pvt. Ltd. and ZWILLING Kitchen India Pvt. Ltd., which close their accounts on March 31. These companies are included in the Consolidated Financial Statements of the Werhahn Group using interim financial statements.

The closing date for the associated at-equity companies is December 31.

Notes to the Balance Sheet

1 Fixed assets

The breakdown of and changes in intangible and tangible assets, financial assets, and leasing assets from financial services are shown on pages 74/75.

Research and development costs amounted to €15,488 thousand in the business year. Of this amount, internally generated intangible assets of €4,360 thousand were recognized.

Goodwill is derived primarily from capital consolidation.

Depreciation, amortization and write-downs include write-downs totaling €78,599 thousand (previous year: €117,834 thousand). Of this amount, €62,910 thousand relates to leasing assets from financial services, €5,761 thousand to goodwill, €5,042 thousand to tangible assets, and €2,688 thousand to other intangible assets.

2 Accounts receivable from financial services

in € thousand	Dec. 31, 2024	thereof due in more than 1 year	Dec. 31, 2023	thereof due in more than 1 year
Receivables from banks from financial services	1,153,707	12,850	1,558,390	16,858
Accounts receivable from banking business	6,701,721	4,637,927	6,514,077	4,595,310
Accounts receivable from factoring business	304,480	–	322,990	–
Hire-purchase receivables	1,258,151	879,746	1,152,433	786,257
Other accounts receivable from financial services	71,286	9,832	62,216	5,550
Deferrals	4,246	1,838	6,618	4,255
	9,493,591		9,616,724	

3 Inventories

in € thousand	Dec. 31, 2024	Dec. 31, 2023
Raw materials and supplies	109,075	117,432
Unfinished goods and services	67,610	75,347
Finished goods and merchandise	330,882	339,543
Prepayments	2,488	2,904
	510,055	535,226

4 Accounts receivable and other assets

in € thousand	Dec. 31, 2024	thereof due in more than 1 year	Dec. 31, 2023	thereof due in more than 1 year
Trade accounts receivable	274,519	3	257,504	–
Accounts receivable from affiliated companies	4,557	–	7,459	–
Accounts receivable from companies in which a participating interest is held	27,282	–	31,553	5
Other assets	89,520	6,938	94,774	8,494
	395,878		391,290	

Accounts receivable from affiliated companies of €452 thousand and receivables from companies in which a participating interest is held of €2,157 thousand are attributable to supply and service transactions.

5 Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks

Of the cash on hand, cash deposited with the German Federal Bank, bank deposits and checks in the amount of €321,400 thousand, €2,164 thousand is subject to restrictions on use.

This item includes cash on hand and cash deposited with the German Federal Bank by the Financial Services division and Bankhaus Werhahn GmbH of €221,465 thousand.

6 Equity

Equity in the Consolidated Financial Statements includes the capital shares of the limited partners and the capital reserves of Wilh. Werhahn KG, the Group profit carried forward, the net profit of the Group, as well as non-controlling interests in the equity of the subsidiaries included in the Consolidated Financial Statements. Group profit carried forward is composed of other retained earnings and the consolidated profit carried forward. Non-controlling interests in equity relate primarily to outside shareholders in the Building Materials and Consumer Goods divisions. Profit and loss attributable to non-controlling interests totaled €22,198 thousand and €2,274 thousand, respectively.

The changes in total Group equity are shown in the Statement of Changes in Equity.

As of the closing date, there were restrictions on distribution amounting to €10,729 thousand under German law and €3,313 thousand under local law.

7 Provisions

in € thousand	Balance as of Jan. 1, 2024	Used	Released	Addition	Other changes	Balance as of Dec. 31, 2024
Pensions and similar obligations	133,247	8,101	2,588	4,860	1,233	128,651
Tax provisions	26,635	16,286	3,036	26,923	–110	34,126
Other provisions						
Restoration and recultivation	106,544	1,239	4,145	11,554	–4,782	107,932
Personnel expenses	82,007	61,022	5,833	83,522	32	98,706
Discounts and bonuses	38,967	35,887	1,085	33,257	455	35,707
Outstanding and missing invoices	32,813	28,375	2,817	33,563	128	35,312
Sureties and guarantees	13,728	2,125	1,026	4,582	78	15,237
Miscellaneous other provisions	56,988	30,050	3,265	23,657	–1,171	46,159
	490,929	**183,085**	**23,795**	**221,918**	**–4,137**	**501,830**

Assets to cover pensions and similar obligations with fair values totaling €223 thousand and €662 thousand were offset against pension provisions and provisions for personnel costs, respectively. The historical acquisition costs of the cover assets amount to €220 thousand and €814 thousand, respectively. Without offsetting, the pension provisions would have totaled €128,874 thousand and the provisions for personnel costs €99,368 thousand.

As of the reporting date, the pension provisions calculated using the ten-year average interest rate were €998 thousand higher than they would have been if calculated using the seven-year average interest rate.

8 Liabilities from financial services

in € thousand	Dec. 31, 2024	thereof due within 1 year	thereof due in more than 1 year
Bonds from financial services	2,420,393	267,268	2,153,125
Liabilities to banks from financial services	1,189,275	623,275	566,000
Liabilities to customers from financial services	6,757,812	5,415,711	1,342,101
Deferrals	43,211	16,261	26,950
	10,410,691		

in € thousand	Dec. 31, 2023	thereof due within 1 year	thereof due in more than 1 year
Bonds from financial services	1,798,354	191,018	1,607,336
Liabilities to banks from financial services	1,902,740	1,297,240	605,500
Liabilities to customers from financial services	6,725,712	4,770,085	1,955,627
Deferrals	45,962	15,908	30,054
	10,472,768		

Liabilities from financial services relate to the refinancing of the companies in the Financial Services division. Deferrals consist predominantly of deferred items for income from leasing business not yet due.

As of the closing date, liabilities from financial services with a remaining term of more than five years totaled €353,923 thousand (previous year: €236,789 thousand).

9 Liabilities

in € thousand	Dec. 31, 2024	thereof due within 1 year	thereof due in more than 1 year
Liabilities to banks	236,712	220,277	16,435
Payments received on account of orders	4,654	4,654	–
Trade accounts payable	129,160	129,160	–
Liabilities to affiliated companies	7,786	7,786	–
Liabilities to companies in which a participating interest is held	54,650	48,730	5,920
Liabilities to shareholders	43,799	43,799	–
Other liabilities	89,009	86,587	2,422
(thereof from taxes)	(58,022)		
(thereof for social security payments)	(5,304)		
	565,770		

in € thousand	Dec. 31, 2023	thereof due within 1 year	thereof due in more than 1 year
Liabilities to banks	360,829	352,577	8,252
Payments received on account of orders	5,240	5,240	–
Trade accounts payable	107,870	107,854	16
Liabilities to affiliated companies	8,326	8,326	–
Liabilities to companies in which a participating interest is held	50,692	44,820	5,872
Liabilities to shareholders	17,878	17,878	–
Other liabilities	61,302	58,293	3,009
(thereof from taxes)	(34,195)		
(thereof for social security payments)	(4,820)		
	612,137		

As of the closing date, liabilities with a remaining term of more than five years totaled €7,604 thousand (previous year: €4,590 thousand). For liabilities amounting to €16,904 thousand, security has been provided in the form of mortgages, title transfers by way of security, and other rights.

Liabilities to affiliated companies in the amount of €2,268 thousand and €7,925 thousand of the liabilities to companies in which a participating interest is held are due to supply and service transactions.

The liabilities to banks include short-term ‘roll-over loans’ of €195 million, which are part of a long-term committed credit line. The credit line can only be terminated unilaterally by the borrower.

10 Deferred tax liabilities

After offsetting against deferred tax assets, there is a €21,232 thousand surplus of deferred tax liabilities in the Consolidated Financial Statements, €2,051 thousand of which is attributable to the subsidiaries' single-entity financial statements. Deferred tax liabilities from consolidation adjustments also exceed deferred tax assets from consolidation adjustments.

Without offsetting, this results in deferred tax assets of €10,419 thousand and deferred tax liabilities of €31,651 thousand. In the business year, deferred tax assets increased by €333 thousand and deferred tax liabilities by €2,205 thousand.

Deferred tax assets relate primarily to inventories and accounts receivable from financial services, while deferred tax liabilities resulted mainly from tangible assets and intangible assets. This includes only a minimal amount of deferred taxes on loss carryovers. Net asset positions of individual financial statements are not recognized.

Notes to the Income Statement

The income statement was drawn up using the total cost method.

11 Net sales

Net sales include revenues from product sales, less discounts and price reductions, as well as revenues from renting or leasing and the provision of services. Sales from the banking and leasing business are also reported.

By corporate division

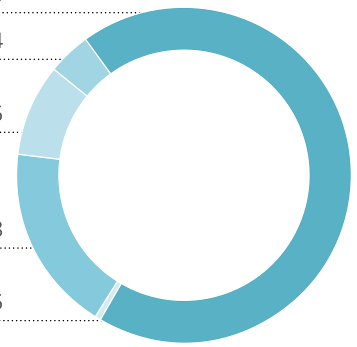
in € thousand	2024	2023
Building Materials	1,781,848	1,654,580
Consumer Goods	937,671	915,723
Financial Services	2,071,644	1,882,854
Others	53,539	54,330
Consolidation	–19,907	–23,497
	4,824,795	**4,483,990**

By region

in € thousand

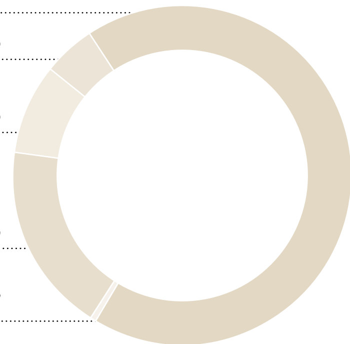
2024

Germany	3,317,123
Asia	199,344
North America	428,785
Rest of Europe	868,778
Rest of world	10,765
Group total	**4,824,795**



2023

Germany	3,049,854
Asia	221,443
North America	383,163
Rest of Europe	818,243
Rest of world	11,287
Group total	**4,483,990**



12 Other operating income

This item comprises mainly non-periodic income from the release of provisions (€18,171 thousand), income from the collection of energy tax rebates for previous years (€17,177 thousand), income from the receipt of receivables that had already been written off (€7,152 thousand), gains on the disposal of fixed assets (€3,895 thousand), income from reversals of write-downs (€1,176 thousand), and reversals of write-downs on fixed and current assets (€393 thousand).

Other operating income also includes currency exchange gains (€7,085 thousand; previous year: €8,417 thousand).

13 Cost of materials

Cost of materials totaled €2,756,276 thousand (previous year: €2,514,784 thousand), of which €979,619 thousand (previous year: €927,412 thousand) related to raw materials, supplies and merchandise and €532,741 thousand (previous year: €515,944 thousand) to purchased services. In addition, the cost of materials item particularly includes refinancing costs from the banking and leasing business, acquisition costs for hire-purchase items, disposed residual book values of sold leasing assets, as well as commissions from the banking and leasing business.

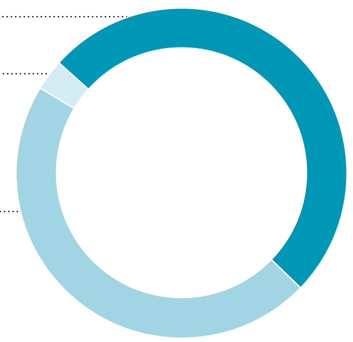
14 Personnel expenses

in € thousand	2024	2023
Wages and salaries	559,030	521,218
Social security contributions and staff welfare costs	110,398	105,179
Pension costs	4,262	12,225
	673,690	**638,622**

The average number of employees over the business year was as follows:

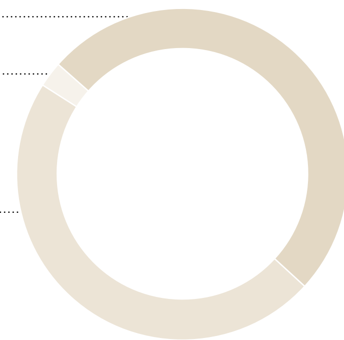
2024

Salaried employees	5,377
Trainees	221
Industrial employees	4,910
Group total	**10,508**



2023

Salaried employees	5,371
Trainees	203
Industrial employees	4,998
Group total	**10,572**



Total Management Board remuneration amounted to €5.0 million in the reporting period (previous year: €4.2 million). Remuneration paid to the Supervisory Board in the reporting period totaled €0.9 million (previous year: €0.8 million). Provisions for pensions for former members of the Management Board and their surviving dependents amounted to €61.3 million (previous year: €61.5 million). Remuneration and pensions paid to former members of the Management Board and their surviving dependents totaled €5.0 million (previous year: €6.0 million).

15 Other operating expenses

Other operating expenses include, among other things, external services (€146,666 thousand), maintenance costs (€105,056 thousand), expenses for write-downs on accounts receivable (€76,749 thousand), and marketing expenses (€63,418 thousand). In addition, the figure includes leasing and rental costs (€54,908 thousand), insurance expenses (€14,575 thousand), expenses for restoration and recultivation obligations (€12,213 thousand), and currency exchange losses (€9,444 thousand, previous year: €8,977 thousand). Other taxes totaling €9,752 thousand (previous year: €7,687 thousand) are also reported in other operating expenses.

Non-periodic expenses for write-downs on accounts receivable and other assets as well as for losses on the disposal of fixed assets totaled €79,173 thousand.

Domestic fees to the auditors of the Consolidated Financial Statements, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, totaled €2,890 thousand in the reporting period. This amount includes €2,671 thousand for auditing services, €212 thousand for other assurance services and €7 thousand for miscellaneous services.

16 Investment income

This item includes net income from affiliated companies (€772 thousand, previous year: €–68 thousand), income from associated at-equity companies (€21,297 thousand, previous year: €22,525 thousand), and income from other associated companies and other participations (€5,276 thousand, previous year: €28,027 thousand).

The result from associated at-equity companies generally represents the Group’s share of the profit or loss from these companies for the year. This item also takes account of the elimination of intercompany profits and losses.

17 Interest result

in € thousand	2024	2023
Income from loans of financial assets	568	513
(thereof from affiliated companies)	(23)	(20)
Other interest and similar income	9,146	6,646
(thereof from affiliated companies)	(233)	(297)
Interest and similar expenses	24,506	25,503
(thereof from affiliated companies)	(301)	(284)
	–14,792	–18,344

The interest result includes expenses from the accumulation of provisions totaling €1,977 thousand (previous year: €1,703 thousand) and income from discounting provisions in the amount of €4,256 thousand (previous year: €3,496 thousand).

18 Taxes on income and earnings

Taxes on income and earnings comprise mainly domestic and foreign corporation tax as well as domestic trade tax. The item also includes deferred tax expenses of €1,989 thousand (previous year: €4,687 thousand) and expenses due to the application of domestic and foreign minimum taxation laws of €274 thousand.

19 Income and expenses of exceptional size or incidence

In the business year, other operating income includes income of exceptional size and incidence from the collection of energy tax rebates for previous years in the amount of €17,177 thousand.

Personnel expenses in the 2024 business year include expenses of exceptional size and incidence in the amount of €21,200 thousand due to the restructuring program in the Zwilling Kitchenware business unit.

List of Shareholdings as of December 31, 2024

1. Consolidated affiliated companies

Building Materials
Aggregates

Aggregates	Registered office	Share in %
Basalt-Actien-Gesellschaft	Linz am Rhein	100
AK Asphaltmischwerke Kaiserslautern GmbH	Ramstein-Miesenbach	75
Allgemeine Baustoff-Handels-Contor GmbH	Erfurt	100
AMB Asphalt-Mischwerk Bischofsheim GmbH & Co. KG	Bischofsheim	80
AME Asphalt-Mischwerk Eging GmbH	Eging am See	82
AML-Asphaltmischwerke GmbH Leipzig	Taucha	80
AMW Asphalt-Mischwerke Würzburg GmbH & Co. KG	Würzburg	87
AO KP-Gabbro	Petrazavodsk, Russian Federation	100
Asphaltmischwerk Karlsruhe GmbH & Co. OHG	Karlsruhe	75
Asphalt-Mischwerke Osnabrück GmbH. & Co.KG.	Osnabrück	53
Asphalt-Mischwerke Rhein-Pfalz GmbH & Co. KG	Annweiler am Trifels	52
Atlas Industriebeteiligungsgesellschaft mbH	Linz am Rhein	83
AWE Asphaltmischwerk GmbH	Cappeln-Nutteln	77
AWE Asphaltmischwerk Walschleben GmbH & Co. KG	Walschleben	80
BAG Nordwest, Zweigniederlassung der Basalt-Actien-Gesellschaft	Rheine	100
BASALT CZ s.r.o.	Zabrušany, Czech Republic	100
Basalt Eastern Europe GmbH	Linz am Rhein	100
Basalt International GmbH	Linz am Rhein	100
Basalt Minerals GmbH	Linz am Rhein	100
Basalt s.r.o.	Zabrušany, Czech Republic	97
BASALTKER Építőanyag Kereskedelmi Kft.	Uzsa, Hungary	100
Basalt-Középkő Kőbányák Kft.	Uzsa, Hungary	75
Basalt-Union Gesellschaft mit beschränkter Haftung	Linz am Rhein	76
Basaltwerk Pechbrunn, Gesellschaft mit beschränkter Haftung	Pechbrunn	76
Bayerische Asphaltmischwerke GmbH & Co. Kommanditgesellschaft für Straßenbaustoffe	Hofolding	52
Bergisch-Westerwälder Hartsteinwerke, Zweigniederlassung der Basalt-Actien-Gesellschaft	Linz am Rhein	100
BITUMINA Handel GmbH	Linz am Rhein	100
BITUMINA Spedition GmbH & Co. KG	Linz am Rhein	100
BMH - Basalt - und Mischwerk Herschbach GmbH & Co. Kommanditgesellschaft	Herschbach	51
BORNIT-Werk Aschenborn GmbH	Zwickau	62
BVG Baustoff-Vertriebs-Gesellschaft mbH	Kirn	100
BWH Basaltwerk Mittelherwigsdorf GmbH & Co. KG	Mittelherwigsdorf	51
DEUMA Mischwerke GmbH & Co. KG	Erfurt	70
DEUTAG Zweigniederlassung der Basalt-Actien-Gesellschaft	Berlin	100

Building Materials
Aggregates

Aggregates	Registered office	Share in %
Diabaswerk Hirzenhain GmbH & Co. KG	Linz am Rhein	55
Diabaswerk Nesselgrund GmbH & Co. KG	Floh-Seligenthal	80
Dortmunder Gussasphalt GmbH & Co. KG	Dortmund	70
Ems-Jade-Mischwerke GmbH KG. für Straßenbaustoffe	Cappeln	81
GAB Gesellschaft zur Aufbereitung von Baustoffen mbH	Berlin	100
GBH-Gesellschaft für Baustoff-Aufbereitung und Handel mit beschränkter Haftung	Brunnthal	100
Hartsteinwerke Bayern-Mitteldeutschland Zweigniederlassung der Basalt-Actien-Gesellschaft	Erfurt	100
Isoliererzeugnisse Großröhrsdorf GmbH	Großröhrsdorf	100
Kopalnie Surowców Skalnych w Bartnicy Sp. z o.o.	Świerki, Poland	100
Mischwerke Lautzenbrücken GmbH & Co. KG	Lautzenbrücken	100
Mischwerke Mühlhausen GmbH	Mühlhausen	76
Norddeutsche Naturstein GmbH	Flechtingen	100
ODRA-ASFALT Sp. z o.o.	Szczecin, Poland	67
OOO "Basalt"	St. Petersburg, Russian Federation	100
OOO "Karjer Sheleiki"	Podporozhskiy rajon, Russian Federation	100
Sauerländer Asphaltmischwerke GmbH. & Co., Kommanditgesellschaft	Brilon	73
Schweden Splitt AB	Karlshamn, Sweden	100
Śląskie Kruszywa Naturalne Sp. z o.o.	Krapkowice, Poland	100
Südhessische Asphalt-Mischwerke GmbH & Co. KG für Straßenbaustoffe	Hanau	100
Südwestdeutsche Hartsteinwerke Zweigniederlassung der Basalt-Actien-Gesellschaft	Kirn	100
SWA Südwest Asphalt GmbH & Co. KG	Iffezheim	65
T E W E Bauchemiegesellschaft mbH	Vierlinden	100
TOV Vyrivskyj Karjer	Granitne, Ukraine	100
Werhahn & Nauen SE & Co. OHG	Neuss	100
Westdeutsche Grauwacke-Union Gesellschaft mit beschränkter Haftung	Linz am Rhein	100
Wm. Hilgers GmbH & Co. KG	Düsseldorf	100

Building Materials **Slate**	Registered office	Share in %
Rathscheck Schiefer und Dach-Systeme Zweigniederlassung der Wilh. Werhahn KG in Neuss	Mayen	100
Canteras Fernandez S.L. Elaboracion S.COM	El Barco, Spain	100
Canteras Fernandez S.L. Extracción S.COM	El Barco, Spain	100
Castrelos Elaboración S.L.S.COM.	El Barco, Spain	100
I.B. Rathscheck Söhne KG Moselschiefer-Bergwerke	Mayen	100
North American Slate LLC	Dover, USA	100
Pizarras La Baña, S.A.	Leon, Spain	100
Vierte Werhahn Projekte GmbH	Neuss	100
Werhahn International Schiefer GmbH	Mayen	100

Consumer Goods **Zwilling Kitchenware**	Registered office	Share in %
ZWILLING J. A. Henckels Aktiengesellschaft	Solingen	100
360° BBQ GmbH	Frankfurt am Main	51
BBQ Experience Ventures GmbH	Neuss	100
BBQ Rocket GmbH	Bergheim	68
Demeyere CommV	Herentals, Belgium	100
Demeyere Zwilling Nederland B.V.	Roermond, Netherlands	100
Flammkraft GmbH	Münster	51
Grill Heaven GmbH	Vösendorf, Austria	100
JV ZWILLING-RM GmbH	Solingen	90
OOO "ZWILLING J.A. HENCKELS Rus"	Moscow, Russian Federation	100
Santos Grills GmbH	Cologne	80
Santos Nord GmbH	Norderstedt	51
Staub Fonderie SARL	Merville, France	100
ZWILLING BALLARINI ITALIA S.R.L.	Rivarolo Mantovano, Italy	100
Zwilling Demeyere Belgium BV	Herentals, Belgium	100
ZWILLING International GmbH	Solingen	100
ZWILLING International Trading Shanghai Ltd.	Shanghai, China	100
ZWILLING J A Henckels MUTFAK VE GÜZELLİK ÜRÜNLERİ LİMİTED ŞİRKETİ	Istanbul, Turkey	100
ZWILLING J.A. HENCKELS (UK) Limited	Hitchin, United Kingdom	100
ZWILLING J.A. HENCKELS (Vietnam) Ltd.	Ho Chi Minh City, Vietnam	100
ZWILLING J.A. HENCKELS Canada Ltd.	Markham, Ontario, Canada	100
ZWILLING J.A. Henckels Deutschland GmbH	Solingen	100
ZWILLING J.A. HENCKELS Iberia S.A.	Cornellá de Llobregat, Spain	100

Consumer Goods **Zwilling Kitchenware**	Registered office	Share in %
ZWILLING J.A. HENCKELS Japan Ltd.	Seki-shi, Japan	100
ZWILLING J.A. HENCKELS Kitchenware (Shanghai) Ltd.	Minhang, Shanghai, China	70
ZWILLING J.A. HENCKELS LLC	Wilmington, USA	100
ZWILLING J.A. HENCKELS Scandinavia A/S	Ballerup, Denmark	100
ZWILLING J.A. HENCKELS Shanghai Ltd.	Pudong, Shanghai, China	70
ZWILLING J.A. HENCKELS Taiwan Ltd.	Taipei, Taiwan	100
ZWILLING Kitchen India Pvt. Ltd.	Chennai, India	80
ZWILLING STAUB FRANCE SAS	Paris, France	100
ZWILLING Trading GmbH	Solingen	100

Consumer Goods **Zwilling Beauty Group**	Registered office	Share in %
ZWILLING Beauty Group GmbH	Solingen	100
Ital Beauty Nippers (India) Pvt. Ltd.	Puducherry, India	90
QVS Global China	Dongguan, China	100
Tweezerman (India) Pvt. Ltd.	Puducherry, India	90
Tweezerman International, LLC	Wilmington, USA	100
Tweezerman Minority LLC	Wilmington, USA	100
Tweezerman UK Ltd.	Nottingham, United Kingdom	75
Zwilling Beauty Trading (Shenzhen) Ltd.	Shenzhen, China	100

Financial Services **abcfinance**	Registered office	Share in %
abcfinance GmbH	Cologne	100
abc Holding GmbH	Neuss	100
abc SME Lease Germany SA[3]	Luxembourg, Luxembourg	0
abcbank GmbH	Cologne	100
abcfinance advise GmbH	Cologne	100
abcfinance B.V.	's-Hertogenbosch, Netherlands	100
abcfinance GmbH	Vienna, Austria	100
abcfinance Holding GmbH	Neuss	100
ETL Finance GmbH & Co. KG	Cologne	55
ETL Finance Verwaltungsgesellschaft mbH	Cologne	56
Hako Finance GmbH	Cologne	100
milon financial services GmbH	Cologne	69
Schneidereit Finance GmbH	Cologne	100

[3] These companies are special purpose entities.

Financial Services Bank11	Registered office	Share in %
Bank11 für Privatkunden und Handel GmbH	Neuss	100
Bank11 Holding GmbH	Neuss	100
RevoCar 2019-2 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2020 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2021-1 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2021-2 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2022 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2023-1 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2023-2 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar 2024-1 UG (haftungsbeschränkt)[3]	Frankfurt am Main	0
RevoCar S.A.[3]	Luxembourg, Luxembourg	0

Others	Registered office	Share in %
Wilh. Werhahn KG	Neuss	
abcfinlab GmbH	Cologne	100
Bankhaus Werhahn GmbH	Neuss	100
Charlie Acquisition GmbH	Monheim am Rhein	100
Delta Acquisition GmbH	Monheim am Rhein	100
Dritte Werhahn Projekte GmbH	Neuss	100
Golf 2 Acquisition GmbH	Neuss	100
Golf Acquisition GmbH	Neuss	100
Sechste Werhahn Projekte GmbH	Neuss	100
Werhahn Beteiligungs- und Projektgesellschaft mbH	Neuss	100
Werhahn Industrieholding SE	Neuss	100
Wilh. Werhahn KG Zweigniederlassung Haus & Grund	Neuss	100
WW Dreiundzwanzigste Acquisition GmbH	Monheim am Rhein	100
WW Einundzwanzigste Acquisition GmbH	Monheim am Rhein	100
WW Holding KG	Neuss	100
WW Siebte Acquisition GmbH	Monheim am Rhein	100
WW Vierundzwanzigste Acquisition GmbH	Monheim am Rhein	100
WW Zwanzigste Acquisition GmbH	Monheim am Rhein	100
WW Zweiundzwanzigste Acquisition GmbH	Monheim am Rhein	100
Yareto GmbH	Neuss	100
Zweite Werhahn Projekte GmbH	Neuss	100

[3] These companies are special purpose entities.

2. Associated at-equity companies

	Registered office	Share in %
AEL-Abfallentsorgungsanlage Lösenbach GmbH	Lüdenscheid	49
amb Asphalt- und Bitumen-Mischwerke GmbH	Augsburg	50
AMH Asphaltmischwerk Hauneck GmbH & Co. KG	Hauneck	50
AMK Asphalt-Mischwerk Kirchheimbolanden GmbH & Co. KG	Kirchheimbolanden	50
AMK Asphalt-Mischwerke Kraichgau GmbH	Gemmingen	45
AMM Asphalt-Mischwerke-Mosel GmbH & Co.KG	Neumagen-Dhron	50
Arcos Hermanos S.A.	Albacete, Spain	49
DAM Deutzer Asphaltmischwerke GmbH & Co. KG	Cologne	60
H&B Grondstoffen C.V.	Capelle aan den Ijssel, Netherlands	48
Natursteinwerke im Nordschwarzwald NSN GmbH & Co.KG	Mühlacker-Enzberg	50
NHB Nahe-Hunsrück Baustoffe GmbH & Co. KG.	Kirn	50
Rheinische Provinzial-Basalt- und Lavawerke GmbH & Co. oHG	Sinzig	50
Trapobet Transportbeton GmbH Kaiserslautern Kommanditgesellschaft	Kaiserslautern	50
VAMA Vereinigte Asphalt-Mischwerke Aachen GmbH & Co. Kommanditgesellschaft	Alsdorf	45

3. Non-consolidated affiliated companies

	Registered office	Share in %
AML Asphaltmischwerk Langenthal GmbH & Co. KG	Langenthal	70
AML Asphaltmischwerk Langenthal Verwaltungs-GmbH	Langenthal	70
AMM Asphalt-Mischwerke Münsterland GmbH & Co.KG	Cappeln	100
AMW Asphalt-Mischwerke Würzburg Verwaltungs-GmbH	Würzburg	87
Asphalt-Mischwerke Rhein-Pfalz Beteiligungs-GmbH	Annweiler am Trifels	52
Asphalt-Mischwerk Bischofsheim Verwaltung GmbH	Bischofsheim	86
Asphalt-Mischwerke Münsterland Verwaltungs-GmbH	Ladbergen	100
AWE Asphaltmischwerk Walschleben Verwaltung GmbH	Walschleben	80
Ballarini North America Inc.	Horsham, USA	100
Basalt Ukraine TOV i.L.	Kiev, Ukraine	100
Basalt- und Mischwerk Herschbach GmbH	Herschbach	51
Bayerische Asphaltmischwerke Gesellschaft mit beschränkter Haftung	Hofolding	52
Beteiligungsgesellschaft Asphalt-Mischwerke Osnabrück mit beschränkter Haftung	Osnabrück	53
BITUMINA Spedition Verwaltungs GmbH	Linz am Rhein	100
BRP-Baustoffaufbereitungs- und Recycling-Gesellschaft in Pforzheim mbH	Pforzheim	100
BWH Basaltwerk Mittelherwigsdorf Verwaltungs-GmbH	Mittelherwigsdorf	51
Canteras Fernandez S.L.	El Barco, Spain	100
Canteras Fernandez S.L. Geologia S.COM	El Barco, Spain	75
Castrelos Elaboración S.L.	El Barco, Spain	100
DEUMA Beteiligungs-GmbH	Taucha	70
Diabaswerk Hirzenhain Verwaltungs-GmbH	Linz am Rhein	55
Diabaswerk Nesselgrund Verwaltungs-GmbH	Floh-Seligenthal	80
Dortmunder Gußasphalt Gesellschaft mit beschränkter Haftung	Dortmund	70
Ems-Jade-Mischwerke GmbH	Cappeln	81
FiberLean Technologies India Private Limited	Pune, India	100
FiberLean Technologies NA Inc.	Dover, USA	100
FiberLean Tecnologia e Solucoes EIRELI	Piracicaba, Brazil	100
Fünfte Werhahn Beteiligungen GmbH	Neuss	100
Fünfte Werhahn Projekte GmbH	Neuss	100
Grill-Sheriff GmbH	Hombrechtikon, Switzerland	51
Hessentor Gesellschaft für Unternehmensbeteiligungen mbH	Neuss	100
Hilgers Beteiligungsgesellschaft mbH	Düsseldorf	100
HWR Hartsteinwerk Rattenberg GmbH	Brunnthal, OT Hofolding	100
Inn-Asphalt-Mischwerke GmbH.	Nußdorf am Inn	75
Knife Aid Inc.	Agoura Hills, USA	100
LAJTA-KAVICS Bányászati Kft.	Darnózseli, Hungary	100
Marsdorfer Asphaltwerke Gesellschaft mit beschränkter Haftung i. L.	Linz am Rhein	57
MAW-Marsdorfer Asphaltwerke Gesellschaft mit beschränkter Haftung & Co. Kommanditgesellschaft i. L.	Linz am Rhein	57
Mischwerke Lautzenbrücken Verwaltungsgesellschaft mbH	Lautzenbrücken	100
Mühle Cottbus GmbH i.L.	Neuss	100
N 2 SRG GmbH	Linz am Rhein	100
Norddeutsche Naturstein Rail GmbH	Flechtingen	100
NORFIBER SAS	Illzach, France	100
Obertor Immobilien GmbH	Neuss	100
OOO "Basalt Management"	St. Petersburg, Russian Federation	100
Rathscheck Schiefer und Dach-Systeme Verwaltungs GmbH	Mayen	100
Rheintor Immobilienholding GmbH	Neuss	100
Sauerländer Asphaltmischwerke GmbH	Brilon	72
Secato Style GmbH	Solingen	100
Senftenberger Kohlenwerke Gesellschaft mit beschränkter Haftung	Neuss	100
Siebte Werhahn Projekte GmbH	Neuss	100
Stephan Beratungs-GmbH	Linz am Rhein	70
Südhessische Asphalt-Mischwerke Gesellschaft mit beschränkter Haftung	Hanau	100
Südwest Asphalt Verwaltungs GmbH	Iffezheim	65
Thaler Baustoff-Betriebe Gesellschaft mit beschränkter Haftung	Falkenstein/Harz	100
Verwaltungsgesellschaft Wilh. Werhahn mit beschränkter Haftung.	Neuss	100
VV Eins Verwaltungs-GmbH i.L.	Neuss	100
WAW Asphalt GmbH	Linz am Rhein	100
Werhahn Flour Mills GmbH i.L.	Neuss	100
WMW GmbH	Linz am Rhein	100
WW Dreiundzwanzigste-VBV GmbH & Co. KG	Monheim am Rhein	100
WW Einundzwanzigste-VBV GmbH & Co. KG	Monheim am Rhein	100
WW Vierundzwanzigste-VBV GmbH & Co. KG	Monheim am Rhein	100
WW Zwanzigste-VBV GmbH & Co. KG	Monheim am Rhein	100
WW Zweiundzwanzigste-VBV GmbH & Co. KG	Monheim am Rhein	100
ZWILLING J.A. Henckels Austria GmbH	Parndorf, Austria	100
ZWILLING J.A. Henckels Ireland Ltd.	Dublin, Ireland	100
ZWILLING J.A. Henckels Portugal, Lda.	Alcochete, Portugal	100
ZWILLING J.A. Henckels Schweiz AG	Zürich, Switzerland	100
ZWILLING J.A. Henckels Sverige AB	Kungsbacka, Hallands län, Sweden	100

4. Other associated companies

	Registered office	Share in %
"RKS" Kies- und Splittwerke Eckelsheim GmbH & Co. KG	Eckelsheim	50
"RKS" Kies- und Splittwerke GmbH	Eckelsheim	50
Adrian Basalt GmbH & Co. KG	Enspel	50
Adrian Basalt Verwaltungsgesellschaft mbH	Enspel	50
AMH Asphaltmischwerk Hauneck Verwaltungs GmbH	Hauneck	50
AMK Asphalt-Mischwerk Kirchheimbolanden Verwaltungs-GmbH	Kirchheimbolanden	50
AMM Asphalt-Mischwerke-Mosel Verwaltungs-GmbH	Neumagen-Dhron	50
BATO Minerals AG	Basel, Switzerland	50
DAM Deutzer Asphaltmischwerke Verwaltungs-GmbH	Cologne	60
H&B Grondstoffen B.V.	Capelle aan den Ijssel, Netherlands	50
Herbert Willersinn Steinbruch-Verwaltungs GmbH	Heßheim	50
J. u. G. Giro Nachf. Willersinn GmbH & Co KG Steinbruchbetrieb	Bolanden	50
Natursteinwerke im Nordschwarzwald NSN Verwaltungsgesellschaft mit beschränkter Haftung	Mühlacker	50
NHB Nahe-Hunsrück Baustoffe und Verwaltungsgesellschaft mbH	Kirn	50
Plattform Dach.de Gesellschaft des bürgerlichen Rechts	Hamburg	33
Rheinische Provinzial-Basalt- und Lavawerke Verwaltungs-GmbH	Sinzig	50
SC Diabas Bata s.r.l.	Timisoara, Romania	50
Schillathöhle GmbH	Hessisch Oldendorf-Langenfeld	49
Schuhmacher & Heuser GmbH	Katzenelnbogen	50
STA Asphaltmischwerk Strahlungen GmbH	Strahlungen	25
Steinbruch Breidenbach Verfüllungsgesellschaft mbH	Breidenbach	50
Steinbruch Spittergrund GmbH	Erfurt	50
VAMA Vereinigte-Asphalt-Mischwerke Aachen, Verwaltungsgesellschaft mit beschränkter Haftung	Alsdorf	45
Verwaltungsgesellschaft mit beschränkter Haftung TRAPOBET Transportbeton Kaiserslautern	Kaiserslautern	50

5. Other participations

	Registered office	Share in %	Equity in € thousand	Annual result in € thousand
AME Asphalt-Mischwerke Eifel GmbH & Co. KG	Sinzig	33	465[4]	–31[4]
Asphalt-Mischwerke Eifel Verwaltungsgesellschaft mbH	Sinzig	33	49[4]	2[4]
Cuesta Casales S.L.	Leon, Spain	20	6[4]	1[4]
DEBUS Naturstein GmbH & Co. KG	Untersiemau	49	1,924[4]	159[4]
Debus Naturstein Verwaltungs-GmbH	Untersiemau	49	26[4]	3[4]
Escombrera Sobredo S.L.	Carballeda de Valdeorras, Spain	22	107[4]	29[4]
Hartsteinwerke Burgk GmbH & Co. KG	Schleiz	27	5,027[4]	961[4]
HWB Hartsteinwerke Burgk Verwaltungs-GmbH	Schleiz	27	83[4]	4[4]
INTERASPHALT Sp. z o.o.	Obornik, Poland	48	844[4]	20[4]
ThyssenKrupp MillServices & Systems GmbH	Duisburg	32	46,325	12,481

[4] Figures from previous years.

For other companies, use is made of the exemption provision of section 313, paragraph 3, sentence 1 of the German Commercial Code (HGB).

Notes to the Cash Flow Statement

The Cash Flow Statement is prepared in accordance with GAS 21 and shows how funds held by the Werhahn Group have changed during the reporting period through the inflow and outflow of cash. The minimum classification scheme was expanded to include items for the financial services business.

For information on the access restrictions within cash funds, please see note 5 of the Notes to the Consolidated Financial Statements.

A brief presentation of the Cash Flow Statement is given below:

in € thousand	2024	2023
Cash flow from operating activities	417,039	–380,835
Cash flow from investing activities	–125,533	–166,341
Cash flow from financing activities	–22,660	–59,489
Net change in cash funds	**268,846**	**–606,665**
Other changes in cash funds	–619	–2,323
Cash funds at beginning of period	–167,988	441,000
Cash funds at end of period	**100,239**	**–167,988**

Other Information

Transactions with related companies and persons

Transactions with related companies and persons are generally conducted under customary market conditions. Employees and shareholders are entitled to standard discounts on specific Werhahn products in some business units. Transactions with related companies primarily involve the normal exchange of goods and services.

Subsequent events

After the closing date, no events expected to be of material significance for the net assets, financial position and results of operations of the Werhahn Group occurred in any Werhahn Group companies.

Transactions not included in the Consolidated Balance Sheet

in € thousand	2024	2023
Liabilities from sureties, bills and check guarantees	97,117	98,260
(thereof to affiliated companies)	(418)	(418)
(thereof to associated companies)	(879)	(991)
Commitments from open purchase orders	96,696	97,852
Cash value of non-current commitments from rent, tenancy and leasing agreements	120,725	119,204
(thereof to affiliated companies)	(195)	(363)
Commitments from loan undertakings	422,967	395,904
(thereof to affiliated companies)	(1,802)	(1,883)
Other financial commitments	8,756	14,612
(thereof to affiliated companies)	(2,177)	(2,215)

There are no off-balance sheet transactions beyond the contingent liabilities and other financial commitments that are necessary for the assessment of the Group's financial position. Sufficient provisions have been established for all identifiable risks from claims under sureties. Moreover, no claims are expected, since no borrowers are expected to default.

Derivative financial instruments

The Werhahn Group uses forward exchange contracts, commodity swaps, interest rate swaps and interest rate options to hedge operational risk. In accordance with section 254 of the HGB, these derivative financial instruments are included in valuation units and, in the case of financial services companies, are taken into account in the loss-free valuations under IDW RS BFA 3 (revised).

Due to the formation of valuation units, changes in the value of underlying transactions and hedging instruments are not recognized, in accordance with the net hedge presentation method. The effectiveness of the valuation units is assessed using the critical terms match method, and this assessment is made as a forecast at every closing date. Derivative financial instruments are valued using the mark-to-market method.

Foreign currency loans in the local currency are extended to foreign subsidiaries for refinancing. The currency risk from the Group's point of view that arises from payments of principal and interest is hedged using forward exchange contracts with a nominal value of €185,048 thousand. The positive fair value amounts to €71 thousand and the negative fair value to €–5,127 thousand.

The regular procurement of goods in the course of regular business that takes place in a foreign currency is planned with a certain buffer prior to the actual transaction. The net currency position that arises from these highly probable forecast transactions is also hedged against currency risk using portfolio hedges. With a nominal value of €25,021 thousand, the positive fair value amounts to €708 thousand and the negative fair value to €–88 thousand.

Raw materials needed for the production process for sales transactions already contracted for are procured using forward supply contracts. If the supply contracts contain variable prices, commodity swaps are used to avoid price risks from these transactions. This mainly involves portfolio hedges with a nominal value of €20,729 thousand and residual maturities of up to two years. The total positive fair value of the transactions is €2,098 thousand.

To hedge interest rate risk in the banking book, interest rate risks with a nominal value of €2,064,553 thousand and interest rate options with a nominal value of €450,000 thousand have been entered into and included in the loss-free valuation under IDW RS BFA 3 (revised). As of the closing date, there were no excess liabilities in the banking book resulting from transactions in interest-based financial instruments, which would require the formation of a provision for anticipated losses under section 340a in conjunction with section 249(1) of the HGB. The fair values of the interest rate swaps and interest rate options were €–28,384 thousand and €751 thousand, respectively.

Furthermore, interest rate swaps with a nominal value of €2,282,832 thousand and back swaps with a nominal value of €1,575,340 thousand have been entered into in connection with securitization transactions. These swaps are also included in the loss-free valuation under IDW RS BFA 3 (revised). The positive fair value of the interest rate swaps used in securitization transactions amounts to €7,668 thousand and the negative fair value to €–22,062 thousand. As of the closing date, the back swaps had a positive fair value of €18,141 thousand.

Neuss, April 10, 2025

Wilh. Werhahn KG

Alexander Boldyreff Andreas König Dr. Stephan Kranz Gerrit Schneider

Independent Auditor's Report[1]

To Wilh. Werhahn KG, Neuss

Audit Opinions

We have audited the consolidated financial statements of Wilh. Werhahn KG, Neuss, and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2024, and the consolidated income statement, consolidated statement of changes in equity and consolidated cash flow statement for the financial year from 1 January to 31 December 2024, and notes to the consolidated financial statements, including the presentation of the recognition and measurement policies. In addition, we have audited the group management report of Wilh. Werhahn KG for the financial year from 1 January to 31 December 2024.

In our opinion, on the basis of the knowledge obtained in the audit,

- the accompanying consolidated financial statements comply, in all material respects, with the requirements of German commercial law to be applied according to § [Article] 13 PublG [Publizitätsgesetz: Public Disclosure Act] and give a true and fair view of the assets, liabilities and financial position of the Group as at 31 December 2024 and of its financial performance for the financial year from 1 January to 31 December 2024 in compliance with German Legally Required Accounting Principles, and

- the accompanying group management report as a whole provides an appropriate view of the Group's position. In all material respects, this group management report is consistent with the consolidated financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development.

Pursuant to § 322 Abs. [paragraph] 3 Satz [sentence] 1 HGB [Handelsgesetzbuch: German Commercial Code], we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the group management report.

Basis for the Audit Opinions

We conducted our audit of the consolidated financial statements and of the group management report in accordance with § 14 PublG in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report" section of our auditor's report. We are independent of the group entities in accordance with the requirements of German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the consolidated financial statements and on the group management report.

[1] Translation of the auditor's report issued in German language on the consolidated financial statements prepared in German language by the management of Wilh. Werhahn KG, Neuss.

Other Information

The executive directors are responsible for the other information. The other information comprises the annual report – excluding cross-references to external information – with the exception of the audited consolidated financial statements, the audited group management report and our auditor's report.

Our audit opinions on the consolidated financial statements and on the group management report do not cover the other information, and consequently we do not express an audit opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the other information mentioned above and, in so doing, to consider whether the other information

- is materially inconsistent with the consolidated financial statements, with the group management report disclosures audited in terms of content or with our knowledge obtained in the audit, or

- otherwise appears to be materially misstated.

Responsibilities of the Executive Directors for the Consolidated Financial Statements and the Group Management Report

The executive directors are responsible for the preparation of the consolidated financial statements that comply, in all material respects, with the requirements of German commercial law to be applied according to § 13 PublG, and that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with German Legally Required Accounting Principles. In addition the executive directors are responsible for such internal control as they, in accordance with German Legally Required Accounting Principles, have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

In preparing the consolidated financial statements, the executive directors are responsible for assessing the Group's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

Furthermore, the executive directors are responsible for the preparation of the group management report that, as a whole, provides an appropriate view of the Group's position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a group management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the group management report.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the group management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our audit opinions on the consolidated financial statements and on the group management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 14 PublG and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and this group management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and of the group management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the group management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of the internal control and these arrangements and measures (systems), respectively.

- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.

- Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the group management report or, if such disclosures are inadequate, to modify our respective audit opinions. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to be able to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with German Legally Required Accounting Principles.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming audit opinions on the consolidated financial statements and on the group management report. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinions.

- Evaluate the consistency of the group management report with the consolidated financial statements, its conformity with German law, and the view of the Group's position it provides.

- Perform audit procedures on the prospective information presented by the executive directors in the group management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate audit opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Essen, April 10, 2025

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

sgd. Heike Böhle	sgd. Dr. Robert Vollmer
Wirtschaftsprüferin	Wirtschaftsprüfer
(German Public Auditor)	(German Public Auditor)

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Business activities/products
Production and sale of aggregates consisting of natural products and bituminous mixtures, logistics services, receipt and recycling of recyclable building rubble, inert excavated earth for landfills

Slate

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Business activities/products
Slate for roofs, façades and interiors, rafter insulation systems, roofing tools and roofing equipment

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Business activities/products
Knives, scissors, cookware, kitchen utensils, cutlery

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Language usage
Where the text of this report uses the masculine form for better readability, the relevant terms apply to all genders. In the interests of equal treatment, all individuals are addressed equally.

Rounding
Slight variations can occur when using amounts and percentages rounded in accordance with commercial conventions.

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