



in SIGHT

ANNUAL REPORT 2025

Werhahn 

At a Glance

Selected key figures

| in € million | 2021 | 2022 | 2023 | 2024 | 2025 |
|--|-------|-------|-------|-------|-------|
| Net sales | 3,981 | 4,282 | 4,484 | 4,825 | 4,787 |
| Earnings before tax | 212 | 156 | 59 | 182 | 142 |
| Equity ratio | 18% | 16% | 15% | 15% | 15% |
| Equity ratio excluding financial services | 61% | 58% | 56% | 58% | 61% |

Net sales by corporate division

| in € million | 2021 | 2022 | 2023 | 2024 | 2025 |
|--------------------|-------|-------|-------|-------|-------|
| Building Materials | 1,409 | 1,581 | 1,655 | 1,782 | 1,743 |
| Consumer Goods | 969 | 1,001 | 916 | 938 | 969 |
| Financial Services | 1,585 | 1,680 | 1,883 | 2,072 | 2,050 |
| Others | 41 | 44 | 54 | 53 | 48 |
| Consolidation | -23 | -24 | -24 | -20 | -23 |
| | 3,981 | 4,282 | 4,484 | 4,825 | 4,787 |

Employees by corporate division

| | 2021 | 2022 | 2023 | 2024 | 2025 |
|--------------------|--------|--------|--------|--------|--------|
| Building Materials | 4,546 | 4,514 | 4,589 | 4,687 | 4,658 |
| Consumer Goods | 4,316 | 4,468 | 4,567 | 4,403 | 4,403 |
| Financial Services | 1,093 | 1,081 | 1,136 | 1,172 | 1,207 |
| Others | 273 | 288 | 280 | 246 | 181 |
| | 10,228 | 10,351 | 10,572 | 10,508 | 10,449 |

inSIGHT

2025 was once again shaped by difficult economic conditions. International conflicts and a stagnant economy challenged the Werhahn Group to varying degrees. To respond to this challenging environment, the business units launched a range of transformation projects, some of which are already beginning to prove effective. The focus was on improving process landscapes through investments in digitalization, sites, product innovations, new structures, and capacity adjustments.

Insights into the “engine room” of the business units show how processes and systems are being transformed to be more efficient and precise to improve customer satisfaction, efficiency, and the competitiveness of the business units in their respective markets. In doing so, the companies of the Werhahn Group remain focused on improving profitability: optimizing costs and creating tangible value for customers through operational excellence, high quality standards, and innovative solutions.

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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

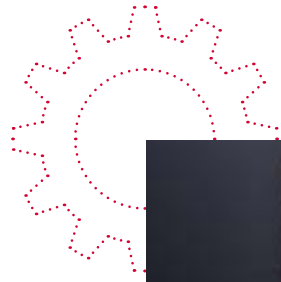
abcfinance

The abcfinance business unit specializes in customized financial services for small and medium-sized 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



In Japanese culture, “iki” is associated with people or objects that exude a distinctive beauty and refined poise.

Investing in sustainable raw material extraction and local value creation

The [Aggregates](#) business unit is investing €25 million in the construction of a new processing plant at the Hellberg quarry. At this extraction site near Kirn, more than 600,000 metric tons of high-quality volcanic andesite are extracted every year and processed into crushed stone and chippings for infrastructure construction. After six decades of continuous operation, the existing processing technology was no longer able to meet the requirements. To future-proof the site, management opted for a complete new-build. In terms of digitalization, automation, efficiency, and sustainability, the new plant will create the conditions needed to secure domestic raw material extraction at Hellberg over the long-term and reduce dependence on imports.



Construction of the new processing plant at the Hellberg quarry: an important investment for the region.

Japanese craftsmanship at its finest

Within the [Zwilling Kitchenware](#) business unit, MIYABI is celebrating its 20th anniversary and marking the milestone with the introduction of the new MIYABI Iki knife series – the latest example of two decades of knife craftsmanship and precision. Ultra-hard powder-steel blades, hardened by hand and combined with traditional techniques such as the special Honbazuke edge-finishing process, deliver exceptional sharpness, edge retention, and a first-class cutting experience. At the same time, MIYABI Iki stands for beauty and tradition. Especially in the USA, MIYABI enjoys a large following that values its premium quality. More than 100,000 knives are sold there every year – a testament to the brand’s strong international acclaim.

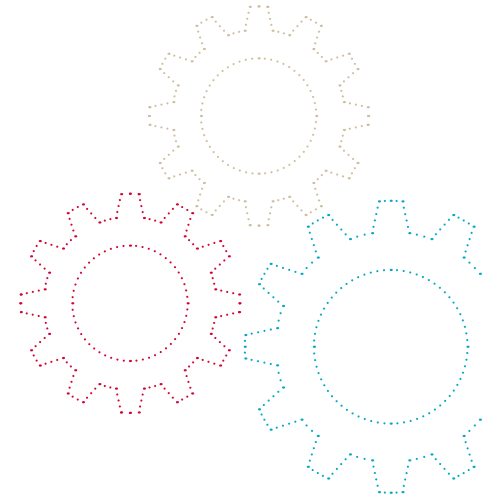
Exceptional slate roof restoration

At the heart of the Rhône-Alpes region, the [Slate](#) business unit supplied a significant heritage restoration project with the refurbishment of the former Parliament building of Dauphiné in Grenoble. The Palais du Parlement du Dauphiné has been listed as a historic monument since 1889 and is known for its outstanding architecture featuring Late Gothic and Renaissance elements. Together with the heritage architect, a technically and aesthetically demanding slate solution was implemented across a total roof area of 2,850 square meters. This project once again demonstrated the Slate business unit’s expertise in the restoration of listed and historically significant buildings in the key foreign market of France.



A demanding restoration challenge mastered: the new slate roof of the Palais du Parlement crowns and provides lasting protection for this historically significant building.

Highlights of 2025



45 years of excellence in function and design

In the **Zwilling Beauty Group** business unit, TWEEZERMAN is celebrating its 45th anniversary with a strong brand appearance centered on its iconic beauty tools. The marketing campaign focuses on its popular classics, first and foremost the Slant Tweezer. A limited special-edition tweezer featuring sapphire-blue Swarovski crystals was created specifically for the anniversary. Founded in Port Washington, New York, in 1980, the company established itself internationally as a premium supplier, equally valued by make-up professionals, consumers, and celebrities.



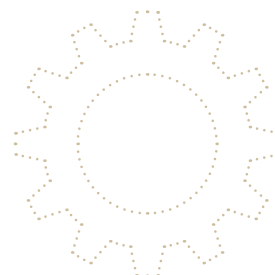
The Sapphire Anniversary, celebrated after 45 years, stands for consistency, dedication, and loyalty in the USA. With this special edition, TWEEZERMAN carries on this tradition.


Next level attained

Within the **abcfinance** business unit, **abcbank** successfully placed its tenth ABS transaction, which introduced several innovations. In addition to the classic raising of funds, a Significant Risk Transfer was targeted for the first time. This is used by banks and institutional investors to manage credit risks and optimize capital, and it significantly relieves regulatory capital. The required supervisory approval was successfully granted, confirming the high quality of the structure. New features also include variable-rate securities, the so-called floating rate, replacing the previously fixed-interest structure, as well as the integration of the European Investment Fund as a guarantor. This support underlines confidence in the structure and in the performance of the business unit.

Bank11 in your pocket

The **Bank11** business unit launched a new banking app packed with smart features, offering customers added value. After logging in using Face ID or Touch ID, users are shown an overview of all overnight and fixed-term deposit accounts, including detailed transaction histories. Transfers to the reference account can be made easily, fixed-term deposits can be managed, and messages can be sent to investor services. Important bank documents and current messages are also always at hand in the digital mailbox. An additional level of security in the Bank11 app is provided by two-factor authentication via SecureGo plus, which is required for every transaction.





12,000

test data points are already consolidated in a central, aligned database. This reduces the effort required for data collection and processing significantly.

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Powered by Data. Defined by Quality.

From quote generation to asphalt production and the delivery of building materials: in recent years, the Aggregates business unit has digitalized and standardized its core processes across sites. Building materials testing has now been standardized across the entire unit as well. Formulations and laboratory values that were previously managed in a decentralized manner are now consolidated within a shared IT architecture directly linked to the ERP system. This provides the basis for data-driven quality assurance along the entire value chain.

In the laboratories of Basalt AG, the groundwork is laid for the quality of asphalt products. This is where not only new, application-specific formulations are developed, but where continuous sampling and production monitoring also take place. The test results obtained ensure that each batch meets the relevant specifications and prescribed quality standards. As early as 2001, laboratory software began supporting these demanding building materials tests. Used across Germany, the various Basalt AG branches had until now worked independently of one another with separate databases, in line with the decentralized structure of the business unit. >



With LaStrada One DB, recipes, laboratory data, and test results flow directly into the ERP system via defined interfaces and are thus available for centralized use.

Moving away from isolated solutions – toward standardized processes

As the focus increasingly shifted toward integrated, cross-site solutions and a holistic service offering, the isolated solutions reached their limits. Redundant datasets, together with workflows, testing logic, and reporting formats that differed from one branch to another, created a considerable administrative burden and made Group-wide evaluations and consolidated statistics more difficult. Instead of a fragmented system landscape, what was needed was a future-proof IT architecture combining two functions that at first glance seemed contradictory: consistent data capture on a standard platform while at the same time preserving operational autonomy of the branches.



Balanced harmonization

Building on the existing LaStrada laboratory software, the Aggregates business unit launched a unit-wide transformation project at the beginning of 2024 under the title *LaStrada One DB*. In addition to the IT department and the Cologne TechnologieCentrum, experts from the branches with hands-on experience

were also involved. This meant that technical parameters could be considered right from the outset, alongside regional perspectives and customer requirements as well as established work practices – a decisive factor for a successful rollout.

Standardizing processes without ignoring established structures: guided by this principle, the project team developed a specific system logic with clearly defined user rights. At the operational level, the branches will continue to work in their familiar environment and retain exclusive access to their own test results. At the same time, they now have access for the first time to a standardized information base covering the entire business unit. Master data such as standards, types of rock, binders, or additives are entered only once, maintained centrally, and made available to all authorized users. The system also maps official requirements and regulations that vary by region and sales area.

Smooth transition to routine operation

After an intensive preparation and testing phase with key users from all branches, *LaStrada One DB* went live in stages toward the end of 2025. Full productive operation began at the start of 2026. Since then, more than 200 users have been working on a shared system basis. All production and test data now flow into the central database, and valid quality reports, certificates of conformity, and documentation can be generated at the touch of a button. As a result, the

administrative workload has fallen by no less than 80 percent – a sustainable relief for the entire organization. The new transparency will make more far-reaching, material-based evaluations possible in the future. The TechnologieCentrum, for instance, will work on building a central bitumen database that will support the branches even more precisely in the design of formulations.

From control instrument to strategic management variable

The harmonization of building materials testing is embedded in the broader digital strategy of the Aggregates business unit. Via defined interfaces, formulations and laboratory values now flow directly from the analysis software into the ERP system. The migration to SAP S/4 HANA, which was completed in 2025, created the technological basis for linking this information with purchasing, sales, and logistics, and integrating it directly into operational processes. In the AI-supported quotation process, for example, sales teams can automatically compare bills of quantities with the stored formulation and material master data, enabling them to prepare bids quickly, in a structured way, and with sound technical validation. Building materials testing is thus evolving from a control instrument into an integral part of a fully connected process landscape – and into a driver of dependable, digitally supported value creation. •

Where Scale and Variety Matter

More productivity, more flexibility: at the Spanish production site La Ponderosa, the Slate business unit has streamlined all processes to improve efficiency. A new production facility makes it possible to achieve a significantly higher material yield and a wider range of slate formats. This provides the unit with the flexibility to further align with the demands of European markets.

Located in the far northwest of Spain lies the central raw material base of Rathscheck Schiefer. In Galicia as well as Castile and León – some of the world’s most important slate regions – the business unit has systematically expanded its extraction capacity in recent years through acquisitions. Today, Rathscheck Schiefer operates six sites on the Iberian Peninsula with rich deposits secured for the long term. Following the expansion of the storage facilities, attention is now turning to the modernization of production. A key milestone in this regard is the construction of a new production hall at the La Ponderosa site.

Frictionless interaction along the production chain

The plant is located in the immediate vicinity of the extraction sites, and the raw materials are transported entirely on internal operating roads, with no detours via public roads. This makes it possible to use heavy dump trucks and mining machines with high payloads and load volumes. As a result, considerably larger raw blocks can now be transported directly into production.

With a floor area of 4,200 square meters, the newly built production hall is designed for these dimensions. It combines state-of-the-art plant technology

with additional storage and buffer zones. The individual, purely mechanical process steps remain essentially unchanged – but achieve significantly greater process and material efficiency. A key contribution comes from the high-performance saws, which can be supplied flexibly with slate blocks in two parallel production lines. The downstream stages, from splitting and trimming to the required formats, through to quality control and packaging, are also closely integrated.

Greater yield per metric ton of raw material

The impact is significant: thanks to optimized logistics and the modernized machine fleet, more marketable products can be obtained from the same

quantity of raw slate. With an annual capacity of 30,000 metric tons of finished goods, the utilization rate increases significantly. At the same time, the range of available formats expands – an important lever for highly targeted market development.

Beyond the economic metrics, the Slate business unit has also further strengthened occupational health and safety. Enclosed units, modern extraction technology, and noise-reducing trimming processes noticeably reduce dust and noise emissions. In addition, exoskeletons support employees in physically demanding tasks.

The new hall was commissioned in stages. The first production runs started in May 2025, and full electrical power has been available since November. The facility has been designed so that additional automation steps can be integrated, such as robot-assisted splitting and packaging stations. La Ponderosa therefore serves as a pilot and reference site for new processes – and as a blueprint for the future of slate processing. •



10%

increase in the yield of processed raw slate enabled by the new production facility.



4 key areas

where Zwilling Kitchenware is realigning its strategy:
What we sell – How we produce – How we market –
How we structure our costs.

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Sharper. Clearer. Stronger.

Nearly 300 years of craftsmanship from Solingen are more than heritage and origin – they are what drives us. Yet in an increasingly volatile market environment, the Zwilling Kitchenware business unit must further sharpen its position. Markets are becoming more dynamic, more complex, and less predictable. This calls for strategic clarity and operational resilience. With its global transformation program, Sharpening ZWILLING, the business unit is addressing the necessary structural and strategic adjustments and consistently aligning Zwilling Kitchenware for the future. The goal is a focused and efficient organization positioned for sustainable growth under its own strength, supported by first-class product quality, international reach, and the credibility of “Made by ZWILLING”.

In 2025, the Zwilling Kitchenware business unit posted growth in net sales in all regions – a positive signal of the strength of its brands and the relevance of its products in a growing market for premium kitchen and household goods. This is an expression of a strong foundation: a global sales structure, excellent product quality, and proprietary manufacturing expertise. The ZWILLING brand stands for the highest

quality standards and authentic product stories. At a time when consumers are increasingly asking about origin and production methods, this authenticity remains a key differentiator.

At the same time, the positive development in net sales must not obscure the fact that the growth of recent years has gone hand in hand with rising operational complexity. That is precisely where

Sharpening ZWILLING comes in, as the strategic evolution of the Triple Seven program launched in 2024.

Sharper brands, clearer positioning

Sharpening brand identities and the product portfolio are central building blocks of Sharpening ZWILLING. >

Expertise and innovative strength in the core segment of cutlery.



**Made by ZWILLING:
excellent quality, a global
presence, and solid
credibility – the future of
ZWILLING cookware: ceramic-
coated or uncoated by 2027.**



With a consistent focus on the core segments of cutlery and cookware, Zwilling Kitchenware is concentrating on those product areas in which its expertise and innovative strength can be leveraged most effectively.

This strategic focus also entails a disciplined streamlining of the portfolio. Zwilling Kitchenware is deliberately tightening its product range, reducing complexity, setting clear priorities, and strengthening the basis for sustainable profitability. In this context, the business unit is gradually phasing out PTFE-coated products containing PFAS. By the end of 2027, the global cookware range is to be converted entirely to ceramic-coated or uncoated cookware. In addition, management has decided to exit the Electrics product category.

At the same time, the brands are to be positioned more clearly: ZWILLING, STAUB, MIYABI, and DEMEYERE as premium brands for the highest standards, and HENCKELS as the value brand for more price-conscious customer

segments. STAUB in particular offers growth potential as a global lifestyle brand. In this way, the brands address different target groups while sharing a common DNA: quality, passion, and craftsmanship.

This refined brand presence became tangible for the first time in February 2026 at the international trade fair, Ambiente, in Frankfurt. Under the motto “For the love of sharp”, Zwilling Kitchenware confidently showcased its brands ZWILLING, STAUB, MIYABI, and DEMEYERE.

Operational efficiency and structural adjustments

The organization is being realigned: processes are being simplified, responsibilities more clearly defined, and decision-making paths shortened. At the same time, proximity to the market in sales and marketing is deliberately maintained. Investments are also being made in a central European logistics setup and in the modernization of the STAUB foundry to secure the brand’s growth for the future.

The structural adjustments also include targeted cost optimization measures. The business unit is determined to make the organization leaner, more cost-efficient, and more resilient, thereby securing its economic stability and competitiveness for the long term.

Growth with substance

Sharpening ZWILLING is not a short-term optimization program. It is the far-reaching strategic transformation process of a business unit that knows its strengths and is tackling its challenges. First-class products, global manufacturing expertise, and nearly 300 years of craftsmanship – combined with modernized processes, sharper brand leadership, and operational efficiency.

The foundation has been laid. The path ahead is challenging, but the course is clear: Zwilling Kitchenware will sharpen its focus and increase efficiency to continue growing under its own steam. •



The sharpened and enhanced ZWILLING brand identity was first presented at Ambiente trade fair in 2026.

Tailwind for the Growth Trajectory

With a new warehouse and administrative building, the Zwilling Beauty Group is strengthening TWEEZERMAN's operational base in the United States. The expanded capacity will support the brand's growth. At the same time, logistics will be streamlined for long-term stability – including the Pet Collection, launched in 2024.

Steadily on the rise: for years, TWEEZERMAN, one of the core brands of the Zwilling Beauty Group business unit, has been posting marked gains. Net sales alone rose by 38 percent between 2020 and 2024. Unit volumes increased by 50 percent over the same period – from around nine million to around 13.5 million items sold per year. This growth momentum is attributable to several factors. Many consumers maintained the beauty routines they had established during the coronavirus pandemic, keeping demand for functional beauty tools for at-home use high. In addition, TWEEZERMAN systematically expanded its market coverage through new retail partnerships with Walmart and Costco. International sales also increased noticeably, particularly in European markets. Further impetus came from the partnership with the US entertainment group Disney and from collaborations with celebrity make-up artists. As reach increased, TWEEZERMAN's brand awareness also rose significantly, providing additional support to the positive business trend.

Investing in the site's future viability

With market demand remaining high, the Port Washington site increasingly reached its capacity limits. This logistics hub on Long Island in the US state of New York centrally manages all inventory and

organizes processes ranging from warehousing and picking through to shipping. To remove this bottleneck and secure operational performance over the long term, the business unit invested in a new warehouse and administration building at the site.

Logistics hub with greater impact

The extension created additional resources – 30 percent more office space in total and 50 percent more warehouse capacity. In the administration section, bright and generously designed rooms, along with modern meeting and creative zones, provide an improved working environment.

The new warehouse buildings increased capacity for additional pallet spaces

by 2,000. This makes it possible to bring previously outsourced product segments – such as the private-label business – back under internal control and reduce costly external interfaces. Digitally controlled warehouse management and robot-assisted packing processes shorten throughput times from goods receipt to shipping and ensure fast order processing and a high degree of delivery reliability.

The site expansion not only improves operational performance, it also creates the conditions for further automation steps along the value chain. At the same time, the distribution hub, now operating at a significantly higher throughput rate, can tap additional growth potential. Strategically relevant product lines such as the Pet Collection for pet-grooming tools can be rolled out with reliable processes, growing sales volumes can be handled efficiently, and expansion into new markets can be accelerated. •



\$ 13.2 million USD

was invested in the modernization and expansion of the TWEEZERMAN facility in Port Washington between 2023 and 2025 – the largest single investment by the Zwilling Beauty Group.

Around 6 billion

datasets containing more than 80 billion data fields were migrated during the transition to the new ERP system.

NextUP!+

stands for Nachhaltigkeit (Sustainability), Exzellenz (Excellence), Transformation, Umsetzung (Execution), Profitabilität (Profitability).



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Strong Signal to the Market

In 2025, the abcfinance business unit further accelerated its transformation course, consistently aligning its structures, business areas, and processes with efficiency and customer benefit. In an interview, Dr. Hubertus Mersmann, Spokesperson of the Management Board of abcfinance, outlines the key strategic decisions and the outlook through 2030.

What factors led you to fundamentally expand the transformation launched in 2024?

Dr. Hubertus Mersmann: We launched the NextUP! transformation program to position ourselves in a customer-centric, resilient, and future-proof way. We have already made significant progress in the digitalization and automation of our central business functions. At the same time, however, the challenging market environment and technological developments are increasing the pressure to act. The continued economic weakness is dampening the willingness to invest and goes hand in hand with a rising number of corporate insolvencies while placing pressure on our business as well. With NextUP!+, we are now aligning our business model even more consistently toward market-oriented financing services, scalability, and digitalization.

How are you anchoring this objective structurally and operationally?

Dr. Hubertus Mersmann: The transformation rests on three pillars that reinforce each other and secure our market position over the long term. First, we have rigorously aligned our entire organization to the specific needs of mid-sized companies and organized our domestic activities into three entrepreneurially independent business fields. The investment financing business field is aimed at customers who want to realize operational investments

in a way that preserves liquidity and ensures planning certainty. The sales financing field supports partners who want to unlock additional sales potential through leasing. And the factoring field focuses on customers seeking to professionalize their receivables management and accelerate incoming payments. Each business field manages its processes independently along the value chain. In this way, we are able to focus on profitable and future-oriented market segments while also positioning ourselves to respond quickly to market changes and leverage the specific strengths of each field.

What additional strategic levers are you applying?

Dr. Hubertus Mersmann: A further focal point is the reorganization of abcfinance and abcbank. Over the course of 2026, we will transfer the factoring business in its entirety to abcbank. This will strengthen the bank's earnings power while at the same time sharpening the profile of abcfinance as a high-performing leasing provider. With its digital solutions, abcfincilab will complement the service offering. A third field of action comprises measures to increase our operational excellence. We are pushing ahead with the digitalization of customer and partner interfaces and unlocking efficiency potential through process optimization and the increased use of new technologies such as artificial intelligence.

What is the current status of implementation of this ambitious agenda?

Dr. Hubertus Mersmann: A decisive milestone was the migration to a new modular ERP architecture in November 2025. With this step, we converted the technological heart of our company from a monolithic system to an app-based structure and clearly decoupled central functions such as leasing and factoring. Changes can now be made selectively in individual modules without impairing the overall system. This keeps our business processes stable even under high system loads. At the same time, the new platform lays the foundation for further digitalization – from moving our business intelligence data into the cloud through to fully automated contract processes. One example is Lease Seven, our digital leasing front end, through which all contracts will be processed in future without media discontinuity and at a much greater speed.

What long-term perspective are you pursuing?

Dr. Hubertus Mersmann: Despite all the necessary adjustments, we are not losing sight of our actual goal: through innovative financing solutions and efficient end-to-end processes, we want to continue helping companies secure sustainable liquidity and support them on their growth path. We combine this clear customer focus with the ambition of becoming Central Europe's leading bank- and manufacturer-independent financing partner for the mid-sized business sector by 2030. In 2026, the year of our 50th anniversary, we will continue along this path with even greater pace and drive. •

New Momentum in Tune with the Market

Financial service providers are facing a dual challenge: increasing complexity in regulation and IT security on the one hand, and rising expectations regarding speed and user experience on the other. To further strengthen its innovative capacity and delivery capability, the Bank11 business unit has established the Product & Technology organizational unit from within its existing structure – without additional hires – thereby combining the consolidated expertise of these forward-looking areas. Through this close integration, the provider of vehicle financing and consumer loans will be able to translate future trends into digital offerings even more quickly and efficiently – close to technological possibilities, close to the market, and close to the customer.

Bringing digital financial services to market maturity requires a significant development effort – not least because of increasing regulatory requirements and complex security architectures. Added to this is the fact that customers expect seamless interaction between products, processes, and technologies. To safeguard innovative strength and accelerate time to market under these conditions, Bank11 adjusted its organizational structure. Its business model was already based on digitally connected processes, but as the company has grown, its IT landscape has broadened and the number of financing applications has increased, making close coordination between product design and technological implementation ever more important.

Financing solutions validated from a professional, technical, and economic perspective

Moving away from the classic structure of separate responsibilities and toward an integrated setup: with the newly created Product & Technology unit, the Bank11 business unit has brought product management, application development, and testing functions together under one roof. The 50-person team develops digital offerings on a cross-functional basis from the very beginning. Product managers assess ideas in terms of market potential and economic viability, software developers evaluate technical feasibility at an early stage, and testers ensure quality and regulatory compliance. Because decisions are based on sound professional validation, investment risks can be limited and development cycles shortened. Bank11 can deploy the required resources specifically where they make the greatest contribution to long-term earnings power. At the same time,

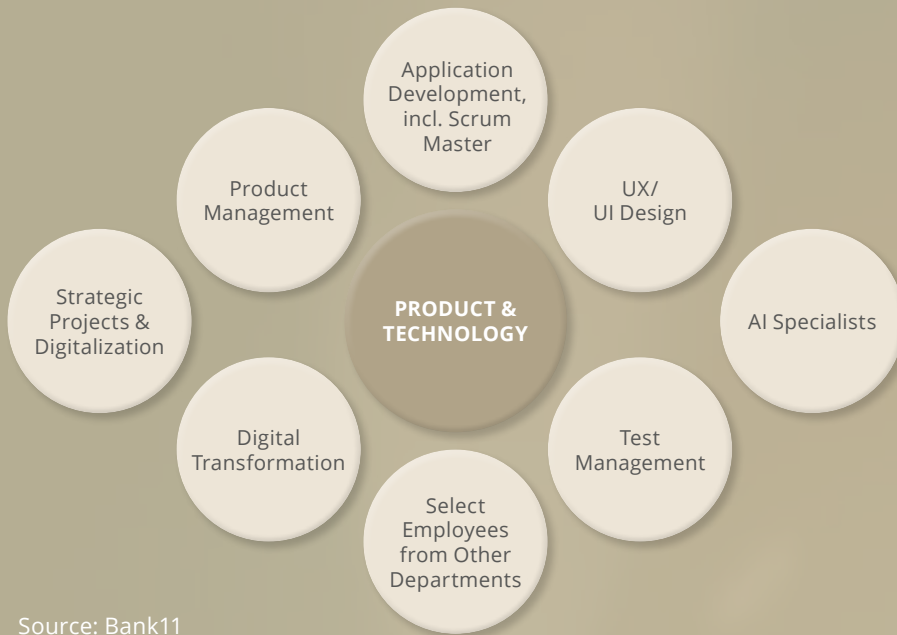
this cross-functional collaboration ensures that offerings are developed directly out of the operational business.

Concentrated expertise with measurable added value

The Product & Technology unit is organized around the three central business fields of mobility financing, consumer loans, and deposit business. In addition, the Platform Services unit provides cross-functional components and technical base services – for example for customer identification, credit checks, or payment processing. The principle is straightforward: instead of building the core processes multiple times for different product areas, they are developed centrally once and then used across products. This reduces programming effort and accelerates time to market and scalability. There will be a strong focus on systematic automation and the use of artificial intelligence, for example in document recognition, the evaluation of expert reports, or support for voice-based customer interactions.

One current example from the Mobility Finance team shows how this integrated approach works in practice. Ahead of the newly introduced subsidy premium for electric vehicles, the team was tasked with launching a legally compliant and market-oriented solution at short notice that would give both dealers and customers planning certainty.

Combined expertise within the new unit



Source: Bank11

The result was a lean pre-financing solution for the expected BAFA subsidy directly at the point of sale – implemented in just a few weeks based on existing system components and without any additional programming. This gives retail partners the ability to generate more new business immediately, while customers can incorporate the expected subsidy into their vehicle loans and, once the subsidy is paid out, use it as a penalty-free repayment within the running financing arrangement.

Toward a platform architecture

The new organizational structure is an important step on the path toward a modern platform architecture that will firmly embed fully modular product development within the company. Applications, functions, and workflows are being designed as flexibly scalable building blocks, so-called microservices, which are connected to the core banking system via secure interfaces. The result is a setup that combines stability, speed, and efficiency – and enables greater innovative strength and a more market-oriented evolution of the business model. •

50

employees out of around 400 are working in the new Product & Technology unit on innovative, market-ready financing solutions.

Werhahn Group

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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

Gawan Goder

(since May 10, 2025)

Lambert Goder

(until May 10, 2025)

Wilhelm Josten

Julius Kolb

Clemens Maier

Dr. Katharina Müller-Bardenhewer

Fritz Oidtmann

Dr. Patrick Schmitz-Morkramer

Dr. Martin Straaten

(since May 10, 2025)

Wilhelm Straaten

(until May 10, 2025)

Mathias Thielen

Ruth Werhahn

Management Board

Alexander Boldyreff

Andreas König

Dr. Stephan Kranz

Gerrit Schneider

Report of the Supervisory Board

Dear Shareholders,

The 2025 business year presented the business units of the Werhahn Group with differing degrees of challenge due to ongoing and new international conflicts as well as a stagnating economy. Nevertheless, the past business year still closed with a satisfactory overall result, due in particular to another good performance of the Building Materials division and positive developments in the Consumer Goods division. This was supported by transformation measures at Zwilling Kitchenware, which are already beginning to show positive effects but weighed on both the current year and the previous year.

During the 2025 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 and four further meetings in 2025, conducted both in person and via videoconference. Additionally, in September the members of the Supervisory Board visited Neuss and Cologne to obtain an overview of current developments and challenges in the Bank11 and abcfinance business units. These visits were followed by status updates later in the year. 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 positioning of the individual business units, the status of major projects, issues concerning risk management, and the operational business planning, including investments planned for 2026. A key focus of the discussions was the development of the Zwilling Kitchenware business unit and its various challenges. In particular, the outsourcing of logistics to an external service provider and the planned construction of Staub's new foundry building, together with the investments in the required production facilities, were discussed in depth with the Management Board. Additionally, the Supervisory Board addressed on several occasions the development of the BBQ segment, the related strategic options, and the unfortunately unavoidable closure of Yareto at the end of September 2025. Lastly, at its various meetings, the Supervisory Board also deliberated and decided on transactions requiring approval under the articles of association. The Vice Chairwoman of the Supervisory Board was also closely involved in the preparations for the Supervisory Board meetings.

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 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 by the Accounting Committee included the 2024 Financial Statements and Consolidated Financial Statements and reports on developments and activities in the areas of legal affairs, compliance, data protection, information security and internal audit, as well as the establishment of the key terms of the auditor's engagement and the definition of the audit focus areas for the 2025 Financial Statements.

At the shareholders' meeting on May 10, 2025, the family members serving on the Supervisory Board of Wilh. Werhahn KG were re-elected as scheduled. Mr. Lambert Goder and Mr. Wilhelm Straaten had previously decided not to seek re-election for reasons of age or for personal reasons. The Supervisory Board would like to thank both gentlemen for their many years of dedicated and inspiring service on the Supervisory Board and on the Personnel and Accounting Committees.

Mr. Gawan Goder and Dr. Martin Straaten were elected to the Supervisory Board for the first time at the shareholders' meeting. The remaining family members serving on the Supervisory Board were re-elected. At the constitutive meeting, Mr. Anton Werhahn was confirmed as Chairman and Ms. Gabriela-Maria Baum-D'Ambra as Vice Chairwoman of the Supervisory Board. In addition to the Chairman of the Supervisory Board as an ex officio member, Ms. Gabriela-Maria Baum-D'Ambra as well as Mr. Fritz Oidtmann and Mr. Mathias Thielen were elected to the Personnel Committee. Dr. Katharina Müller-Bardenhewer and Dr. Patrick Schmitz-Morkramer as well as Dr. Martin Straaten, the latter as Chairman, were elected as members of the Accounting Committee.

At the regular shareholders' meeting, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Essen, was also elected as auditor for the 2025 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 Annual Financial Statements of Wilh. Werhahn KG for the 2025 business year, were prepared by the Management Board and audited by the auditor, 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 9, 2026. The Annual Financial Statements of Wilh. Werhahn KG as of December 31, 2025 were thus adopted. The auditor was present at the discussions of the Annual Financial Statements and the Consolidated Financial Statements, as well as at all meetings of the Accounting Committee, and answered supplementary questions.

The Supervisory Board would like to express its gratitude to the Management Board, managers and all employees of the Werhahn Group for their dedication in what was an overall challenging year.

Neuss, April 9, 2026

The Supervisory Board

Anton Werhahn
Chairman of the Supervisory Board

Consolidated Management Report

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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. Sustainable profitable growth 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 |

Macroeconomic Conditions

In spite of numerous adversities, the global economy proved robust in the past year. According to the International Monetary Fund (IMF), global gross domestic product (GDP) grew by 3.2% in 2025, matching the prior-year level. The slowdown that had at times been anticipated did not materialize. Both global production and trade remained at high levels for a longer period. According to the German Federal Ministry for Economic Affairs and Energy, there were two main reasons for this. First, the burden of the tariffs imposed by the United States turned out to be less severe than originally expected due to tariff pauses and trade agreements. Second, households and companies used the first months of 2025 to pre-empt announced tariff increases by bringing forward consumption and investment and building up inventories.

According to the European Commission, the EU economy again recorded slight growth in 2025. Initially, this development was driven by an increase in exports ahead of expected tariff increases. As the year progressed, the upward trend continued at a moderate pace. According to the IMF, the euro area also received an additional boost from fiscal stimulus measures in Germany. Inflation in the euro area continued to decline in 2025, reaching 2.1%, according to the European Commission.

The German economy also grew slightly in 2025 after two years of recession. According to the German Federal Statistical Office, however, the increase in gross domestic product remained well below the growth rates achieved by other major economies. Growth was driven primarily by significantly higher consumer spending by private households and the public sector. Investment weakness, by contrast, persisted. Less was invested than in the previous year in both equipment and construction. Exports also declined for the third consecutive year, weighed down by weak foreign demand, the appreciation of the euro, higher US import tariffs, and a weakened competitive position. Core areas of the German export economy such as motor vehicles and parts, machinery, and chemical products were particularly affected. After two years of decline, imports rose again in real terms. Among other things, more machinery, electrical equipment, pharmaceutical products, and food were imported than in the previous year.

Overall, the European financial services industry saw a noticeable increase in risk costs. This development was linked to the persistently strained macroeconomic situation and heightened uncertainty in the banking and lending environment. Rising living costs, an interest-rate level that remained high, a selective deterioration in the credit quality of certain customer groups, and an increase in corporate insolvencies forced financial institutions to expand their risk provisioning. In 2025, the interest-rate environment was shaped by cuts in key rates by the European Central Bank. These were reduced in several steps from 3.0% as of December 31, 2024, to 2.0%. Since June 2025, the interest-rate level has remained stable.

The US economy lost momentum in 2025. According to the IMF, this was due primarily to heightened political uncertainty, higher trade barriers, and slower growth in the labor force and employment. While equipment investment and investment in intellectual property increased, private consumption, construction investment, and exports showed weakness. The IMF states that inflationary pressure rose mainly as a result of higher import costs. The budget deficit continued to increase despite higher tariff revenues.

Despite a weak fourth quarter, China's economy recorded steady growth on a full-year basis. The Organisation for Economic Co-operation and Development (OECD) attributes this not only to strong exports but also to expansionary fiscal policy, including additional measures to support incomes and stimulate consumption, among them a trade-in program for cars and household electronics. Domestic demand, by contrast, was dampened by a strained labor market and the ongoing real estate crisis.

Real GDP growth in Europe and major world regions

| Region | 2025 | 2024 |
|----------------|------|--------|
| European Union | 1.4% | 0.9% |
| Germany | 0.2% | - 0.2% |
| France | 0.7% | 1.1% |
| Italy | 0.6% | 0.5% |
| Poland | 3.2% | 3.0% |
| Spain | 2.9% | 2.9% |
| United Kingdom | 1.3% | 1.1% |
| China | 4.8% | 5.0% |
| USA | 2.0% | 2.8% |

GDP sources: Statista GmbH, national news agencies

Status for 2025: February 2026

Status for 2024: 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-downs¹) and earnings before tax.

The financial key performance indicators developed as follows:

| in € million | 2025 | 2024 | Change |
|---------------------------|-------|-------|--------|
| Net sales | 4,787 | 4,825 | -38 |
| Operating result (EBITA) | 163 | 220 | -57 |
| Earnings before tax (EBT) | 142 | 182 | -40 |

Additionally, new business volumes in leasing and factoring are used as performance indicators for the abcfinance business unit, while new business volumes in cash and vehicle loans as well as purchase financing are used for the Bank11 business unit.

Net sales and results of operations

In 2025, the Werhahn Group generated consolidated net sales of €4,787 million (previous year: €4,825 million). At 1%, the decline left net sales slightly below both the prior-year figure and the forecast.

Net sales by business unit

| in € million | 2025 | 2024 | Change |
|-----------------------|-------|-------|--------|
| Aggregates | 1,649 | 1,687 | -38 |
| Slate | 96 | 95 | 1 |
| Zwilling Kitchenware | 855 | 830 | 25 |
| Zwilling Beauty Group | 122 | 117 | 5 |
| abcfinance | 1,491 | 1,572 | -81 |
| Bank11 | 559 | 500 | 59 |
| Others | 48 | 53 | -5 |
| Consolidation | -33 | -29 | -4 |
| | 4,787 | 4,825 | -38 |

¹ Non-operating depreciation, amortization and impairment includes write-downs on goodwill and hidden reserves disclosed during acquisitions. It also includes differences between straight-line and declining-balance depreciation and amortization.

Net sales developed unevenly across the individual business units. The higher net sales generated by the Bank11, Zwilling Kitchenware, Zwilling Beauty Group, and Slate business units compared with both the previous year and the forecast were unable to fully offset the declines in the abcfinance and Aggregates business units. Net sales in Germany were slightly below the prior-year level, while a moderate increase was recorded abroad. The share of foreign net sales in consolidated net sales remained virtually unchanged from the prior year. Overall, net sales in euros were negatively impacted in particular by exchange-rate movements of the US dollar, the Chinese renminbi, the Canadian dollar, and the Turkish lira.

Selected key figures

| | 2025 | 2024 |
|---------------------------------------|------|------|
| Cost of materials ratio ² | 56% | 57% |
| Personnel expenses ratio ³ | 14% | 14% |
| Investment rate ⁴ | 110% | 104% |
| Tax rate ⁵ | 32% | 31% |

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 business in the Financial Services division. Cost of materials declined by 2% compared with the previous year to €2,693 million (previous year: €2,756 million). This decline resulted primarily from lower acquisition costs for hire-purchase items and lower residual book values of sold leasing assets in the abcfinance business unit. Cost of materials in the Aggregates and Slate business units also declined due to lower sales volumes. By contrast, cost of materials rose in Bank11, Zwilling Kitchenware, and Zwilling Beauty Group. In Bank11 and Zwilling Beauty Group, this increase was driven by volume and net sales. In the Zwilling Kitchenware business unit, higher net sales as well as inventory adjustments increased cost of materials. Overall, the cost of materials ratio declined slightly to 56% (previous year: 57%).

Despite a slightly lower average number of employees, personnel expenses rose moderately to €688 million (previous year: €674 million). This increase resulted from collectively agreed wage increases and the recognition of provisions for personnel measures. The personnel expenses 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 totaled €156 million in the business year and were thus noticeably below the prior-year figure of €165 million. This decline is mainly attributable to lower unscheduled write-downs. Amortization and write-downs of leasing assets, by contrast, rose slightly to €542 million (previous year: €535 million) as a result of higher unscheduled write-downs.

At €93 million, other operating income in 2025 was 4% above the prior-year figure of €89 million. The prior-year figure had benefited substantially from nonrecurring effects. The main individual items of other operating income were income from the release of provisions (€26 million, previous year: €18 million), exchange-rate gains (€10 million, previous year: €7 million), proceeds from the receipt of receivables that had already been written off (€10 million, previous year: €7 million), income from reversals of write-downs (€7 million, previous year: €1 million), and proceeds from the disposal of fixed assets (€6 million, previous year: €4 million).

Other operating expenses rose significantly to €684 million (previous year: €605 million). This increase resulted primarily from higher expenses for write-downs on accounts receivable from financial services (€139 million, previous year: €72 million) following the general deterioration in the credit quality of financial services customers. Expenses for external services also rose substantially, mainly for project-related reasons, from €147 million to €172 million. Offsetting effects came primarily from declines in expenses for restoration and recultivation obligations (€5 million, previous year: €12 million), rental and leasing expenses (€50 million, previous year: €55 million), and maintenance expenses (€101 million, previous year: €105 million).

In the business year, investment income increased by €5 million to €33 million. This was largely due to higher distributions from other participations.

The interest result improved by €11 million to €-3 million. The main reasons were the lower volume of external financing and the declining interest-rate level.

The tax rate increased slightly in the business year, from 31% to 32%.

Results

The Werhahn Group's operating result was substantially below both the prior-year level and the forecast. Gross profit increased despite the decline in net sales. However, this increase and higher investment income were not sufficient to offset the rise in risk expenses in the Financial Services division and the increase in personnel expenses resulting from the recognition of provisions for personnel measures.

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

| in € million | 2025 | 2024 |
|---|------|------|
| Operating result (EBITA) | 163 | 220 |
| - Interest result | 3 | 15 |
| - Amortization of goodwill and other amortization | 18 | 23 |
| Earnings before tax (EBT) | 142 | 182 |

At €142 million, earnings before tax were considerably below both the prior-year figure (previous year: €182 million) and the forecast. This development is attributable primarily to the sharp decline in operating result. An improved interest result and lower amortization of goodwill were only able to offset this decline in part.

At €97 million (previous year: €125 million), the Werhahn Group's net income fell substantially short of expectations.

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 its own production sites in the Central and Eastern European countries of Poland, Russia, Ukraine, the Czech Republic, and Hungary. Customers primarily include road construction, civil engineering, structural engineering, hydraulic engineering, and track construction companies, private and public property developers, and rock-wool and cement producers.

In the mineral building materials segment, hard stones are extracted in 87 Group-owned quarries, then processed and marketed regionally. In addition, a significant portion of the raw materials is used to produce asphalt mixtures in 157 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 recorded a slight recovery in 2025. According to the Central Association of the German Construction Industry (Hauptverband der Deutschen Bauindustrie), the main construction industry achieved real net sales growth of 2.4%. Commercial construction in particular, supported by major projects, proved to be the growth driver. Public construction also developed positively. Residential construction, by contrast, declined once again. In public road construction, a key area for the Aggregates business unit, net sales from construction activity fell 3.0% in real terms compared to the prior-year level. Incoming orders showed an even sharper decline, dropping by 5.3% in real terms. The persistently challenging market environment was characterized by falling municipal construction spending and an extremely cautious public-sector approach to awarding

contracts. Temporary tender freezes, including at Autobahn GmbH, also played a role, as did the lengthy period in which the federal government operated under provisional budget management. Further delays in planning, calls for tender, and the awarding of contracts resulted from ongoing administrative problems such as staff shortages at planning and licensing authorities, as well as the still inadequate level of digitalization in public construction authorities.

Developments in the foreign markets in which the business unit operates were mixed in 2025, but positive overall. In Poland, the most important foreign market, major projects in road, rail, energy, and port infrastructure stabilized the construction industry, with substantial EU funding also acting as a driver. In Hungary, by contrast, high inflation and the lack of EU funding for infrastructure projects led to significant delays in investment. The construction industry in the Czech Republic, on the other hand, developed positively. The Ukrainian economy remained burdened by massive damage to the energy sector. Despite sharp cost increases and labor shortages, however, construction output developed positively. The Swedish economy continued its recovery.

The development of energy and input prices continued to be burdened in 2025, particularly by difficult geopolitical conditions, and remained highly volatile. The business unit was able to cushion a large share of these fluctuations through the gradual hedging of bitumen prices, thereby smoothing procurement prices. Average bitumen prices followed the trend in crude oil prices and were noticeably below the prior-year level in 2025. Despite the higher carbon tax, diesel and heating oil prices developed somewhat more favorably due to lower crude oil prices. By contrast, the fossil fuel pulverite lignite became significantly more expensive. Electricity costs also rose moderately.

Business development

The Aggregates business unit generated net sales of €1,649 million in 2025, slightly below the prior-year figure. The forecast figure was missed by a noticeable margin. The main reason was the lower volume of sales in both the mixtures and raw materials businesses. In Germany, raw materials sales were clearly below both the prior-year figure and the forecast. Mixtures sales also fell visibly short of both comparison figures. Outside Germany, raw materials sales were slightly below the prior-year figure and the forecast.

As a result of the development of raw materials and mixtures sales and the burdens on earnings in the construction chemicals segment, the operating result of the Aggregates business unit was, as expected, clearly below the 2024 level, which had benefited from energy tax refunds for prior years. By contrast, the forecast was exceeded substantially. Compared with the forecast, improved operating margins in raw materials and mixtures both in Germany and abroad, along with lower costs, had a positive effect on earnings. In line with the operating trend, earnings before tax were also significantly lower than in the previous year, but considerably exceeded the forecast.

Forecast

The outlook for the German construction industry is improving. The multi-billion-euro infrastructure program should also contribute to this. The Central Association of the German Construction Industry (Hauptverband der Deutschen Bauindustrie) forecasts a real increase in net sales of 2.5% for 2026. At 4.0%, the strongest growth is expected in commercial construction, driven by major rail projects, power transmission lines, and the construction of new data centers. According to the association's forecast, residential construction will increase again for the first time since 2020, with net sales rising by 2%. In public construction, which is especially relevant for the Aggregates business unit, only moderate growth of 1.5% is expected, driven primarily by higher public investment.

In most relevant foreign markets, the economy is also expected to remain on a growth trajectory in 2026, albeit at different speeds. According to EU forecasts, Poland will benefit from heavily utilized EU funding. Growth will be supported by high public investment in road and rail projects. Hungary likewise expects additional momentum from higher public infrastructure spending, particularly because of anticipated prepayments from the EU defense loan facility. In the Czech Republic, the new government is stepping up its focus on infrastructure modernization, especially in the road and rail sectors. EU co-financing could significantly boost investment activity by public institutions. In Sweden, substantial security- and defense-policy investment is expected to support the economy. Momentum is also expected from a new national transport infrastructure plan. In Ukraine, reconstruction programs and the repair of destroyed infrastructure remain the main drivers of the economy.

The Aggregates business unit expects a noticeable increase in net sales in 2026. This development will be driven largely by the planned acquisition of a Romanian aggregates producer. Operating result will fall slightly short of the exceptionally high prior-year figure. The main reasons are higher cost burdens that can only be partially passed on to the market and only with considerable effort. In addition, lower interest income will weigh on earnings before tax, which are therefore expected to fall clearly below the prior-year figure.

Research and development

In 2025, research and development activities in the business unit focused on alternative binding agents, the reduction of CO₂ emissions, reduced-temperature asphalt production, and digitalization.

In the reporting year, a pioneering pilot project for sustainable asphalt production was successfully implemented at the Karlsruhe and Sinsheim plants. Around 49,000 metric tons of asphalt mixtures with high recycling rates were produced there at reduced temperatures and using biogenic fuel. As a result, CO₂ emissions were significantly reduced. The insights gained are guiding future strategies for reducing CO₂ emissions in the production of asphalt mixtures and are being incorporated into future development work.

Alongside CO₂ reduction, another focus for several years has been the development of alternative binding agents. A corresponding research project was approved by the German Federal Highway and Transport Research Institute at the end of 2024 and started in 2025. In addition, the business

unit's TechnologieCentrum, together with a university, submitted two further research applications for the development of innovative and sustainable binding agents and biopolymers. The approval is still pending.

At the same time, the business unit continued to implement its digitalization strategy. Its own technological platform is being used to develop scalable digital products for employees and customers. A new customer portal with self-service functions was also developed. Initial modules have already been rolled out to selected customers.

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 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 own 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

Residential construction in Germany remained under strain in 2025. The low number of building permits granted in previous years had a negative impact on completions. New construction decreased for the fourth consecutive year, while renovations recorded only a moderate increase. Overall, this led to a small decline in the market for pitched roof products. The slate market accordingly shrank slightly. Although inventory levels at many roofing wholesalers had already been low at the beginning of the year, they were reduced further in the months that followed. Business in the foreign markets that are important for slate – France, Belgium, and the United Kingdom – also suffered from persistently weak new construction. As in Germany, the renovation business failed to provide momentum. In France, further inventory reductions in the roofing trade likewise led to a noticeable decline in slate sales by manufacturers. Spanish exports to Belgium remained roughly at the prior-year level. Exports of Spanish slate to the UK, by contrast, declined significantly.

Business development

The Slate business unit generated net sales of €96 million in 2025, thus slightly exceeding both the prior-year figure and the forecast. Lower sales volumes in Germany and abroad were more than offset by higher revenues. While sales volumes outside Germany were noticeably below the forecast, domestic volumes exceeded the forecast by a notable margin. Production was clearly below the prior-year level and also fell well short of the forecast. Reasons for this included supply and materials bottlenecks at the beginning of the year, temporarily reduced production capacities and labor shortages, geological disruptions, and a delayed production ramp-up following the relocation of a site.

Despite the weaker sales situation, the business unit's operating result was slightly higher than in the previous year. The forecast figure was exceeded by a noticeable margin. This positive earnings development was supported by higher revenues and successful cost management. Because interest expenses declined sharply, earnings before tax were significantly above both the prior-year figure and the forecast.

Forecast

After difficult years, growth is again expected in 2026 in both new construction and the renovation business. In new construction, a shift from single-family homes to multifamily housing is expected. The result would be a lower average roof area per residential unit, which would dampen sales of pitched roof building materials. A surge in pitched roof new construction could also lead to capacity bottlenecks among installers and cause renovation projects to be postponed initially. This would have negative consequences for slate sales, which are driven mainly by renovation. Overall, it is therefore likely that the slate market in Germany will move sideways. A surge in residential construction is also expected in the foreign markets that are important to the business unit. Slight growth in the slate market is therefore expected in France, Belgium, and the United Kingdom.

The Slate business unit expects a moderate increase in revenues in 2026 due to a slight increase in net sales. Sales volumes will be only marginally above the prior-year level. Against this backdrop, both operating result and earnings before tax are expected to remain at the 2025 level.

Research and development

In 2025, research and development activities in the business unit focused on the automation and digitalization of production and on increasing resource efficiency. A new production hall equipped with state-of-the-art technology commenced operations in Spain. The machinery and equipment installed there increase the degree of mechanization in the splitting and finishing process while at the same time improving employees' working conditions. The fully automated packaging line, which has been under development since 2024, is scheduled to be commissioned this year and will enable the use of robots to package the slate cladding. In parallel, a robot-based system for further developing splitting technology is being designed. An initial prototype was conceived in the reporting year. Development and testing in a real production environment are planned for this year.

As part of its digitalization strategy, the business unit is also working on an acoustic and optical quality inspection system based on artificial intelligence. This system is intended to reliably identify defective stones and different quality grades even under real production conditions and, in the future, to be integrated into the production process as part of a multimodal final inspection.

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 offers 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, HENCKELS, STAUB, BALLARINI, MIYABI, DEMEYERE, SANTOS and FLAMMKRAFT. The business unit has its own production sites in both Europe and Asia. Zwilling Kitchenware is represented in Germany, as Europe's leading market, and in key global markets of the USA, Canada, China, and Japan with its own companies.

Industry-specific conditions

The performance of Zwilling Kitchenware depends to a large extent on consumer behavior in the relevant markets. Consumer behavior developed unevenly in the key markets important to Zwilling Kitchenware. In the USA, willingness to spend remained at a low level as a result of trade conflicts and political uncertainty. Against this backdrop, consumer behavior was shaped by a high degree of price sensitivity both in bricks-and-mortar stores and in online channels. Demand for products that contribute to a comfortable home nevertheless remained strong, driven by hybrid working models. In Europe, too, private consumption was characterized by high price awareness and intersecting use of physical stores and online channels. In Germany in particular, the online share of total retail sales grew strongly via online marketplaces. In China, weak domestic demand was accompanied by high price sensitivity and the growing importance of digital sales channels.

Business development

The Zwilling Kitchenware business unit generated net sales of €855 million in 2025. This slightly exceeded both the prior-year level and the forecast. Net sales were negatively impacted by exchange-rate developments, particularly those of the US dollar, the renminbi, and the Canadian dollar.

In the USA, by far the strongest market for Zwilling Kitchenware, net sales clearly exceeded the prior-year figure and significantly surpassed the forecast. The reason was once again the expansion of programs with a major retail customer. Price adjustments were made for certain products as a result

of higher import tariffs. In China, after declines in previous years, business again moved upward in 2025. With moderate net sales growth, the forecast was met. Positive effects resulted in particular from the retail sector and online business with commercial customers. In Germany, net sales fell short of the previous year's figure by a noticeable margin and fell significantly short of the forecast. Business performance was shaped by the continuing rise in the importance of online channels and the diminishing contribution made by offline channels. Some of those channels recorded substantial declines in net sales, while online business with both private and commercial customers provided positive momentum. In the rest of Europe, Zwilling Kitchenware achieved a strong increase in net sales and clearly exceeded the forecast. The strongest gains were recorded in France, the Benelux countries and the United Kingdom.

In the barbecue segment, net sales clearly exceeded the weak prior-year level and came in close to the forecast. Outdoor kitchens and the FLAMMKRAFT brand in particular developed positively.

With the transformation program "Sharpening Zwilling," launched in 2025, the Zwilling Kitchenware business unit further advanced its strategic development. As in the previous year, the operating result of the Zwilling Kitchenware business unit was burdened by substantial expenses for the ongoing transformation. Excluding nonrecurring effects, including significant inventory adjustments, operating result improved considerably compared with the weak prior-year figure as a result of the positive operating performance and lower personnel costs. Adjusted for these nonrecurring effects, the forecast was also substantially exceeded thanks to the strong performance in the core markets. Earnings before tax additionally benefited from an improved interest result and exceeded both the prior-year figure and, adjusted for the nonrecurring effects, the forecast by a wide margin.

Forecast

The geopolitical situation, and especially the volatile US trade policy, mean that the outlook for Zwilling Kitchenware is subject to a high level of uncertainty. For 2026, the business unit expects net sales to be slightly below the prior-year level. Developments in the core markets are likely to vary. Growth in Europe is expected to remain moderate. The Chinese market is expected to hold at the prior-year level. In the USA, lower net sales are anticipated as a result of reduced promotional programs with major retail customers. The business unit intends to drive growth and increase margins with a premium strategy both in the kitchenware and barbecue segments. Despite restructuring-related challenges that still remain, both operating result and earnings before tax are expected to exceed the prior-year figures by a substantial margin. Major momentum will come from the continued positive effects of the strategic program "Sharpening Zwilling" and from the absence of nonrecurring effects.

Research and development

In the reporting year, the Zwilling Kitchenware business unit continued to pursue its strategy of transitioning to ceramic-coated cookware at the Rivarolo plant in Italy. In addition, the laser welding technology introduced at the Solingen site in 2025 made it possible to significantly reduce energy consumption in production there.

To mark the 20th anniversary of the MIYABI brand, Zwilling Kitchenware launched an anniversary knife. The knives are handmade in numerous steps in Seki, Japan, combining German engineering with traditional Japanese craftsmanship.

Zwilling Beauty Group

Under the brands ZWILLING and TWEEZERMANN, the Zwilling Beauty Group business unit produces and markets high-quality beauty tools for pedicure, manicure, and facial care. In the USA, the business unit also markets the TWEEZERMANN Pet Collection, a line of grooming solutions for pets. The portfolio is supplemented by products under the TRUYU and QVS private-label brands. Apart from the USA and Germany, the most important sales markets for the business unit are the United Kingdom and China.

Industry-specific conditions

Overall, the beauty and cosmetics industry recorded growth in 2025 that varied in intensity across the core markets of the Zwilling Beauty Group. While the US market continued to grow moderately, demand in China remained selective and more price-conscious. Bricks-and-mortar channels saw weaker growth, whereas online and social-commerce channels recorded disproportionately strong growth. In Germany, a somewhat more buoyant consumer climate resulted in slight growth in the beauty and cosmetics industry. The most important distribution channel there was once again the drugstore channel, while online retail made the strongest contribution to growth. The UK market recorded a moderate increase in net sales in an overall stable, albeit selective, consumer environment.

Business development

The business unit generated net sales of €122 million in 2025, slightly above both the prior-year figure and the forecast. In the USA, by far the most important market for Zwilling Beauty Group, net sales were slightly above both the prior-year level and the forecast despite distinctly negative exchange-rate effects. Online business in particular provided momentum. In Germany, the business unit recorded a clear increase in net sales and came close to the forecast. Here, too, online trade was the key growth driver. In the United Kingdom, net sales moderately exceeded both the prior-year figure and the forecast. The TRUYU brand performed particularly well. In China, Zwilling Beauty Group succeeded in halting the negative trend of previous years. Net sales were noticeably above the 2024 figure, and the forecast was slightly exceeded.

Against the backdrop of the strong net sales growth, the business unit generated an operating result at the prior-year level despite distinctly negative exchange-rate effects and thereby significantly exceeded the forecast. Supported by lower goodwill amortization and write-downs, earnings before tax were notably above the prior-year level and substantially above the forecast.

Forecast

The geopolitical situation, and in particular the volatile US trade policy, likewise mean that the outlook for the Zwilling Beauty Group business unit is subject to a high level of uncertainty. The key factor will be the trend in consumer sentiment within the beauty and cosmetics sector in the core markets. Thanks to its clear positioning in the premium segment, Zwilling Beauty Group expects to be able to decouple itself from cyclical fluctuations. Despite distinctly negative exchange-rate effects, net sales are expected to reach the prior-year level. Due to currency effects and investment in new products and sales channels, operating result and earnings before tax are expected to be slightly below the prior-year level.

Research and development

In 2025, the Zwilling Beauty Group business unit intensified development of several premium products for manicures and pedicures under the ZWILLING brand. The focus was on the nail clippers product category. In addition, development began on a pocket knife and on a pet-care range modeled on the TWEEZERMAN brand. Product development at TWEEZERMAN focused on optimizing the functionality, ergonomics, and design of beauty tools. Key new additions include a facial roller, a false eyelash applicator and a pair of eyebrow scissors.

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 specializes in financing solutions for the mobility sector.

abcfinance

abcfinance provides financial services to more than 80,000 mainly medium-sized companies in Germany, the Netherlands, and Austria. In the investment finance segment, abcfinance finances mobile assets, including intangible assets such as software and licenses. In the sales financing segment, abcfinance supports the sales activities of manufacturers and dealers with tailored financing solutions and services. In the factoring segment, abcfinance purchases receivables, thereby providing more financial options for its business partners as well as protection against defaults.

As part of the abcfinance business unit, abcbank refinances receivables arising from the leasing and factoring business. It offers institutional, commercial and private investors overnight money and term deposits, and conducts securitization transactions on the capital market.

Industry-specific conditions

The subdued economic trend in Germany was also reflected in the leasing industry in 2025. According to the Federal Association of German Leasing Companies (BDL), the number of new agreements declined by 0.5%. While leasing agreements showed only a slight decrease of 0.2%, hire-purchase agreements were 6.1% below the prior-year level. At the same time, both the value of leasing agreements and the value of hire-purchase items increased, indicating a price effect.

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

| Asset group | 2025 | 2024 |
|--------------------------|------|------|
| Bicycles and e-scooters | -8% | -4% |
| Cars | 3% | -2% |
| Renewable energy systems | 12% | 23% |
| Production machinery | -6% | -7% |
| Agricultural engineering | -3% | 7% |

Source: BDL

The factoring industry in Germany, by contrast, continued on its growth trajectory in 2025 and developed more strongly than expected. After posting moderate growth in the first six months, growth accelerated to more than 4% in the second half of the year. This was driven primarily by new-customer business, whilst business with existing customers stagnated.

Business development

In the challenging economic environment, abcfinance generated new business in the leasing segment that, also as a result of its focus on business customers, was clearly below both the prior-year level and the forecast. In the factoring segment, new business remained slightly below the prior-year figure and fell visibly short of the forecast. As a result of these developments, net sales were noticeably below the prior-year level and slightly below the forecast. The business year was also burdened by project costs and planned expenses aimed at increasing efficiency. As a result, both the commercial result⁶ and earnings before tax were substantially below both the prior-year figures and the forecast.

Forecast

According to the BDL, the German leasing industry is not expected to receive any significant boost from the anticipated slight economic recovery in Germany in 2026. The reason is that the upturn is largely fiscally driven, while key customer groups themselves are showing little growth momentum. Accordingly, the willingness to invest is expected to remain subdued. The factoring sector, by contrast, is predominantly optimistic. The German Factoring Association for SMEs expects lively new-customer business, as many companies are increasingly seeking liquidity and risk minimization in light of the strained economic situation. At the same time, the association sees the industry confronted with

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.

rising insolvency figures, increasing factoring fraud, growing challenges from cybercrime, a high need for digitalization, and a restrictive underwriting policy by trade credit insurers. Overall, 2026 could become a year of growth for the factoring industry, yet one shaped by heightened risks and demanding requirements in processes, IT, and risk management.

New business volume in 2026 will be significantly burdened by the planned discontinuation of sales activities in the Netherlands. In the leasing segment, the missing volume is to be offset by focusing on successful domestic segments, which should lead to a visibly higher level of new business. In the factoring segment, by contrast, the discontinuation of sales activities in the Netherlands will result in a noticeable decline in new business volume. Net sales in the business unit will be perceptibly below the prior-year level. As a result of the efficiency measures introduced in 2025 and the related decrease in burdens, abcfinance expects a significant increase in commercial result. Earnings before tax are likewise expected to be considerably above the prior-year figure.

Research and development

In the reporting year, abcfinance continued to develop its IT systems into a flexible service-oriented software architecture in order to facilitate the technical integration with business partners. At the same time, abcfinance entered into a strategic partnership with an external partner in order to consolidate activities relating to artificial intelligence (AI) in a dedicated central AI hub. AI models, agents, and apps will in future be made available there to employees. Initial AI apps have already been developed and deployed, and comprehensive further expansion is planned.

Bank11

Bank11 is a bank operating in the German market and specializing in the automobile sector. It supports the retail sector with streamlined digital processes and tailored financing and insurance products in vehicle and purchase financing. End customers are addressed and served via direct business or through strong partners such as ADAC. In addition, Bank11 offers cash loans both directly and through partner banks. To refinance its operations, Bank11 offers overnight and fixed-term deposit accounts to private and institutional investors, and conducts securitization transactions on the capital market.

Industry-specific conditions

The German automobile market in 2025 was characterized by increasing competition and still heterogeneous demand. According to the Federal Motor Transport Authority (Kraftfahrt-Bundesamt), 2.9 million new cars were registered in the reporting year, corresponding to growth of 1.4% compared with 2024. Electric vehicles in particular were able to significantly expand their market share. Their share of new registrations increased by 43.2%. The Federal Motor Transport Authority also registered 6.5 million ownership transfers, representing an increase of 0.5% compared with the previous year.

In 2025, many private customers financed their new and used vehicles, a development from which banks specializing in automobile financing particularly benefited. According to a survey by Deutsche Automobil Treuhand, 49% of all private buyers of used cars made use of loan financing. The share of new cars financed entirely or in part by loans stood at 56%, while 23% of new cars were leased. Around 21% of vehicles were purchased without financing.

Business development

Bank11's new business recorded a significant increase in 2025 compared with the previous year, reaching €4.2 billion. New business in purchase financing posted a visible gain. The forecast was clearly exceeded. Cash loans increased considerably both year on year and compared with the forecast. New business in vehicle loans clearly exceeded the prior-year level and thus came close to the forecast. New insurance products and additional partnerships made a significant contribution to this positive business performance. The number of trade partners increased by around 1,500 to 22,200.

Bank11 increased net sales noticeably compared with the prior year, thereby reaching the forecast level. The main reason was substantially higher interest income due to significantly larger portfolio volumes. Commission income remained at a level comparable with the previous year. Operating result deteriorated substantially both compared with the prior-year figure and against the forecast. The reason was a sharp increase in risk expenses, attributable mainly to the general deterioration in the credit worthiness of consumers in Germany. Accordingly, earnings before tax were considerably below both the prior-year figure and the forecast. On the refinancing side, Bank11 placed two securitization transactions on the capital market with a total volume of €1.1 billion.

Forecast

The Association of German Automobile Dealers expects a slight increase in new registrations in 2026. Demand is expected to rise as the economic environment eases somewhat and government incentives take effect. The used car market, by contrast, is expected to remain at the 2025 level.

For 2026, Bank11 expects an overall decline in new business. While volumes in vehicle financing are likely to rise slightly, new cash-loan business is expected to decline considerably as a result of a stronger focus on sales activities. A noticeable decrease is also expected in purchase financing. Despite lower new business than in 2025, receivables and thus net sales are expected to rise visibly because of the substantial growth achieved in previous years. Higher net interest income and lower risk expenses are expected to result in strong increases in both operating result and earnings before tax.

Research and development

The expanded use of AI enabled Bank11 to further improve service quality and simplify back-office processes. The voicebot introduced as a pilot in the customer center in 2024 used a structured, regularly updated knowledge database, reliably recognized customer issues, and in this way reduced unnecessary forwarding and waiting times. It is planned to further expand both the functions of the voicebot and its integration into other systems. Bank11 also made increased use of AI applications in handling accidents involving financed vehicles. These summarized appraisals and lawyers' letters, extracted relevant information, and presented issues in an understandable way, allowing cases to be processed much more efficiently.

Bank11's new banking app enables customers to manage their deposit accounts conveniently via app and carry out all key banking transactions regardless of location. Biometric login procedures and two-factor authentication ensure a high level of security.

Net Assets and Financial Position

The consolidated balance sheet total of the Werhahn Group increased by €366 million to €13,961 million as of December 31, 2025. The individual balance sheet items changed as follows:

Assets

| in € million | Dec. 31, 2025 | Dec. 31, 2024 | Change |
|--|---------------|---------------|------------|
| Fixed assets | 2,799 | 2,860 | -61 |
| thereof leasing assets from financial services | 1,614 | 1,678 | -64 |
| Accounts receivable from financial services | 9,973 | 9,494 | 479 |
| Inventories | 478 | 510 | -32 |
| Accounts receivable and other assets (including prepaid expenses) | 374 | 410 | -36 |
| Securities and liquid funds | 337 | 321 | 16 |
| | 13,961 | 13,595 | 366 |

Equity and liabilities

| in € million | Dec. 31, 2025 | Dec. 31, 2024 | Change |
|--|---------------|---------------|------------|
| Equity | 2,128 | 2,092 | 36 |
| Difference in amounts from capital consolidation | 1 | 1 | - |
| Provisions | 492 | 502 | -10 |
| Liabilities from financial services | 10,832 | 10,411 | 421 |
| Liabilities (including deferred income) | 493 | 568 | -75 |
| Deferred tax liabilities | 15 | 21 | -6 |
| | 13,961 | 13,595 | 366 |

Selected key figures

| | Dec. 31, 2025 | Dec. 31, 2024 |
|--|---------------|---------------|
| Equity ratio ⁷ | 15% | 15% |
| Equity ratio excluding the Financial Services division | 61% | 58% |
| Investments (in € million) | 158 | 155 |
| Net liquidity ⁸ (in € million) | 158 | 83 |
| Net liquidity excluding the Financial Services division (in € million) | -40 | -125 |

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 €2,860 million in the previous year to €2,799 million as of the closing date. They comprised intangible assets of €84 million (previous year: €92 million), tangible assets of €969 million (previous year: €967 million), financial assets of €133 million (previous year: €125 million), and leasing assets from financial services of €1,614 million (previous year: €1,678 million).

Overall, fixed assets excluding leasing assets increased by €2 million compared with the previous year. Investments amounted to €186 million, while depreciation and amortization totaled €164 million and net disposals in the business year came to €19 million.

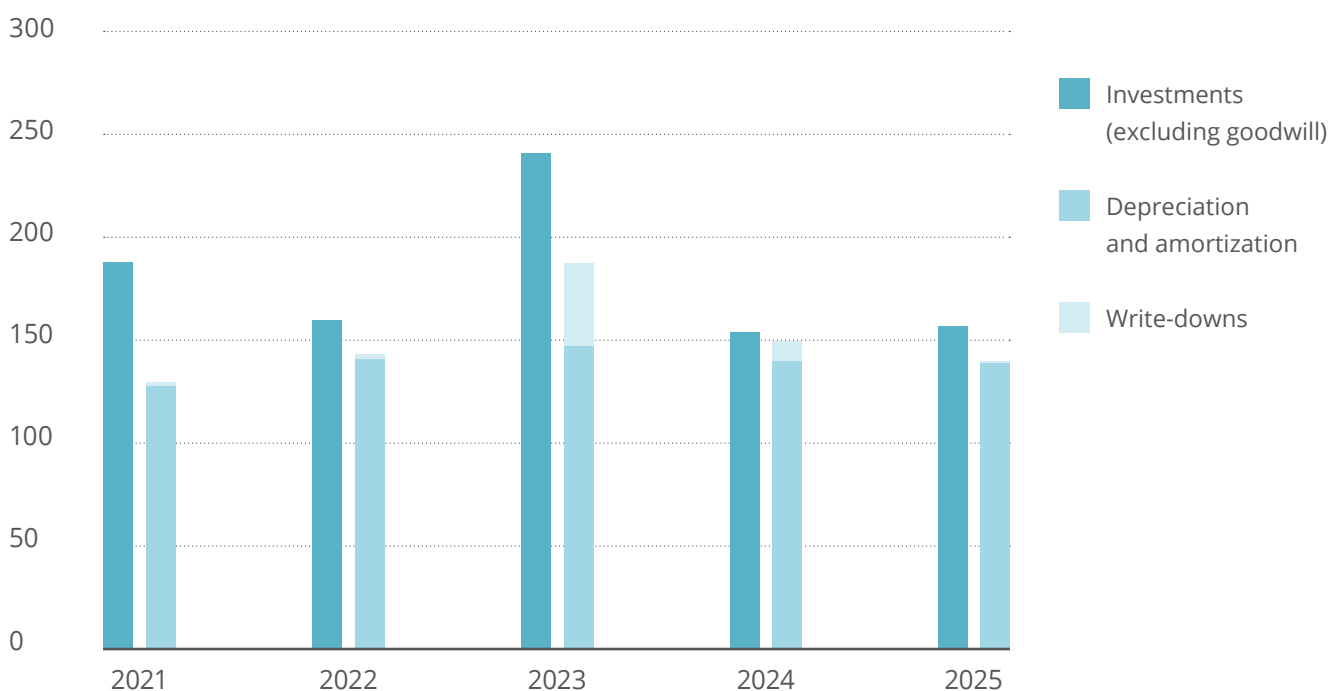
Intangible assets declined by €8 million. Overall, investments of €26 million were offset by depreciation, amortization and write-downs in the business year of €33 million. The depreciation, amortization and write-downs in the business year include a total of €12 million in goodwill amortization and write-downs.

Tangible assets increased by €2 million compared with the previous year, with investments of €135 million and depreciation and write-downs of €123 million.

Financial assets increased by €8 million compared with the prior year. Investments in participations of €25 million were offset in the business year by depreciation and write-downs of €8 million and net disposals of €7 million.

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 2025, investments in tangible assets and intangible assets (excluding goodwill), plus net investments related to acquisitions, amounted to €158 million (previous year: €155 million). This slightly exceeded the prior-year level, and total investment clearly exceeded depreciation, amortization and write-downs. The majority of investment was attributable to the asset-intensive Aggregates business unit, whose investment was slightly above the prior-year level. With the exception of Zwilling Kitchenware, where investment was considerably lower, investment in the other business units was above the prior-year level.

Leasing assets from financial services declined by €64 million. With depreciation and amortization of €542 million and net disposals of €122 million in the reporting period, investments of an additional €600 million were made.

The €479 million increase in accounts receivable from financial services to €9,973 million resulted from higher deposits with banks and, in line with growth in new business at Bank11, higher receivables from banking business.

Inventories amounted to €478 million as of December 31, 2025 (previous year: €510 million). As in the previous year, the decline resulted mainly from the reduction of inventories and inventory adjustments in the Zwilling Kitchenware business unit.

Accounts receivable and other assets including prepaid expenses totaled €374 million (previous year: €410 million). Trade accounts receivable stood at €250 million, below the prior-year figure of €275 million. In the Aggregates, Zwilling Kitchenware, and Zwilling Beauty Group business units, trade accounts receivable were lower at year-end than in the previous year. By contrast, trade accounts receivable in the Slate business unit were above the prior-year level. Accounts receivable from companies in which a participating interest is held declined by €3 million to €24 million. This decline was related, in particular, to the Aggregates business unit. Due primarily to lower receivables from tax authorities, other assets decreased by €10 million to €80 million.

Capital structure

The Werhahn Group's equity amounted to €2,128 million (previous year: €2,092 million). This represents an equity ratio of 15% (previous year: 15%). Without consolidation of the financial services companies, the equity ratio stood at 61% (previous year: 58%). Non-controlling interest in equity as of the closing date was €59 million (previous year: €60 million). The changes in equity are shown in the Statement of Changes in Equity.

Provisions declined by €10 million compared with the previous year to €492 million. These primarily comprised provisions for pension obligations (€120 million, previous year: €129 million), other personnel provisions (€108 million, previous year: €99 million), provisions for restoration and recultivation obligations (€101 million, previous year: €108 million), provisions for outstanding invoices (€42 million, previous year: €35 million), and provisions for rebates and discounts (€40 million, previous year: €36 million).

Liabilities from financial services include the liabilities from refinancing of the Financial Services division as well as the liabilities of Bankhaus Werhahn GmbH resulting from its banking business. The €421 million increase in liabilities from financial services to €10,832 million is mainly attributable to the significantly greater refinancing requirement due to higher new business in the Bank11 business unit. This was reflected in higher liabilities to banks and in securitization transactions. Lower liabilities to customers from deposit business in the abcfinance business unit had an offsetting effect.

The liabilities (including deferred income) of the Werhahn Group amounted to €493 million, down on the previous year's figure of €568 million. Within this item, liabilities to banks decreased by €59 million to €177 million. Utilization of the syndicated loan facility declined significantly. Trade accounts payable, by contrast, remained at the prior-year level at €129 million. Liabilities to shareholders declined by €18 million to €26 million. Other liabilities decreased from €89 million to €86 million, mainly due to lower liabilities to tax authorities.

As of the closing date, there were €15 million in surplus liabilities from deferred taxes (previous year: €21 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.

Even so, cash flow from operating activities at €270 million was significantly below the prior-year figure (previous year: €417 million). The prior-year figure had been heavily influenced by the transfer of liquid funds to the cash reserve at the German Federal Bank, which is allocated to cash funds. Even adjusted for the effects of the financial services business, the figure was below the prior-year level, mainly because of the lower net income and higher income tax payments. Cash flow from operating activities generated by the financial services business was likewise lower than in 2024.

A major component of cash flow from investing activities (€-119 million, previous year: €-126 million) was investment in tangible assets, which remained at the prior-year level. The improvement over the previous year resulted mainly from higher proceeds from disposals of tangible assets and dividends.

At €-77 million, cash flow from financing activities was below the prior-year figure of €-23 million. The year-on-year change is primarily attributable to higher cash outflows for distributions to the shareholders of the parent company.

Cash funds at the end of the period amounted to €173 million (previous year: €100 million), significantly above the level of December 31, 2024. The liquid funds included in cash funds increased slightly by €16 million to €337 million. This increase is attributable chiefly to higher bank deposits at foreign subsidiaries. Overall, liquid funds of €209 million (previous year: €221 million) are tied to financial services institutions. Liabilities to banks payable on demand were reduced substantially (€160 million, previous year: €218 million).

Accordingly, net liquidity increased by €75 million compared with the prior year and amounted to €158 million as of December 31, 2025. As of the closing date, the Werhahn Group had undrawn committed credit lines of €850 million. In addition, banks had unencumbered collateral values for securities held in the custody account with the German Federal Bank amounting to €863 million.

Personnel

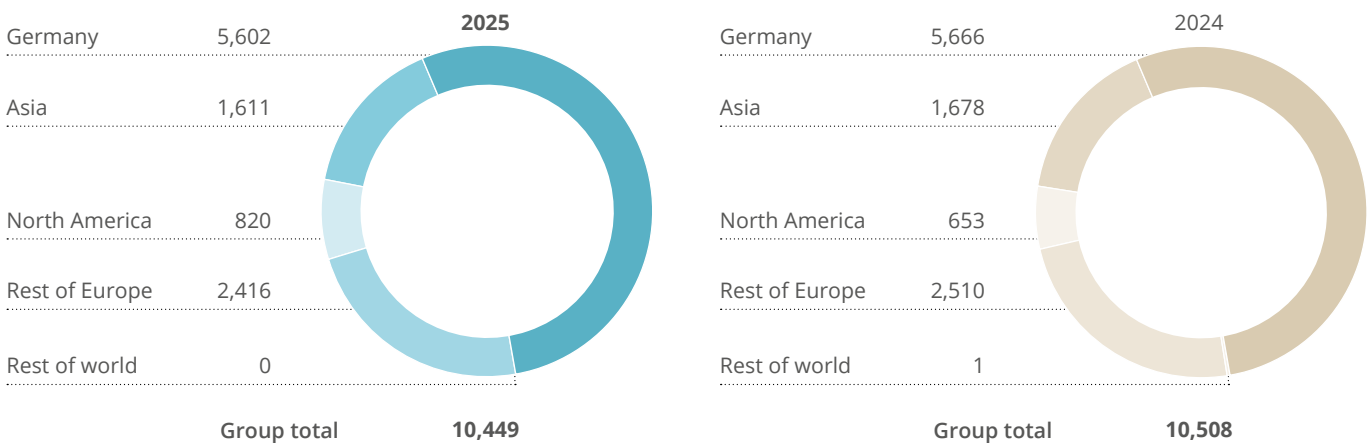
The Werhahn Group had an average of 10,449 employees during the year. This is 59 fewer employees than in 2024.

While only marginal changes occurred in the corporate divisions in 2025, mainly as a result of normal fluctuation, the Others segment recorded a significant decline in the average number of employees. This decline is attributable, on the one hand, to the discontinuation during the year of the activities of a credit comparison portal for the German automobile trade and, on the other hand, to the termination of the FiberLean Technologies business operations in the previous year.

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

| | Average 2025 | Average 2024 | Change |
|----------------------|-----------------|-----------------|------------|
| Building Materials | 4,658 | 4,687 | -29 |
| Consumer Goods | 4,403 | 4,403 | - |
| Financial Services | 1,207 | 1,172 | 35 |
| Others | 181 | 246 | -65 |
| Group total | 10,449 | 10,508 | -59 |
| Salaried employees | 5,345 | 5,377 | -32 |
| Industrial employees | 4,880 | 4,910 | -30 |
| Employees | 10,225 | 10,287 | -62 |
| Trainees | 224 | 221 | 3 |

An average of 5,602 employees, or around 54% of the Werhahn Group's workforce (previous year: 54%), were employed in Germany.



With their dedication, expertise, and commitment to the company, the employees of the Werhahn Group form the foundation for the company's long-term success. Accordingly, in 2025, as part of a forward-looking approach to personnel planning, the focus remained on the continuous training and education of employees, the targeted promotion of top performers, and the recruitment and retention of talent.

Given the ongoing, cross-sector shortage of skilled labor, the Werhahn Group implemented targeted measures to attract young talent, young professionals and experienced technical specialists and managers. Recruitment focused in particular on digital recruiting platforms, professional careers websites and social media channels. The business units also relied on formats that facilitate personal contact, including careers fairs, cooperation with universities, excursions and business-talk rounds. At the Familienunternehmen (family businesses) career day, a well-established event for career starters and young professionals, representatives of the business units and head office once again presented themselves jointly as the Werhahn Group.

In addition, the individual business units made use of specific employer-branding and digital recruiting initiatives in order to further develop their employer brand in a targeted way.

Concepts based on recruiting employees at the earliest possible stage likewise remained a focus in the reporting period. To this end, the business units used a broad spectrum of measures, including the form of training, dual study programs, internships, supervision of bachelor's and master's theses, and trainee programs.

Employee development remains a priority in a dynamically changing environment. In the reporting year, the Werhahn Group continued to prepare its workforce for changed or new requirements through targeted measures. In addition to product, subject area and technology-related training, the focus was on young-talent programs and modular management development programs. Employees were able to choose from a wide range of certified professional development courses and a large number of training options, some of them digital. Programs of this kind enhance the Werhahn Group's attractiveness as an employer, both externally and internally, and in this way also strengthen employee retention.

The Werhahn Excellence Program once again made a major contribution to this, offering a broad range of training for all Group employees in Germany in the form of face-to-face and virtual seminar formats. In addition to classic topics such as leadership, project management and communication, modern AI training for beginners and advanced users was also offered.

Risk Report

The actions of the Werhahn Group are geared toward achieving sustainable profitable growth, an appropriate degree of risk diversification, and thereby maintaining and increasing its enterprise value. Due to its diversified structure across industries and regions, the Werhahn Group is exposed to a variety 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 further compliance activities, forms an integral part of corporate management and strategy as well as corporate governance within the Werhahn Group.

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, specific and significant risks are intended to be identified at an early stage, appropriately assessed, and effectively and efficiently managed, over and above ongoing monitoring in day-to-day business. Risks are defined as all events and potential developments that may impair the achievement of corporate objectives, as well as unused development opportunities and opportunities that may affect earnings or liquidity. The assessment of the probability of occurrence and the extent of future events and developments is, by nature, 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, central functions such as Internal Audit and the Compliance Committee are integrated into risk management in order to ensure efficient risk management throughout the Werhahn Group. The risk management system concept was routinely validated in the business year, and the reporting format was slightly adjusted.

Organization of risk management

Risk management spans the entire Werhahn Group. It follows a uniform structural model and process. The central departments and business units are responsible for implementing individually applicable rules and regulations. The financial services companies also take into account the Minimum Requirements for Risk Management (MaRisk) published by the German Federal Financial Supervisory Authority (BaFin).

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 procedures for dealing 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, each of which is subdivided into additional risk types. The aim is to identify risks and take counter-measures in order to prevent severe economic burdens or even threats to the continued existence of the Werhahn Group. For this purpose, risk-bearing capacity is calculated in terms of equity and liquidity and compared against quantified risks. This takes into account risks where the potential loss exceeds the materiality thresholds defined for the individual business units. These thresholds are set individually and validated annually. In addition, reputational risks are considered as a non-quantitative risk.

The decentralized **compliance management systems** of the Werhahn Group companies are managed and monitored by the respective compliance officers. Together with the compliance officer of Wilh. Werhahn KG, the compliance officers in the business units further develop compliance standards and monitor the implementation of measures in their respective areas of responsibility. Meetings of the Werhahn Group Compliance Committee are also held several times a year, attended by the responsible Management Board member of Wilh. Werhahn KG. The Werhahn Group Compliance Committee coordinates Group-wide activities to ensure adherence to laws and other rules as well as to self-imposed guiding principles under the Group-wide Code of Conduct. Current compliance incidents and new legislative developments are regular topics at these meetings. The Code of Conduct is supplemented, among other things, by a separate antitrust-law guideline. E-learning courses on the Code of Conduct and on other compliance-related topics are offered and conducted on a regular basis. Employees, customers, and the public can report compliance incidents free of charge and anonymously worldwide, whether by post, email, phone, or through the online whistleblower system, which is available in 15 languages.

As additional risk management functions, the central **Internal Audit department** and the internal audit departments of the financial services providers monitor compliance with legal requirements and internal guidelines by means of independent audits. These audits also assess the business processes and internal control system of the audited companies. Depending on the need in each case, the scope of the audits includes assessment of the appropriateness and effectiveness of the implemented processes and systems. Internal Audit carries out its reviews on the basis of a risk-oriented audit approach in which the scope of audit procedures depends on the risk assessment of the respective audit area.

At one meeting, the **Supervisory Board** deals in depth with the risk management system and risk assessment.

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 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 valuation-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. Potential reputational damage is also considered.

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.

| | | | | | | |
|--|----------|---------|----------|-----------|-----------|-------|
| 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 customer 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 competition. 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, thereby limiting business expansion or giving rise to additional costs. The other business units are also exposed to the risk of customer insolvency. 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 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 cyberattacks, 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 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. 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 through comprehensive liquidity and risk management defined by banking supervisory law, by reviewing and hedging refinancing conditions and types, and by 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. Interest-rate risks also arise in the context of the Group-wide refinancing of other business units by the central Corporate Treasury department.

ESG, legal and compliance risks

This category encompasses risks in the areas of ESG, 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 or the loss of access to assets. 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 purchase and sales financing.

Overall risk assessment

Compared with the previous year, the overall risk for the Werhahn Group increased, particularly due to the higher risk exposure in the Bank11 and Aggregates business units.

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. For the effects of the war in Iran, please refer to the comments in the outlook report.

Based on current information, with overall risk above the prior-year level but adequate and improved 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. In the Group-wide view, these risks fall only 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 an essential part of the Werhahn Group's corporate culture. All companies belonging to the Group regard it as their duty to comply with environmental, social, and ethical standards. They strive to conserve resources, avoid environmental harm, and assume social responsibility. Overall, the Werhahn Group positions itself as a responsible company that systematically combines sustainability and economic success, thereby remaining competitive over the long term.

As part of the EU Omnibus procedure, an initiative aimed at reducing bureaucracy, 2025 was shaped by far-reaching regulatory and strategic changes. The EU Omnibus procedure included a two-year postponement of sustainability reporting obligations for the Werhahn Group and the objective of making sustainability reporting more efficient and simpler. On this basis, the Werhahn Group is nevertheless pressing ahead, in particular, with the implementation of the requirements of the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS). This requires not only the Group-wide use of IT and reporting systems, but also the harmonization of data flows and processes across all business units. At the same time, efforts are being made to further strengthen the integration of sustainability and economic efficiency – for example through the development of an overarching ESG target concept that combines strategic management and operational implementation with economic benefit. Key milestones along this path include the consistent consideration of CO₂ effects in investment activity, the implementation of ESG software as a Group-wide sustainability management tool, and the performance of climate-risk analyses for selected Werhahn Group sites. This also includes preparing for reporting under the provisions of the EU Taxonomy Regulation that are expected to apply. At the same time, the workforce must be made aware of the new requirements and trained accordingly in order to anchor a sustainable corporate culture.

The processes initiated in the reporting year must be continued consistently in 2026. The focus will be on further digitalizing and automating sustainability reporting so that regulatory requirements can be met efficiently and transparently. ESG criteria will also be integrated more deeply into strategic management and risk management so that sustainability becomes a fixed component of all business decisions. Group-wide use of the ESG software will make it possible to create greater transparency and visibility through more precise recording and management of sustainability indicators. In addition, the Werhahn Group will intensify cooperation with responsible suppliers and partners in order to ensure environmental and social standards throughout the value chain.

Outlook and Opportunities Report

Macroeconomic outlook

According to the IMF, the global economy will remain on a path of moderate growth. In its forecast published in January 2026, the IMF expects global real GDP to increase by 3.3% again this year. The IMF assumes that massive investment in artificial intelligence and related infrastructure spending will more than offset the negative economic effects of US tariffs. It also believes that global supply chains have adapted more quickly than expected to new trade-policy realities. In the IMF's view, India, with expected growth of 7.3%, and China, with projected growth of 4.5%, will remain the main growth drivers. The US economy is expected to grow by 2.4%, thus more strongly than in the previous year. The IMF nevertheless emphasizes that the risk of trade conflicts remains high. Given geopolitical tensions and the political situation in the United States, new tariff conflicts could flare up at any time.

In the euro area, the IMF expects GDP to increase by 1.3%. Ongoing trade tensions and geopolitical risks could depress both demand and investment. The experts particularly expect strong growth in Spain and Ireland. Germany, however, is expected to underperform, along with Italy and France. For Germany, the IMF forecasts growth of 1.1%. In its annual economic report published at the end of January 2026, the German federal government formulated a growth target of 1.0%, after previously still considering growth of 1.3% possible in the preceding months. In its Germany forecast for 2026, the German Federal Bank expects only around 0.6%. The federal government views domestic demand as the main driver of the economy in Germany this year. Continued real wage gains and government relief measures are increasing disposable income for private households and thereby strengthening the consumer climate. According to the federal government, investment is also expected to rise again in 2026 after several years of decline. Equipment investment in particular is benefiting from higher defense and infrastructure spending. According to the annual economic report, foreign trade remains the weak point, as it is once again expected to make a negative contribution to growth despite robust demand from the EU internal market. The reasons are weaker international demand, the continuing risk of higher US tariffs, and increasing competitive pressure from China.

According to the IMF, prices in the euro area will rise more slowly in 2026 than in the previous year. An increase of 1.9% is expected, slightly below the ECB's target of 2%. In Germany, according to the German Federal Bank, the decline in inflation will be more stubborn than originally anticipated. Strong wage increases and less pronounced declines in energy prices mean that overall prices would still rise by 2.2% in 2026.

The war in Iran, which has continued since the end of February 2026, is likely to have significant consequences for the global economy. In particular, the costs of energy and petroleum-based inputs are expected to rise. According to economic experts at the ifo Institute, permanently high energy prices could reduce global economic growth by 0.2 percentage points. Should the war continue for a longer period, inflation in the euro area is also likely to rise. Initial strains are already becoming visible in global supply chains.

Opportunities for future growth

The Werhahn Group is committed to maintaining and increasing the company's value and attractiveness for future generations. In order to safeguard the Group's long-term success, it is important to identify innovations and high-performing employees at an early stage and promote them in a targeted way, to ensure adequate Group liquidity, and to establish and maintain an appropriate level of profitability in the business units. The diversity of the business units' activities provides risk balancing, opens up opportunities in different sectors of the economy, and contributes to the stability of the Group.

A key issue for the future is the further development of business models and product ranges and the tapping of additional market potential in order to achieve sustainable and profitable growth. The Werhahn Group continues to see potential in digitally reaching customer groups, in the efficient design of production, sales, procurement, and other business processes, and in the use of large volumes of data with digital tools and instruments and artificial intelligence.

The commitment to making business activities more sustainable, as described in the section on sustainability, is also a key factor for long-term value growth. At the level of the business units, the reduction of CO₂ emissions in particular also gives rise to economic opportunities.

For the Aggregates business unit, the poor condition of large parts of Germany's road and rail network and rising traffic volumes continue to offer the opportunity that the federal government, the states, and municipalities will make additional investment in transport infrastructure. Opportunities may arise in particular from the special infrastructure and climate-neutrality fund and from subsidies related to increased carbon pricing under the Fuel Emissions Trading Act. Additional opportunities lie in growth in foreign markets.

As general building construction recovers, the Slate business unit has opportunities, given its available resources and expandable production capacities, to generate further increases in sales and revenues.

For the Consumer Goods division, opportunities arise in particular from favourable exchange rate developments. Additional opportunities exist if the currently restrictive consumer climate recovers and the division reaches further markets and customers through new business areas and product innovations. There is also potential in optimizing brands, product assortments, and costs.

The Financial Services division pursues continuous efficiency improvements in contract processing. In doing so, it increasingly relies on digital processes and automated process handling. Should insolvencies and bad debts be lower than expected, risk provisioning will be lower than forecast. An established and continuously refined risk management system is particularly helpful in further developing scorecards, which form an important basis for credit decisions. Additional opportunities exist in an interest margin above expectations and in stronger-than-expected sales of insurance products.

Further opportunities lie in the improved performance of the fund portfolio.

Outlook 2026

Despite the persistently challenging macroeconomic environment, the Werhahn Group, based on current assessments, expects net sales for 2026 to be slightly above the prior-year level. Operating result and earnings before tax are expected to improve substantially. This is attributable, on the one hand, to the absence of burdens from efficiency measures, the absence of inventory adjustments, and the effect of the transformation projects that have been initiated, especially in the Zwilling Kitchenware and abcfinance business units. On the other hand, a significant expansion of net interest income in the Bank11 business unit and lower risk provisioning in the Financial Services division are expected to contribute to this development. The other business units are expected to achieve operating results at the 2025 level.

The assessment of the expected development of the Werhahn Group described above, which is based on planning from December 2025, was made before the outbreak of the war in Iran and under conditions of heightened forecasting uncertainty due to volatile and difficult-to-assess political and macroeconomic circumstances.

Current developments in connection with the war in Iran and in the Gulf are causing disruptions in the crude oil, gas, and fertilizer markets and are increasing uncertainty among consumers and industry worldwide. For the companies of the Werhahn Group – especially if the crisis persists – there is a risk that higher energy costs and higher costs for petroleum-based inputs could weigh heavily on earnings performance in 2026. The same applies to any deterioration in the consumer climate and the related decline in demand, especially for products in the Consumer Goods division. In the Financial Services division, price increases and an economic slowdown could also place a heavier burden on consumers and on the business sector and, as a consequence, lead to higher credit risks and lower new business volumes.

Consolidated Financial Statements

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There may be slight rounding differences in the calculated figures.

Consolidated Balance Sheet

Assets

| in € thousand | Note | Dec. 31, 2025 | Dec. 31, 2024 |
|---|------|-------------------|-------------------|
| Intangible assets | | 83,825 | 91,557 |
| Tangible assets | | 968,618 | 966,638 |
| Financial assets | | 132,766 | 124,606 |
| Fixed assets excluding leasing assets from financial services | | 1,185,209 | 1,182,801 |
| Leasing assets from financial services | | 1,614,074 | 1,677,506 |
| Fixed assets | (1) | 2,799,283 | 2,860,307 |
| Accounts receivable from financial services | (2) | 9,973,315 | 9,493,591 |
| Inventories | (3) | 478,015 | 510,055 |
| Accounts receivable and other assets | (4) | 358,175 | 395,878 |
| Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks | (5) | 336,767 | 321,400 |
| Current assets | | 11,146,272 | 10,720,924 |
| Prepaid expenses | | 15,191 | 13,991 |
| Surplus from offsetting | | 180 | 117 |
| | | 13,960,926 | 13,595,339 |

Equity and liabilities

| in € thousand | Note | Dec. 31, 2025 | Dec. 31, 2024 |
|---|------|-------------------|-------------------|
| Capital shares of the limited partners | | 147,790 | 147,790 |
| Capital reserve | | 68,273 | 68,273 |
| Group profit carried forward | | 1,814,572 | 1,739,983 |
| Difference in equity from currency conversion | | -41,818 | -28,349 |
| Net profit | | 79,545 | 104,786 |
| Non-controlling interests | | 59,490 | 59,852 |
| Equity | (6) | 2,127,852 | 2,092,335 |
| Difference from capital consolidation | | 943 | 635 |
| Provisions | (7) | 492,356 | 501,830 |
| Liabilities from financial services | (8) | 10,831,592 | 10,410,691 |
| Liabilities | (9) | 490,854 | 565,770 |
| Outside capital | | 11,814,802 | 11,478,291 |
| Deferred income | | 2,181 | 2,846 |
| Deferred tax liabilities | (10) | 15,148 | 21,232 |
| | | 13,960,926 | 13,595,339 |

Consolidated Income Statement

| in € thousand | Note | 2025 | 2024 |
|--|------|------------------|------------------|
| Net sales | (11) | 4,786,616 | 4,824,795 |
| Increase or decrease in inventories of finished and unfinished goods | | -7,033 | -14,134 |
| Internally produced and capitalized assets | | 10,424 | 7,810 |
| Total operating performance | | 4,790,007 | 4,818,471 |
| Other operating income | (12) | 92,729 | 88,747 |
| Cost of materials | (13) | 2,693,071 | 2,756,276 |
| Personnel expenses | (14) | 687,537 | 673,690 |
| Amortization of intangible assets and depreciation of tangible assets | | 155,699 | 165,410 |
| Amortization and write-downs of leasing assets from financial services | | 541,622 | 535,388 |
| Other operating expenses | (15) | 683,947 | 604,892 |
| Investment income | (16) | 32,583 | 27,345 |
| Amortization and write-downs of financial assets | | 7,889 | 2,340 |
| Interest result | (17) | -3,373 | -14,792 |
| Earnings before tax | | 142,181 | 181,775 |
| Taxes on income and earnings | (18) | 44,882 | 57,065 |
| Earnings after tax/net income | | 97,299 | 124,710 |
| Profit attributable to non-controlling interests | | 17,754 | 19,924 |
| Net profit | | 79,545 | 104,786 |

Statement of Changes in Fixed Assets

| in € thousand | Purchase and manufacturing costs | | | | | Reclassifications | Balance Dec. 31, 2025 |
|---|----------------------------------|--|---------------------|------------------|------------------------------------|-------------------|-----------------------------|
| | Balance Jan. 1, 2025 | Changes in the basis of consoli- dation | Additions | Disposals | Currency translation effects | | |
| Internally generated commercial trademarks and similar rights and assets | 25,997 | - | 7,341 | 1,304 | - | -54 | 31,980 |
| Concessions acquired against payment, commercial trademarks and similar rights and assets as well as licenses to such rights and assets | 220,258 | - | 8,141 | 26,325 | -2,130 | 7,648 | 207,592 |
| Goodwill | 156,169 | - | 8,141 | 6,612 | -1,553 | - | 156,144 |
| Prepayments | 7,893 | - | 2,419 | 33 | -23 | -7,277 | 2,979 |
| Intangible assets | 410,317 | - | 26,042 | 34,275 | -3,705 | 317 | 398,695 |
| Land, land rights and buildings including buildings on third-party land | 1,125,603 | 5,513 | 18,103 | 20,195 | -6,047 | 14,078 | 1,137,054 |
| Technical facilities and machinery | 1,397,274 | - | 24,621 | 24,322 | 3,698 | 30,123 | 1,431,395 |
| Other facilities, operating and business equipment | 552,955 | - | 41,520 | 30,583 | -2,049 | 11,349 | 573,191 |
| Prepayments and facilities under construction | 80,668 | - | 50,678 | 452 | -418 | -55,867 | 74,608 |
| Tangible assets | 3,156,499 | 5,513 | 134,921 | 75,552 | -4,817 | -317 | 3,216,248 |
| Interests in affiliated companies | 72,623 | -771 | 6,303 | 7,090 | -270 | - | 70,796 |
| Interests in associated at-equity companies | 39,205 | 196 ¹ | 10,597 ¹ | 294 ¹ | - | - | 49,703 |
| Interests in other associated companies and other equity interests | 111,509 | -34 | 7,676 | 5,182 | - | - | 113,969 |
| Loans to affiliated companies | 309 | -171 | 15 | - | - | - | 153 |
| Loans to companies in which a participating interest is held | 256 | - | - | - | - | - | 256 |
| Other loans | 1,498 | - | 3 | 1 | - | - | 1,500 |
| Financial assets | 225,400 | -780 | 24,594 | 12,567 | -270 | - | 236,378 |
| Fixed assets excluding leasing assets from financial services | 3,792,215 | 4,734 | 185,557 | 122,394 | -8,792 | - | 3,851,321 |
| Leasing assets from financial services | 3,058,195 | - | 600,496 | 643,070 | - | - | 3,015,621 |
| Fixed assets | 6,850,411 | 4,734 | 786,053 | 765,464 | -8,792 | - | 6,866,942 |

¹ Thereof from equity-method measurement

145 1,097 294

Accumulated depreciation and amortization

Book value

| Balance Jan. 1, 2025 | Changes in the basis of consoli- dation | | | | | | Reclassifi- cations | Balance Dec. 31, 2025 | Book value | |
|----------------------------|--|------------------|---------------|-----------|------------------------------------|-----------------------------|------------------------|-----------------------------|-----------------------------|--|
| | | Additions | Write- ups | Disposals | Currency translation effects | Balance Dec. 31, 2025 | | | Balance Dec. 31, 2024 | |
| 15,268 | - | 3,327 | - | 1,304 | - | -30 | 17,261 | 14,719 | 10,729 | |
| 181,654 | - | 17,274 | - | 25,719 | -1,434 | 30 | 171,804 | 35,789 | 38,604 | |
| 121,837 | - | 12,216 | - | 6,612 | -1,635 | - | 125,806 | 30,338 | 34,331 | |
| - | - | - | - | - | - | - | - | 2,979 | 7,893 | |
| 318,759 | - | 32,816 | - | 33,636 | -3,069 | - | 314,871 | 83,825 | 91,557 | |
| 607,620 | 104 | 26,252 | 116 | 12,946 | -2,363 | 898 | 619,449 | 517,605 | 517,983 | |
| 1,162,083 | - | 50,324 | - | 23,499 | 3,167 | - | 1,192,075 | 239,320 | 235,191 | |
| 419,731 | - | 46,306 | - | 28,005 | -1,455 | -898 | 435,680 | 137,511 | 133,224 | |
| 428 | - | - | - | 1 | - | - | 427 | 74,182 | 80,240 | |
| 2,189,862 | 104 | 122,882 | 116 | 64,451 | -651 | - | 2,247,630 | 968,618 | 966,638 | |
| 65,562 | - | 4,480 | - | 5,071 | - | - | 64,970 | 5,826 | 7,061 | |
| 16,086 | - | 126 ¹ | - | - | - | - | 16,212 | 33,491 | 23,119 | |
| 19,012 | - | 3,283 | - | - | - | - | 22,295 | 91,674 | 92,497 | |
| - | - | - | - | - | - | - | - | 153 | 309 | |
| - | - | - | - | - | - | - | - | 256 | 256 | |
| 134 | - | - | - | - | - | - | 134 | 1,366 | 1,364 | |
| 100,794 | - | 7,889 | - | 5,071 | - | - | 103,611 | 132,766 | 124,606 | |
| 2,609,415 | 104 | 163,588 | 116 | 103,158 | -3,720 | - | 2,666,112 | 1,185,209 | 1,182,801 | |
| 1,380,689 | - | 541,622 | - | 520,764 | - | - | 1,401,547 | 1,614,074 | 1,677,506 | |
| 3,990,104 | 104 | 705,210 | 116 | 623,922 | -3,720 | - | 4,067,659 | 2,799,283 | 2,860,307 | |

Consolidated Cash Flow Statement

| in € thousand | 2025 | 2024 |
|--|----------------|----------------|
| Result for the reporting period (Consolidated net profit including non-controlling interests) | 97,299 | 124,710 |
| +/- Depreciation, amortization and write-downs of fixed assets/reversals of write-downs of fixed assets (excluding leasing assets from financial services) | 163,472 | 167,356 |
| +/- Increase/decrease in provisions | -4,530 | -4,221 |
| +/- Other non-cash expenses/income | -13,265 | -11,936 |
| -/+ Increase/decrease in inventories, trade receivables and other assets not related to investing or financing activities | 67,386 | 10,360 |
| +/- Increase/decrease in trade payables and other liabilities not related to investing or financing activities | -11,064 | 30,810 |
| -/+ Gain/loss from disposal of fixed assets | -3,329 | -2,670 |
| +/- Interest expenses/income | 3,373 | 14,792 |
| + Interest received (operating activities and cash funds) | 6,255 | 4,753 |
| - Interest paid (operating activities and cash funds) | -13,950 | -20,752 |
| - Other investment income | -32,583 | -27,345 |
| +/- Income tax expenses/income | 44,882 | 57,065 |
| -/+ Income taxes paid | -61,834 | -38,018 |
| +/- Expenses/income of exceptional size or incidence | 25,466 | 4,023 |
| + Proceeds related to income of exceptional size or incidence | - | 17,177 |
| - Payments related to expenses of exceptional size or incidence | -9,699 | -4,000 |
| + Proceeds from subsidies/grants (operating activities) | 5,730 | 5,907 |
| +/- Amortization and write-downs of leasing assets/reversals of write-downs of leasing assets | 541,622 | 535,388 |
| + Proceeds from disposals of leasing assets | 122,306 | 134,513 |
| - Payments to acquire leasing assets | -599,118 | -641,935 |
| +/- Interest expenses/income from financial services | -121,077 | -77,487 |
| + Interest received from financial services | 517,067 | 465,530 |
| - Interest paid from financial services | -415,041 | -402,140 |
| -/+ Increase/decrease in accounts receivable from customers from financial services | -205,438 | -277,392 |
| -/+ Increase/decrease in accounts receivable from banks from financial services | -272,543 | 404,691 |
| +/- Increase/decrease in liabilities to customers from financial services | -215,563 | 34,783 |
| +/- Increase/decrease in liabilities to banks from financial services | 378,777 | -706,279 |
| +/- Increase/decrease in bonds from financial services | 279,066 | 622,102 |
| +/- Increase/decrease in other liabilities from financial services | -4,071 | -2,746 |
| Cash flow from operating activities | 269,596 | 417,039 |

| in € thousand | 2025 | 2024 |
|---|-----------------|-----------------|
| + Proceeds from disposals of intangible fixed assets | 556 | 439 |
| - Payments to acquire intangible fixed assets | -17,901 | -18,196 |
| + Proceeds from disposals of tangible fixed assets | 14,504 | 7,806 |
| - Payments to acquire tangible fixed assets | -135,794 | -135,430 |
| + Proceeds from disposals of long-term financial assets | 5,897 | 1,980 |
| - Payments to acquire long-term financial assets | -20,475 | -15,732 |
| + Proceeds from disposals of entities included in the basis of consolidation | - | 4,948 |
| - Payments to acquire entities included in the basis of consolidation | -926 | -2,702 |
| + Dividends received | 34,451 | 30,469 |
| + Proceeds from subsidies/grants (investing activities) | 873 | 885 |
| Cash flow from investing activities | -118,815 | -125,533 |
| - Payments from capital decrease to minority shareholders | -2,003 | - |
| +/- Proceeds from the issuance of bonds and from borrowings/cash repayments of bonds and borrowings | -995 | 6,396 |
| - Interest paid (financing activities) | -1,115 | -578 |
| - Dividends paid to shareholders of the parent entity | -55,805 | -11,084 |
| - Dividends paid to minority shareholders | -17,547 | -17,394 |
| Cash flow from financing activities | -77,465 | -22,660 |
| Net change in cash funds | 73,316 | 268,846 |
| +/- Effect on cash funds of exchange rate movements and remeasurements | -815 | -662 |
| +/- Effect on cash funds of changes in the basis of consolidation | 579 | 43 |
| + Cash funds at beginning of period | 100,239 | -167,988 |
| Cash funds at end of period | 173,319 | 100,239 |

Cash funds are composed of the following items:

| in € thousand | 2025 | 2024 |
|--|----------------|----------------|
| Cash on hand, cash deposited with the German Federal Bank, bank deposits and checks | 336,767 | 321,400 |
| Liabilities to banks payable on demand and other short-term loans that are part of the disposition of liquid funds | -163,448 | -221,161 |
| Cash funds at end of period | 173,319 | 100,239 |

Statement of Changes in Equity

Parent company

| in € thousand | Capital shares of the limited partners | Capital reserve | Group profit carried forward | Difference in equity from currency conversion | Net profit |
|---|--|-----------------|---------------------------------|--|----------------|
| Balance as of Jan. 1, 2025 | 147,790 | 68,273 | 1,739,983 | -28,349 | 104,786 |
| Capital decrease | - | - | - | - | - |
| Distribution | - | - | -30,504 | - | - |
| Currency conversion | - | - | - | -13,469 | - |
| Transfers to/withdrawals from reserves | - | - | 104,786 | - | -104,786 |
| Other changes | - | - | -2 | - | - |
| Changes in the basis of consolidation | - | - | 309 | - | - |
| Net income | - | - | - | - | 79,545 |
| Balance as of Dec. 31, 2025 | 147,790 | 68,273 | 1,814,572 | -41,818 | 79,545 |

Non-controlling interests

| Equity attributable to non-controlling interests | Difference in equity from currency con- version attributable to non-controlling interests | Profit attributable to non-controlling interests | Total Group equity |
|--|---|--|--------------------|
| 38,307 | 1,621 | 19,924 | 2,092,335 |
| -2,003 | - | - | -2,003 |
| -17,379 | - | - | -47,883 |
| - | -1,925 | - | -15,394 |
| 19,924 | - | -19,924 | - |
| 2,752 | - | - | 2,750 |
| 439 | - | - | 748 |
| - | - | 17,754 | 97,299 |
| 42,040 | -304 | 17,754 | 2,127,852 |

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 in the balance sheet and the income statement have been summarized and explained in the notes. In addition, as in previous years, the balance sheet has been expanded to include separate items relating to the financial services business.

Basis of consolidation

All participations are listed on pages 98 to 107. The Consolidated Financial Statements as of December 31, 2025 include all the companies shown under **1. Consolidated affiliated companies**. In addition to Wilh. Werhahn KG, the basis of consolidation comprises 96 companies in Germany (previous year: 97) and 49 companies abroad (previous year: 49). Three companies were included for the first time in the reporting year. One company was newly founded, and two former non-consolidated affiliated companies were included in the basis of consolidation in the current year, as they exceeded the threshold for full consolidation. All four disposals during the reporting year were merged with consolidated affiliated companies, meaning that their assets did not leave the basis of consolidation.

Pursuant to section 296, paragraph 2 of the HGB, 62 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 15 companies listed under **2. Associated at-equity companies** are accounted for 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 of 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 |
| abcfinance business unit | 3 years | Based on the average term of lease agreements and customer relationships |

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.

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 equity method accounting amounted to €108 thousand as of the closing date. There were positive differences of €7,730 thousand and negative differences of €-4,414 thousand between the book values of the participations and the proportional equity of the associated at-equity companies.

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 country with a highly inflationary economy. 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:

| 1 € = | Average rate | | Closing rate | |
|------------------|--------------|----------|--------------|----------|
| | 2025 | 2024 | 2025 | 2024 |
| US dollar | 1.1296 | 1.0821 | 1.1750 | 1.0389 |
| Canadian dollar | 1.5782 | 1.4818 | 1.6088 | 1.4948 |
| Polish zloty | 4.2395 | 4.3054 | 4.2210 | 4.2750 |
| Chinese renminbi | 8.1165 | 7.7859 | 8.2262 | 7.5833 |
| Japanese yen | 168.9780 | 163.8383 | 184.0900 | 163.0600 |

Exemption from disclosure requirements

For the following subsidiaries, use is made of the exemption resulting from inclusion in the Consolidated Financial Statements pursuant to section 264, paragraph 3 of the HGB in conjunction with section 264, paragraph 4 of the HGB:

- 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, Mayen²
- Werhahn Beteiligungs- und Projektgesellschaft mbH, Neuss
- Werhahn International Schiefer GmbH, Mayen²
- 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 pro-

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

portion of the 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, write-ups are recognized up to the amount of the amortized acquisition cost. The manufacturing costs of tangible assets include direct material and production costs and an appropriate proportion of the necessary overheads and depreciation of fixed assets. Borrowing costs are not taken into account.

Interests in unconsolidated affiliated companies, other associated companies and other participations are measured at acquisition cost or the lower carried-forward book values. Material interests in **associated companies** are included at equity in the Consolidated Financial Statements, using the book value method. **Loans** are recognized at nominal value or at the lower present value. **Securities held as fixed assets** are carried at acquisition cost. If they are expected to be permanently impaired, they are written down to the lower fair value.

Leasing assets from financial services are recognized at acquisition cost less scheduled and unscheduled depreciation and write-downs. Leasing assets are depreciated on a straight-line basis over their usual useful life. Additional write-downs are recognized where the carrying amount of the leasing assets is no longer covered by the present value of the outstanding payments under the lease agreement and contracts can therefore no longer be settled without a loss. Leasing assets from impaired contracts are also subject to unscheduled write-downs.

Receivables from financial services are generally recognized at their nominal value. The hire-purchase receivables included in this item are recognized at their present value. Discounting is carried out using the annuity method at the external interest rate applicable to the individual contract.

Risk-bearing **receivables from leasing and hire-purchase business** are written down to the lower fair value, taking into account existing collateral, particularly estimated realization proceeds. General valuation allowances (GVA) are recognized for latent risks in the remaining leasing and hire-purchase receivables that are not individually impaired. The calculation is based on the simplified method under IDW RS BFA 7. Accordingly, the 12-month probability of default may be used for lending transactions (without taking account of risk premiums), provided an appropriate balance between risk premium and expected loss can be assumed at the time the loan is granted and there has been no

significant increase in counterparty default risk as of the closing date. In accordance with this method, GVA are initially determined on the basis of a 12-month period (stage 1). The calculation uses probabilities of default (PD), loss given default (LGD) and exposure at default (EAD). If the probability of default has increased significantly, GVA are determined using the remaining term of the receivable (stage 2).

In the case of **receivables from banking business**, existing acute and latent credit risks are covered by recognizing generalized individual valuation allowances. These valuation allowances in lending business are generally determined on a portfolio basis using empirically estimated risk parameters in accordance with IDW RS BFA 7. The same parameters as those used for receivables from leasing and hire-purchase business are estimated for each portfolio. For purposes of measuring risk provisioning, probabilities of default with a time horizon of 12 months (cash loans) or 48 months (vehicle loans) are used. Because generalized individual valuation allowances are recognized, no additional general valuation allowances are recognized for receivables from banking business in accordance with paragraph 10 of IDW RS BFA 7.

Credit risks in **receivables from factoring business** are accounted for through individual and general valuation allowances.

In **inventories**, raw materials and supplies and merchandise are measured at acquisition or manufacturing cost. Finished and unfinished goods are measured at manufacturing cost. Manufacturing cost comprises direct material and production costs and the special direct production costs. In addition, an appropriate share of material and production overheads and of depreciation of fixed assets, where caused by the manufacture of the asset, is included. Inventory risks arising from length of storage and diminished usability are taken into account through appropriate valuation allowances. Loss-free valuation is taken into account. Prepayments are recognized at face value.

Accounts receivable and **other assets** are shown at their respective face values. Allowances have been recognized for potential risks through individual write-downs and general valuation allowances. Long-term foreign-currency receivables 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 tax carrying amount of a consolidated affiliated company or of an associated company accounted for using the equity method and the commercial carrying amount 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 9.0% to 34.5%. For companies domiciled in Germany, the step-by-step reduction in the corporation tax rate from the current 15% to 10% by 2032 is taken into account.

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 7%, 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, for an assumed remaining maturity of 15 years. An interest rate of 2.06% was applied to measure pension provisions as of December 31, 2025. Effects from discounting pension provisions and from changes in the discount rate are recognized in the interest result. Where there are assets that are exempt from the claims of all other creditors and are used exclusively to meet pension obligations or comparable long-term obligations (cover assets), these are offset against the provisions. The fair value of the cover assets is determined using external valuation reports or market prices. Any resulting excess of assets is recognized as a surplus from offsetting.

The same valuation parameters are generally applied to **anniversary and partial retirement provisions** as for pension provisions, except for the discount rate. In the case of anniversary provisions, the average market interest rate of the last seven years of 2.21% is used, based on a forecast prepared in October 2025. The published interest rate as of December 31, 2025 was 2.22%. The resulting difference is immaterial. Partial-retirement provisions are discounted using maturity-specific interest rates, which vary depending on the remaining maturity of the individual obligations. These interest rates range from 1.81% to 1.88%.

The settlement amount of **provisions for restoration and recultivation obligations** is determined taking into account future cost developments. In order to estimate future cost increases appropriately, both short-term and long-term cost inflation rates are taken into account. Maturity-specific discount rates are applied.

Other provisions and **tax provisions** are measured in such a way that identifiable risks and uncertain obligations are adequately taken into account. Future price and cost increases are included where there is sufficient objective evidence that they will occur.

The separate item **liabilities from financial services** includes the liabilities of the financial services companies, including interest accrued up to the balance-sheet date, at the settlement amount. This item also includes deferrals arising from financial services business. These relate to special lease payments, contracts with high initial installments, or interest paid in advance for periods after the balance-sheet date. The corresponding income is recognized on a straight-line basis over the remaining term of the individual contracts.

Liabilities are recognized at their settlement amount. Long-term liabilities denominated in foreign currencies are translated at the exchange rate on initial recognition or, if less favorable, at the exchange rate on the balance-sheet date. Short-term liabilities in foreign currencies, by contrast, are generally translated at the mean spot exchange rate on the balance-sheet date. Prepayments received are recognized at face value.

Closing date of companies included in the Consolidated Financial Statements

The fully consolidated subsidiaries included in the Consolidated Financial Statements generally prepare their financial statements as of December 31. Exceptions are Tweezerman (India) Pvt. Ltd., Ital Beauty Nippers (India) Pvt. Ltd. and ZWILLING Kitchen India Pvt. Ltd., whose closing date is March 31. These companies are included in the Werhahn Group Consolidated Financial Statements on the basis of 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 and development of intangible assets, tangible assets, financial assets and leasing assets from financial services are shown on pages 74/75.

Research and development costs of €18,187 thousand were incurred in the business year. Of this amount, €7,341 thousand was capitalized as internally generated intangible assets.

Goodwill arises predominantly from capital consolidation.

Depreciation, amortization and write-downs include unscheduled write-downs of €80,792 thousand (previous year: €78,599 thousand). Of this amount, €70,223 thousand relates to leasing assets from financial services, €7,763 thousand to financial assets and €2,179 thousand to goodwill.

2 Accounts receivable from financial services

| in € thousand | Dec. 31, 2025 | thereof due in more than 1 year | Dec. 31, 2024 | thereof due in more than 1 year |
|---|---------------|---------------------------------------|---------------|---------------------------------------|
| Receivables from banks from financial services | 1,424,872 | 14,859 | 1,153,707 | 12,850 |
| Accounts receivable from banking business | 6,913,099 | 4,866,651 | 6,701,721 | 4,637,927 |
| Accounts receivable from factoring business | 294,656 | – | 304,480 | – |
| Hire-purchase receivables | 1,275,254 | 889,773 | 1,258,151 | 879,746 |
| Other accounts receivable from financial services | 63,597 | 7,908 | 71,286 | 9,832 |
| Deferrals | 1,837 | – | 4,246 | 1,838 |
| | 9,973,315 | | 9,493,591 | |

3 Inventories

| in € thousand | Dec. 31, 2025 | Dec. 31, 2024 |
|--------------------------------|----------------|----------------|
| Raw materials and supplies | 104,001 | 109,075 |
| Unfinished goods and services | 68,628 | 67,610 |
| Finished goods and merchandise | 301,689 | 330,882 |
| Prepayments | 3,697 | 2,488 |
| | 478,015 | 510,055 |

4 Accounts receivable and other assets

| in € thousand | Dec. 31, 2025 | thereof due in more than 1 year | Dec. 31, 2024 | thereof due in more than 1 year |
|--|----------------|---------------------------------------|----------------|---------------------------------------|
| Trade accounts receivable | 249,547 | 3 | 274,519 | 3 |
| Accounts receivable from affiliated companies | 4,952 | - | 4,557 | - |
| Accounts receivable from companies in which a participating interest is held | 23,908 | - | 27,282 | - |
| Other assets | 79,768 | 8,492 | 89,520 | 6,938 |
| | 358,175 | | 395,878 | |

Accounts receivable from affiliated companies of €1,671 thousand and receivables from companies in which a participating interest is held of €2,394 thousand are attributable to supply and service transactions.

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

Of cash on hand, cash deposited with the German Federal Bank, bank deposits and checks totaling €336,767 thousand, €1,813 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 €208,722 thousand.

6 Equity

Equity in the Consolidated Financial Statements comprises, in addition to the capital shares of the limited partners and the capital reserve of Wilh. Werhahn KG, the Group profit carried forward, the Group's net profit for the year and non-controlling interests in the equity of the subsidiaries included in the Consolidated Financial Statements. The Group profit carried forward is made up 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 €19,991 thousand and €-2,237 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 €14,719 thousand under German law and €4,724 thousand under local law.

7 Provisions

| in € thousand | Balance as of Jan. 1, 2025 | Used | Released | Addition | Other changes | Balance as of Dec. 31, 2025 |
|----------------------------------|-------------------------------|---------|----------|----------|------------------|--------------------------------|
| Pensions and similar obligations | 128,651 | 7,824 | 2,076 | 1,879 | -732 | 119,898 |
| Tax provisions | 34,126 | 25,988 | 955 | 10,929 | -176 | 17,936 |
| Other provisions | | | | | | |
| Personnel expenses | 98,706 | 74,210 | 7,517 | 91,196 | 48 | 108,223 |
| Restoration and recultivation | 107,932 | 1,801 | 7,660 | 5,396 | -3,056 | 100,811 |
| Outstanding and missing invoices | 35,312 | 29,330 | 2,458 | 39,391 | -1,250 | 41,665 |
| Discounts and bonuses | 35,707 | 28,969 | 1,096 | 35,311 | -1,027 | 39,926 |
| Sureties and guarantees | 15,237 | 1,643 | 2,258 | 4,539 | -252 | 15,623 |
| Miscellaneous other provisions | 46,159 | 25,392 | 4,943 | 32,499 | -49 | 48,274 |
| | 501,830 | 195,157 | 28,963 | 221,140 | -6,494 | 492,356 |

Assets to cover pensions and similar obligations with fair values totaling €231 thousand and €676 thousand were offset against pension provisions and provisions for personnel costs, respectively. The historical acquisition costs of the cover assets amount to €228 thousand and €957 thousand, respectively. Without offsetting, pension provisions would have totaled €120,129 thousand and the provisions for personnel costs €108,899 thousand.

As of the reporting date, the pension provisions calculated using the ten-year average interest rate were €1,880 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, 2025 | thereof due within 1 year | thereof due in more than 1 year |
|--|-------------------|---------------------------|---------------------------------|
| Bonds from financial services | 2,699,483 | 883,627 | 1,815,856 |
| Liabilities to banks from financial services | 1,567,213 | 1,027,713 | 539,500 |
| Liabilities to customers from financial services | 6,525,756 | 5,036,629 | 1,489,127 |
| Deferrals | 39,140 | 12,757 | 26,383 |
| | 10,831,592 | | |

| 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 | | |

Liabilities from financial services are used to refinance 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 maturity of more than five years amounted to €241,752 thousand (previous year: €353,923 thousand).

9 Liabilities

| in € thousand | Dec. 31, 2025 | thereof due within 1 year | thereof due in more than 1 year |
|---|-------------------------------|---------------------------|---------------------------------|
| Liabilities to banks | 177,429 | 163,525 | 13,904 |
| Payments received on account of orders | 6,940 | 6,940 | - |
| Trade accounts payable | 128,578 | 128,578 | - |
| Liabilities to affiliated companies | 6,851 | 6,851 | - |
| Liabilities to companies in which a participating interest is held | 58,444 | 53,885 | 4,559 |
| Liabilities to shareholders | 26,188 | 26,188 | - |
| Other liabilities (thereof from taxes) (thereof for social security payments) | 86,424 (47,572) (5,281) | 84,692 | 1,732 |
| | 490,854 | | |

| 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 (thereof from taxes) (thereof for social security payments) | 89,009 (58,022) (5,304) | 86,587 | 2,422 |
| | 565,770 | | |

As of the closing date, liabilities with a remaining maturity of more than five years amounted to €5,509 thousand (previous year: €7,604 thousand). For liabilities amounting to €18,015 thousand, security has been provided in the form of property liens, transfers of title by way of security, and other rights.

Liabilities to affiliated companies in the amount of €1,254 thousand and €8,602 thousand of the liabilities to companies in which a participating interest is held are due to supply and service transactions.

Liabilities to banks include short-term roll-over loans totaling €150 million that form part of a long-term committed credit line. This credit line may only be terminated unilaterally by the borrower.

10 Deferred tax liabilities

After offsetting against deferred tax assets, the Consolidated Financial Statements show a €15,148 thousand surplus of deferred tax liabilities, of which €3,251 thousand is attributable to the subsidiaries' single-entity financial statements. Deferred tax liabilities from consolidation adjustments also exceed deferred tax assets from consolidation adjustments.

Before offsetting, deferred tax assets amount to €14,114 thousand and deferred tax liabilities to €29,262 thousand. In the business year, deferred tax assets increased by €3,695 thousand, while deferred tax liabilities decreased by €2,389 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. Deferred taxes on loss carryovers are only included to a limited extent. Net asset positions of individual financial statements are not recognized.

Notes to the Income Statement

The income statement has been prepared using the total cost method.

11 Net sales

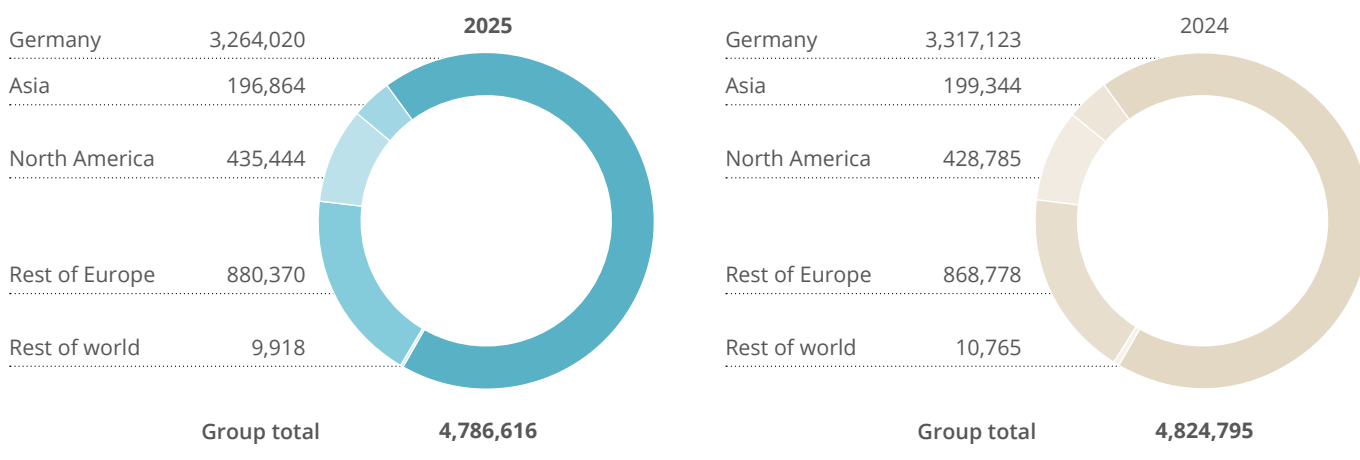
Net sales include revenues from the sale of products, less discounts and price reductions, as well as revenues from renting or leasing and from the provision of services. This item also includes sales from the banking and leasing business.

By corporate division

| in € thousand | 2025 | 2024 |
|--------------------|------------------|------------------|
| Building Materials | 1,743,415 | 1,781,848 |
| Consumer Goods | 969,376 | 937,671 |
| Financial Services | 2,049,745 | 2,071,644 |
| Others | 47,329 | 53,539 |
| Consolidation | -23,249 | -19,907 |
| | 4,786,616 | 4,824,795 |

By region

in € thousand



12 Other operating income

This item includes primarily non-periodic income from the release of provisions (€25,564 thousand), income from receipts on receivables previously written off (€10,201 thousand), income from reversals of valuation allowances (€7,198 thousand), gains on the disposal of fixed assets (€5,629 thousand), and write-ups of fixed and current assets (€119 thousand).

Other operating income also includes, among other things, exchange rate gains (€10,246 thousand; previous year: €7,085 thousand).

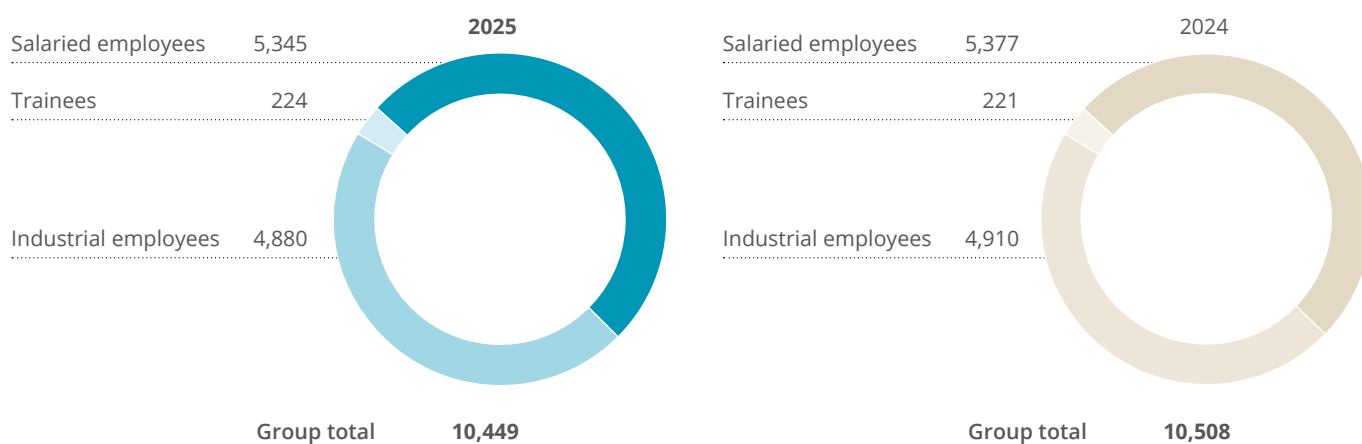
13 Cost of materials

Cost of materials amounted to €2,693,071 thousand (previous year: €2,756,276 thousand), of which €985,822 thousand (previous year: €979,619 thousand) related to raw materials, supplies, and merchandise and €532,152 thousand (previous year: €532,741 thousand) to purchased services. In addition, cost of materials includes, in particular, refinancing costs from the banking and leasing business, acquisition costs for hire-purchase items, disposed residual book values of sold leasing assets, and commissions from the banking and leasing business.

14 Personnel expenses

| in € thousand | 2025 | 2024 |
|---|----------------|----------------|
| Wages and salaries | 570,636 | 559,030 |
| Social security contributions and staff welfare costs | 114,582 | 110,398 |
| Pension costs | 2,319 | 4,262 |
| | 687,537 | 673,690 |

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



Total remuneration of the Management Board amounted to €7.3 million in the reporting year (previous year: €5.0 million). Remuneration of the Supervisory Board amounted to €0.9 million in the reporting year (previous year: €0.9 million). Provisions for pensions for former members of the Management Board and their surviving dependents amounted to €58.1 million (previous year: €61.3 million). Payments for remuneration and pensions to former members of the Management Board and their surviving dependents totaled €6.9 million (previous year: €5.0 million).

15 Other operating expenses

Other operating expenses include, among other things, external services (€171,782 thousand), expenses arising from write-downs on receivables (€145,980 thousand), maintenance expenses (€101,060 thousand), and marketing expenses (€64,112 thousand). In addition, rental and leasing expenses (€50,476 thousand), insurance expenses (€12,631 thousand), and exchange-rate losses (€9,377 thousand; previous year: €9,444 thousand) are included. Other taxes totaling €7,257 thousand (previous year: €9,752 thousand) are also recognized in other operating expenses.

Non-periodic expenses for write-downs on accounts receivables and other assets and for losses on the disposal of fixed assets totaled €148,460 thousand.

The total domestic fee incurred for the services of the group auditor, PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, amounted to €2,990 thousand in the reporting period. Of this amount, €2,790 thousand related to audit services, €180 thousand to other assurance services, and €20 thousand to miscellaneous services.

16 Investment income

This item includes net income from affiliated companies (€-496 thousand, previous year: €772 thousand), income from associated at-equity companies (€21,678 thousand, previous year: €21,297 thousand), and income from other associated companies and other participations (€11,401 thousand, previous year: €5,276 thousand).

Net income from associated at-equity companies generally corresponds to the Group's share of the annual profit or loss of these companies. This also includes the elimination of intercompany profits and losses.

17 Interest result

| in € thousand | 2025 | 2024 |
|--|-----------------|-----------------|
| Income from loans of financial assets (thereof from affiliated companies) | 487 (4) | 568 (23) |
| Other interest and similar income (thereof from affiliated companies) | 10,583 (235) | 9,146 (233) |
| Interest and similar expenses (thereof from affiliated companies) | 14,443 (134) | 24,506 (301) |
| | -3,373 | -14,792 |

The interest result includes expenses from the compounding of provisions amounting to €699 thousand (previous year: €1,977 thousand) and income from discounting of provisions amounting to €4,619 thousand (previous year: €4,256 thousand).

18 Taxes on income and earnings

Taxes on income and earnings consist mainly of domestic and foreign corporation tax as well as domestic trade tax. In addition, the item includes deferred tax income of €6,927 thousand (previous year: deferred tax expense of €1,989 thousand) and expenses resulting from the application of domestic and foreign minimum taxation laws of €58 thousand.

19 Income and expenses of exceptional size or incidence

Personnel expenses for the 2025 business year include expenses of exceptional size and incidence of €30,048 thousand attributable to personnel measures in the Zwilling Kitchenware and abcfinance business units. In connection with the personnel measures in the Zwilling Kitchenware business unit, other operating income also includes €4,582 thousand.

List of Shareholdings as of December 31, 2025

1. Consolidated affiliated companies

Building Materials

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 | Iffezheim | 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

| | 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 |
| ООО "Basalt" | St. Petersburg, Russian Federation | 100 |
| ООО "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 |
| Stephan Beratungs-GmbH | Linz am Rhein | 70 |
| 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 | Diedersdorf | 100 |
| TOV Vyrivskiy Karjer | Granitne, Ukraine | 100 |
| WAW Asphalt GmbH | Linz am Rhein | 100 |
| Werhahn & Nauen SE & Co. OHG | Neuss | 100 |
| Westdeutsche Grauwacke-Union Gesellschaft mit beschränkter Haftung | Linz am Rhein | 100 |
| Wm. Hilgers GmbH & Co. KG | Dortmund | 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 |
| Rathscheck France SNC | Couëron, France | 100 |
| Vierte Werhahn Projekte GmbH | Mayen | 100 |
| Werhahn International Schiefer GmbH | Mayen | 100 |

Consumer Goods

| Zwilling Kitchenware | Registered office | Share in % |
|---|-------------------------------|------------|
| ZWILLING J. A. Henckels Aktiengesellschaft | Solingen | 100 |
| BBQ Holding GmbH | Cologne | 100 |
| BBQ Rocket GmbH | Bergheim | 100 |
| 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" | Moskau, Russian Federation | 100 |
| Santos Frankfurt GmbH | Frankfurt am Main | 100 |
| Santos Grills GmbH | Cologne | 100 |
| 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 Europa 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 |

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 B.V. | 's-Hertogenbosch, Netherlands | 100 |
| abcfinance GmbH | Wien, 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 |
| Schneiderei 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 | |
| abcfinalab 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 |
| BATO Minerals AG | Basel, Switzerland | 50 |
| DAM Deutzer Asphaltmischwerke GmbH & Co. KG | Cologne | 60 |
| H&B Grundstoffen 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 % |
|--|----------------------------|---------------|
| abcfactoring GmbH | Cologne | 100 |
| 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. | Kiew, 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 |
| 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. | California, USA | 100 |
| LAJTA-KAVICS Bányászati Kft. | Darnózseli, Hungary | 100 |
| Mischwerke Lautzenbrücken Verwaltungsgesellschaft mbH | Lautzenbrücken | 100 |
| N 2 SRG GmbH | Linz am Rhein | 100 |

| | Registered office | Share in % |
|---|---------------------------------------|---------------|
| Norddeutsche Naturstein Rail GmbH | Flechtingen | 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 |
| 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 |
| 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 India Private Limited | Pune, India | 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 |
| DAM Deutzer Asphaltmischwerke Verwaltungs-GmbH | Cologne | 60 |
| H&B Grundstoffen 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 |
| Rheinische Provinzial-Basalt- und Lavawerke Verwaltungs-GmbH | Sinzig | 50 |
| SC Diabas Bata s.r.l. | Timisoara, Romania | 50 |
| 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 | -51 ⁴ |
| Asphalt-Mischwerke Eifel Verwaltungsgesellschaft mbH | Sinzig | 33 | 51 ⁴ | 2 ⁴ |
| Cuesta Casales S.L. | Leon, Spain | 20 | 6 ⁴ | 1 ⁴ |
| DEBUS Naturstein GmbH & Co. KG | Untersiemau | 49 | 1,924 ⁴ | 156 ⁴ |
| Debus Naturstein Verwaltungs-GmbH | Untersiemau | 49 | 29 ⁴ | 3 ⁴ |
| Escombrera Sobreido S.L. | Carballeda de Valdeorras, Spain | 22 | 107 ⁴ | 29 ⁴ |
| Hartsteinwerke Burgk GmbH & Co. KG | Schleiz | 27 | 4,942 ⁴ | 875 ⁴ |
| HWB Hartsteinwerke Burgk Verwaltungs-GmbH | Schleiz | 27 | 89 ⁴ | 5 ⁴ |
| ThyssenKrupp MillServices & Systems GmbH | Duisburg | 32 | 45,571 | 11,727 |

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 the Werhahn Group's cash funds changed during the reporting period through cash inflows and outflows. The minimum classification scheme has been expanded to include items relating to the financial services business.

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

A brief presentation of the cash flow statement is given below:

| in € thousand | 2025 | 2024 |
|-------------------------------------|---------------|----------------|
| Cash flow from operating activities | 269,596 | 417,039 |
| Cash flow from investing activities | -118,815 | -125,533 |
| Cash flow from financing activities | -77,465 | -22,660 |
| Net change in cash funds | 73,316 | 268,846 |
| Other changes in cash funds | -236 | -619 |
| Cash funds at beginning of period | 100,239 | -167,988 |
| Cash funds at end of period | 173,319 | 100,239 |

Other Information

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 valuation under IDW RS BFA 3 (revised).

By creating valuation units, changes in the value of underlying transactions and hedging instruments are not recognized by application of the net hedge presentation method. The effectiveness of the valuation units is assessed using the critical-terms-match method and is determined prospectively at each closing date. Derivative financial instruments are measured using the mark-to-market method.

Foreign-currency loans in local currency are granted to foreign subsidiaries for refinancing purposes. The currency risk from the Group's perspective that arises from payments of principal and interest is hedged using forward exchange contracts with a nominal volume of €143,480 thousand. The positive fair value amounts to €628 thousand and the negative fair value to €-515 thousand.

The regular procurement of goods in the course of ordinary business in foreign currency is planned with a certain buffer before the actual transaction. The net currency position resulting from these highly probable forecast transactions is likewise hedged against currency risk using portfolio hedges. At a nominal volume of €46,210 thousand, the positive fair value amounts to €154 thousand and the negative fair value to €-323 thousand.

Raw materials required for the production process for already contracted sales transactions are procured using forward supply contracts. To the extent that the supply contracts contain variable prices, commodity swaps are used to eliminate price risks from these transactions. These mainly comprise portfolio hedges with a nominal volume of €29,944 thousand and residual maturities of up to two years. The total negative fair value of these transactions amounts to €-2,759 thousand.

As part of management of the banking book, interest-rate swaps with a nominal volume of €2,603,402 thousand and interest-rate options with a nominal volume of €450,000 thousand have been entered into in order to hedge interest-rate risks and were taken into account in the loss-free valuation under IDW RS BFA 3 (revised). As of the closing date, there were no excess liabilities from transactions in interest-related financial instruments in the banking book that would have required the recognition of a provision for anticipated losses under section 340a of the HGB in conjunction with section 249(1) of the HGB. The positive fair values of the interest-rate swaps amount to €1,574 thousand and the negative fair values to €-15,690 thousand. The positive fair values of the interest-rate options amount to €549 thousand.

In addition, interest-rate swaps with a nominal volume of €2,857,247 thousand and back swaps with a nominal volume of €2,529,929 thousand are tied to securitization transactions. These swaps are likewise included in the loss-free valuation under IDW RS BFA 3 (revised).

The positive fair values of the interest-rate swaps from securitization transactions amount to €5,834 thousand and the negative fair values to €-12,875 thousand. As of the balance-sheet date, the back swaps showed positive fair values of €11,351 thousand and negative fair values of €-3,871 thousand.

Subsequent events

In March 2026, the majority of the shares in the building materials producer Grandemar S.A., headquartered in Cluj-Napoca, Romania, were acquired. The company owns several quarries in central Transylvania and supplies mainly customers in Romania.

At the time these financial statements were prepared, it was not possible to predict with sufficient certainty the extent to which the war in Iran, which has continued since the end of February 2026, will affect the Werhahn Group's results of operations, financial position and net assets. With regard to the heightened forecasting uncertainty, please refer to the comments in the Group Management Report.

Transactions not included in the Consolidated Balance Sheet

| in € thousand | 2025 | 2024 |
|---|---------|---------|
| Liabilities from sureties, bills and check guarantees | 84,387 | 97,117 |
| (thereof to affiliated companies) | (418) | (418) |
| (thereof to associated companies) | (709) | (879) |
| Commitments from open purchase orders | 144,039 | 96,696 |
| Cash value of non-current commitments from rent, tenancy and leasing agreements | 115,955 | 120,725 |
| (thereof to affiliated companies) | (183) | (195) |
| Commitments from loan undertakings | 474,226 | 422,967 |
| (thereof to affiliated companies) | (2,491) | (1,802) |
| Other financial commitments | 13,873 | 8,756 |
| (thereof to affiliated companies) | (2,872) | (2,177) |

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.

Transactions with related companies and persons

Transactions with related companies and persons are generally conducted under customary market conditions. In a few business units, employees and shareholders are granted standardized discounts on specific Werhahn products. Transactions with related companies and persons result primarily from the normal exchange of goods and services.

Neuss, April 9, 2026

Wilh. Werhahn KG

Alexander Boldyreff

Andreas König

Dr. Stephan Kranz

Gerrit Schneider

Independent Auditor's Report¹

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 2025, 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 2025, 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 2025.

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 [Public Disclosure Act] and give a true and fair view of the assets, liabilities and financial position of the Group as at 31 December 2025 and of its financial performance for the financial year from 1 January to 31 December 2025 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 PubiG 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 9, 2026

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

sgd. Heike Böhle
Wirtschaftsprüferin
(German Public Auditor)

sgd. Dr. Robert Vollmer
Wirtschaftsprüfer
(German Public Auditor)

Addresses

Aggregates

Basalt-Actien-Gesellschaft
 Linzhausenstraße 20, DE-53545 Linz am Rhein
 Tel.: +49 (0)2644 563-0
 Fax: +49 (0)2644 563-165
 Email: info@basalt.de
 www.basalt.de

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

Rathscheck Schiefer und Dach-Systeme
 ZN der Wilh. Werhahn KG
 St.-Barbara-Straße 3, DE-56727 Mayen-Katzenberg
 Tel.: +49 (0)2651 955-0
 Fax: +49 (0)2651 955-100
 Email: info@rathscheck.de
 www.rathscheck.de

Business activities/products

Slate for roofs and façades as well as photovoltaic systems designed specifically for slate roofs

Zwilling Kitchenware

ZWILLING J.A. Henckels AG
 Grünewalder Straße 14-22, DE-42657 Solingen
 Tel.: +49 (0)212 882-0
 Fax: +49 (0)212 882-347
 Email: info@zwillling.com
 www.zwillling.com

Business activities/products

Knives, scissors, cookware, kitchen utensils, cutlery

Zwilling Beauty Group

ZWILLING Beauty Group GmbH
 Am Schönenkamp 45, DE-40599 Düsseldorf
 Tel.: +49 (0)211 5380-3300
 Fax: +49 (0)211 9991-7937
 Email: zwillling@zwilllingbeautygroup.com
 www.zwilllingbeauty.com

Business activities/products

Manicure, pedicure, tweezers and other beauty tools

abcfinance

abcfinance GmbH
Kamekestraße 2-8, DE-50672 Köln
Tel.: +49 (0)221 57908-0
Fax: +49 (0)211 57908-126
Email: info@abcfinance.de
www.abcfinance.de

Business activities/products

Lease finance for mobile goods, rental agreements and leases, factoring

Bank11

Bank11 für Privatkunden und Handel GmbH
Hammer Landstraße 91, DE-41460 Neuss
Tel.: +49 (0)2131 6098-0
Email: mail@bank11.com
www.bank11.de

Business activities/products

Sales and purchase financing for mid-size vehicle trade in Germany

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www.werhahn.de

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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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