



ANDRITZ GROUP

# CORPORATE GOVERNANCE ROADSHOW

WOLFGANG LEITNER, CHAIRMAN  
ELISABETH STADLER, VICE-CHAIRWOMAN

MARCH 2026

**ANDRITZ**

# CHAPTER OVERVIEW



**1** ANDRITZ AT A GLANCE

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**2** SUPERVISORY BOARD

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**3** EXECUTIVE BOARD

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**4** EXECUTIVE REMUNERATION

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**5** ESG AT ANDRITZ

**6** RISK MGMT, CYBER SECURITY & AI

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**7** SHARE BUYBACK

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**8** APPENDIX

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# DIVERSIFIED END MARKETS, HIGH EXPOSURE TO SERVICE AND FUTURE TECHNOLOGIES

## ANDRITZ GROUP 2025

Order Intake € **8,910 mn**    Backlog € **10,458 mn**    Revenue € **7,883 mn**    EBITA comparable € **698 mn**    Service business share **44%**

PULP & PAPER

METALS

HYDROPOWER

ENVIRONMENT & ENERGY

Structural growth drivers

(Urban) population growth | GDP growth | Green transition | Decarbonization | Circular economy / Recycling  
Automation / Digitalization | Increasing Service demand | Stricter environmental / emission regulations

Demand drivers

- Increasing demand for sustainable / renewable packaging
- Demand for hygiene products
- Sustainable production (usage of water and side streams)
- Scale and cost competitiveness

- E-mobility roll-out
- Growth in China (both in Metals Processing & Forming)
- Improved Service penetration
- Electrical steel and lightweighting

- Increasing demand for electricity and renewable energy
- Increasing need for energy storage and grid stability
- Rehabilitation and modernizations

- CO<sub>2</sub> abatement in industrial processes
- Renewable energy demand
- Environmental protection
- Reliable water supply

38%\*

21%\*

22%\*

19%\*



Pulp: #1  
Paper: #3



Forming: #1  
Processing: #1-2



#1-2



#1-3



# FINANCIAL PERFORMANCE FY-25, 2026/2027 TARGETS

## Key financial figures FY 2025

**ORDER INTAKE**

**€ 8.9 bn**

(2024: € 8.3 bn | +8%)

**Comparable EBITA**

**€ 698 mn**

(2024: € 743 mn | -6%)

**ORDER BACKLOG**

**€ 10.5 bn**

(2024: € 9.7 bn | +7%)

**Comp. EBITA Margin**

**8.9%**

(2024: 8.9%)

**REVENUE**

**€ 7.9 bn**

(2024: € 8.3 | -5%)

**NET INCOME**

(incl. non-controlling interests)

**€ 457 mn | 5.8%**

(2024: € 497 mn | -8% / 6.0%)

## Targets 2026

Revenue  
€ 8.0-8.3 bn

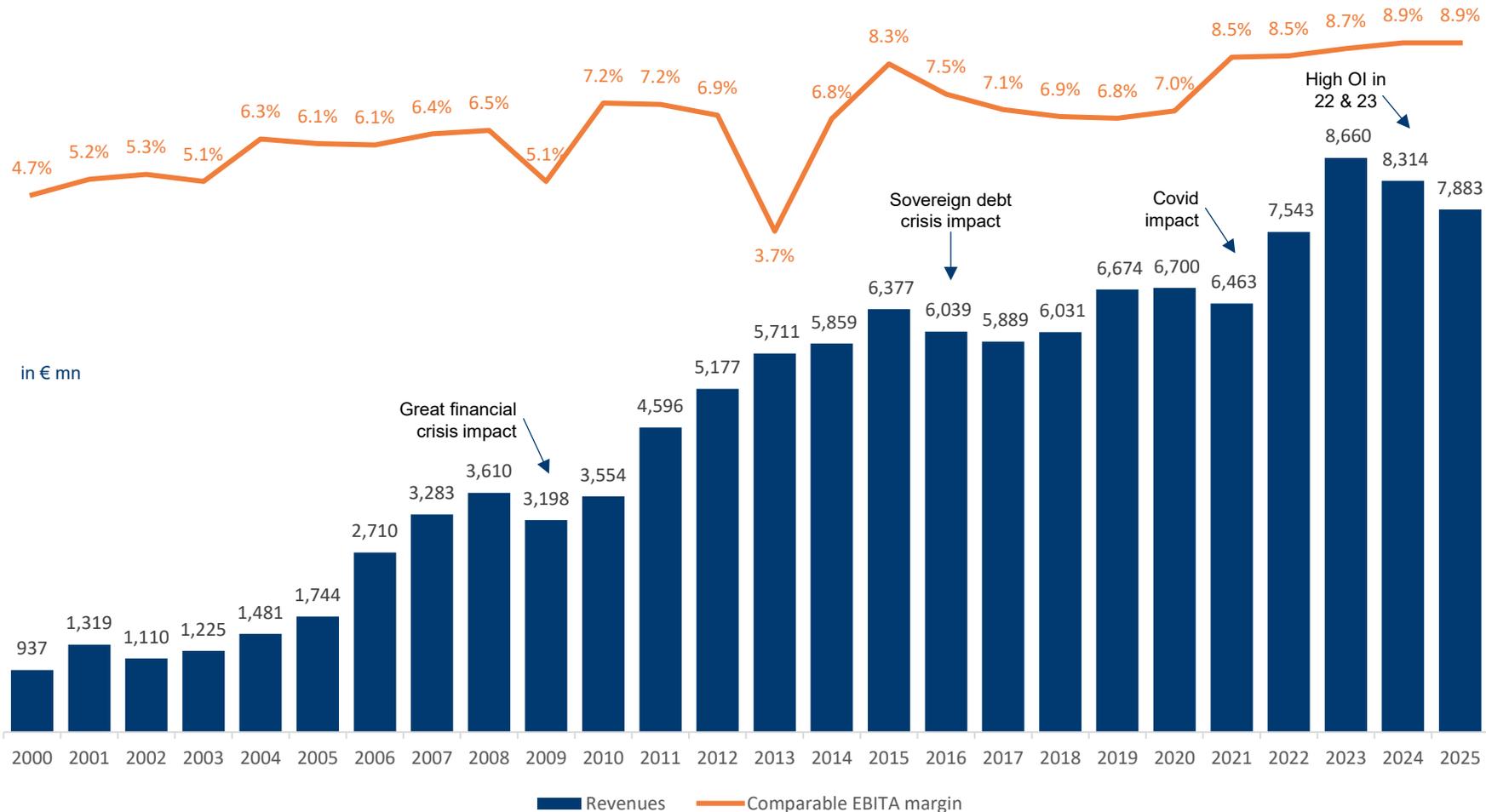
Comp.  
EBITA  
margin  
8.7%-9.1%

## Targets 2027

Revenue  
€ 9-10 bn

Comp.  
EBITA  
margin  
>9%

# ACROSS-THE-CYCLE GROWTH AND GRADUAL EBITA MARGIN IMPROVEMENTS



## Across-the-cycle growth

- Exposed to various sectors with somewhat phased cycles
- Increasing Service share
- Bolt-on M&A on top of organic growth
- Asset-light business model & outsourcing

## Low margin variability and gradual improvements

- Flexibility & synergies across business areas
- Cost consciousness & flexible cost base
- Improved project execution and project deviation management
- Increasing Service share
- Strong growth in high-margin Pulp & Paper and Environment & Energy businesses
- Global sourcing, improved pricing

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# HIGHLY QUALIFIED & DIVERSE SUPERVISORY BOARD



|   | Shareholder Representatives   |   |  |   |   |   |
|---|---|---|--|---|---|---|
|   |  |          |  |  |  |  |
|   | <b>Wolfgang Leitner<br/>(Chairman)</b>  | <b>Elisabeth Stadler<br/>(Vice-Chairwoman)</b>  | <b>Wolfgang Bernhard</b>   | <b>Jürgen Fechter</b>   | <b>Barbara Steger</b>   | <b>Regina Prehofer</b>  |
| <b>Nationality</b>                                    | Austrian  | Austrian  | German   | German  | Austrian  | Austrian  |
| <b>Year of birth</b>                                  | 1953  | 1961  | 1960   | 1962  | 1980  | 1956  |
| <b>First time elected / end of tenure</b>             | 2022<br>2026  | 2024<br>2028  | 2020<br>2029   | 2016<br>2026  | 2025<br>2029  | 2024<br>2028  |
| <b>Professional career</b>                            | CFO/CEO of ANDRITZ 1987/1994<br>Consultant at McKinsey; R&D at VIANOVA (Höchst)   | CEO of Vienna Insurance Group; General Manager of Donau Versicherung; CEO of ERGO Austria | Executive positions at Daimler AG and Volkswagen AG                                | Executive Board positions at Thyssen Krupp Group                                    | Executive positions at Ludwig Engel GmbH; Associate at Wolf Theiss and Schoenherr   | Managing Board Member at BAWAG PSK and Bank Austria                                 |
| <b>Board mandates at other stock listed companies</b> |   | Öst. Post, OMV, voestalpine AG  | AMAG Austria Metall AG   |   |   | Spar Holding AG   |
| <b>Nomination and Remuneration Committee</b>          | Vice-Chairman*  | Chairwoman*   | Member   |   |   | Member  |
| <b>Audit Committee</b>                                |   |   |  | Vice-Chairman   | Member  | Chairwoman  |
| <b>Compensation</b>                                   | Chairman: €60k + attendance fee   | Vice Chairwoman: €45k + attend. fee   | Member: €30k + attendance fee  | Member: €30k + attendance fee   | Member: €30k + attendance fee   | Chair Audit Comm.: €45k + attend. fee   |
| <b>Independency</b>                                   | No  | Yes   | Yes  | Yes   | Yes   | Yes   |

**NOTE:** Wolfgang Leitner and Jürgen Fechter stand for re-election at AGM 2026

## MAJOR Diversity Changes in the SUPERVISORY BOARD since 2022

| Competences / experience           | WL | ES | WB | JF | BS | RP |
|------------------------------------|----|----|----|----|----|----|
| <b>Functional Experience:</b>      |    |    |    |    |    |    |
| Finance                            | X  | X  |    | X  | X  | X  |
| Internal Audit                     | X  | X  |    | X  | X  | X  |
| Legal                              |    |    |    |    | X  | X  |
| Sales/Marketing/Branding           | X  |    | X  | X  |    | X  |
| Human Resources                    | X  | X  | X  |    | X  |    |
| M&A                                | X  | X  | X  | X  |    |    |
| R&D/New Technologies               | X  | X  | X  | X  |    |    |
| IT/Cybersecurity                   |    |    | X  |    |    | X  |
| Digitalization/Automation          |    |    | X  |    |    |    |
| Procurement/Logistics              |    |    | X  |    | X  |    |
| Strategy                           | X  | X  | X  | X  | X  |    |
| <b>International experience</b>    | X  | X  | X  | X  | X  | X  |
| <b>Industrial Experience:</b>      |    |    |    |    |    |    |
| Pulp & Paper                       | X  |    |    |    |    |    |
| Automotive                         | X  |    | X  |    | X  |    |
| Steel, Metals                      | X  | X  | X  | X  |    |    |
| Energy Production                  | X  | X  |    |    |    |    |
| Process-dominated Industries       | X  |    | X  | X  | X  |    |
| Projects-dominated Industries      | X  |    |    | X  |    |    |
| <b>ESG integration</b>             | X  | X  | X  |    | X  |    |
| <b>Governance</b>                  | X  | X  | X  | X  | X  | X  |
| <b>Risk management</b>             | X  | X  | X  |    |    |    |
| <b>Capital Markets</b>             | X  | X  | X  |    | X  | X  |
| <b>SVB experience (ex ANDRITZ)</b> | X  | X  | X  | X  | X  | X  |
| <b>Independence</b>                |    | X  | X  | X  | X  | X  |

### High Engagement:

- Attendance rate 2024/25: 100%
- Monthly meetings (Vice) Chairman with CEO/CFO
- Annual off-site innovation meeting

\*Subject to the re-election at the AGM on March 26, 2026, Wolfgang Leitner will switch Chairmanship of Nomination & Remuneration Committee with independent Elisabeth Stadler.

# COMMITTEES AND RESPONSIBILITIES

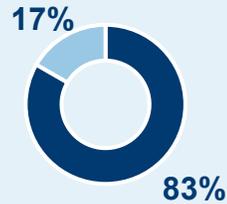


## ENTIRE SUPERVISORY BOARD

### Members:

- Wolfgang Leitner (Chairman)
- Elisabeth Stadler (Vice-Chairwoman)
- Wolfgang Bernhard, Jürgen Fechter
- Regina Prehofer, Barbara Steger
- Georg Auer<sup>1)</sup>, Andreas Martiner<sup>1)</sup>, Tania Sandtner<sup>1)</sup>

### Level of independence:<sup>2)</sup>



### Responsibilities:

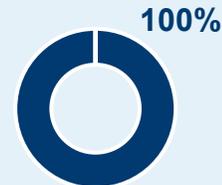
- Health & Safety
- Corporate strategy, growth projects, M&A
- Review of business performance
- ESG incl. Sustainability Program
- Digitalization & AI roll-out
- Innovation
- Human Resources incl. diversity, training

## AUDIT COMMITTEE

### Members:

- Regina Prehofer (Chairwoman & Financial Expert)
- Jürgen Fechter (Vice-Chairman)
- Barbara Steger
- Andreas Martiner<sup>1)</sup>, Tania Sandtner<sup>1)</sup>

### Level of independence:<sup>2)</sup>



### Responsibilities:

- Monitoring audit of financial statements
- Review of profit distribution proposals
- Selection of independent auditor
- Oversight on ESRS/CSRD/EU Taxonomy
- Monitoring of accounting processes & effectiveness of internal control, risk management and audit systems
- Cyber security risk & compliance

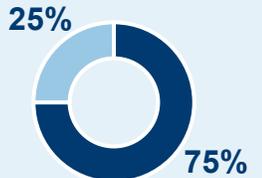
## NOMINATION & REMUNERATION COMMITTEE

### Members:

\*Subject to the re-election at the AGM on March 26, 2026, Wolfgang Leitner will switch Chairmanship of Nomination & Remuneration Committee with independent Elisabeth Stadler.

- Elisabeth Stadler (Chairwoman\*)
- Wolfgang Leitner (Vice-Chairman\*)
- Wolfgang Bernhard
- Regina Prehofer

### Level of independence:<sup>2)</sup>



### Responsibilities:

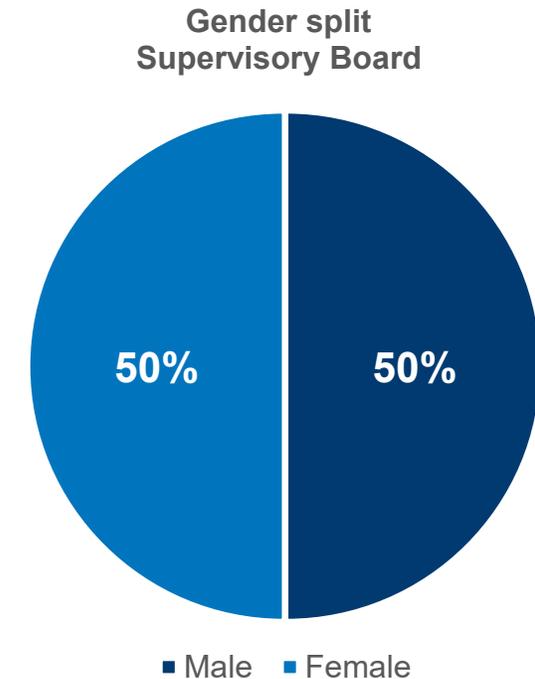
- Appointment and succession planning of Executive Board members
- Succession planning and development of the composition of the Supervisory Board
- Development of remuneration policies for the Executive and Supervisory Board



1

## ENHANCED DIVERSITY in SUPERVISORY and EXECUTIVE BOARD

- **Appointment of three new Supervisory Board members with strong CVs**
  - Elisabeth Stadler
  - Regina Prehofer
  - Barbara Steger
- **Significant increase of female Supervisory Board members**
  - 17% (Dec. 31, 2021)
  - **50%** (Dec. 31, 2024)
- **Appointment of Vanessa Hellwing as first female Executive Board member and CFO (2025)**
- **Monthly meetings** of Wolfgang Leitner and Elisabeth Stadler with CEO & CFO
- Regina Prehofer appointed as **Chairwoman of the Audit Committee**
- Support Executive Board ambitions to **increase share of women in leadership positions and workforce**





# MAJOR INITIATIVES & ACHIEVEMENTS SINCE 2022

2

## INTERNAL SUCCESSION in the EXECUTIVE BOARD

- **After more than seven years in the Executive Board, Dr. Joachim Schönbeck took over as CEO from Dr. Wolfgang Leitner (2022); contract was renewed in March 2026 (2027 – 2032)**
- **Internal appointments of new Executive Board Members (2023)**
  - Jarno Nymark (Pulp & Paper), contract renewal planned in 2026
  - Frédéric Sauze (Hydropower), contract renewed in January 2026
  - Dietmar Heinisser (Environment & Energy), contract renewed in January 2026
- **Structured nomination process** for Executive and Supervisory Board
- **Structured succession program** with strong focus on internal candidates

**Balanced Board:**  
2 functional and  
3 divisional roles

**Focus on Internal Succession:**  
4 out of 5 Board  
members promoted  
internally

**Contract Renewals ongoing:**  
3 already completed,  
1 due in 2026



# MAJOR INITIATIVES & ACHIEVEMENTS SINCE 2022

3

## NEW REMUNERATION POLICY 2025 & REMUNERATION REPORT 2024

### Remuneration policy overhaul in line with market practices, meeting expectations of investors & proxy advisors

- Reflection of market benchmarking, **meeting shareholder expectations** in terms of transparency and predictability
- Introduction of clear **annual compensation caps and elimination of deferred payments** ('carry forward' element)
- Increase of fixed base salary due to **alignment to mid-market level** in the peer group
- Reallocation of variable remuneration in **favor of long-term incentives**
- **20% reduction of total target compensation** for the entire Board
- Significantly **increased share ownership guidelines** from 40,000 EUR to 150% (CEO) and 100% (EB member) of fixed salary
- **Unchanged possibility to reduce or reclaim** the variable performance-based remuneration (STI and LTI) in the event of a material breach of duty by the Board member.

Peer Group (low/mid/upper market)

Valmet, GEA, Siemens Energy,  
Voith, Kion, Danieli, SMS Group,  
Sulzer, Albany

**>98% Approval Rate for Remuneration Policy 2025 & Remuneration Report 2024 at AGM 2025**



# MAJOR INITIATIVES & ACHIEVEMENTS SINCE 2022

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## Significant SUSTAINABILITY ACHIEVEMENTS

- **EcoVadis rating improved from Bronze to Gold**
- SBTi validation for Scope 1, 2 & 3 targets completed in 2025
- Intensified focus on development of **green products and solutions\***, especially decarbonization, circular economy & zero pollution
- Early achievement of most of the 2025 ESG targets (as of H1-25)
- **Announcement of new ESG program and new 2030 targets**
- **Updated Sustainability targets:**
  - ANDRITZ commits to reduce absolute scope 1 and 2 GHG emissions 42% by 2030 from a 2023 base year.
  - ANDRITZ also commits to reduce absolute scope 3 GHG emissions 25% within the same timeframe.



SCIENCE  
BASED  
TARGETS

DRIVING AMBITIOUS CORPORATE CLIMATE ACTION





# MAJOR INITIATIVES & ACHIEVEMENTS SINCE 2022

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## STRATEGY DEVELOPMENT – GROWTH PROJECTS

|  | Business Area | Quotation | Construction | Operation | Service |
|--|---------------|-----------|--------------|-----------|---------|
|  Green Hydrogen            | EE            | ●         | ●            | ●         |         |
|  Carbon Capture            | EE            | ●         | ●            | ●         |         |
|  Textile recycling         | PP            | ●         | ●            | ●         | ●       |
|  Cellulosic textile fibers | PP            | ●         |              |           |         |
|  Battery                   | ME            | ●         | ●            | ●         | ●       |
|  Bio-Methanol            | EE            | ●         | ●            | ●         | ●       |
|  Side streams            | PP            | ●         | ●            | ●         | ●       |
|  Synchronous Condensers  | HY            | ●         | ●            | ●         | ●       |

### Annual Startup Ideas Contest via ANDRITZ Ventures

- Developing economically feasible **key technologies for the green transition and future growth**
- **Providing full life cycle services** from project development to operation and maintenance
- **Project successes in almost all growth areas**

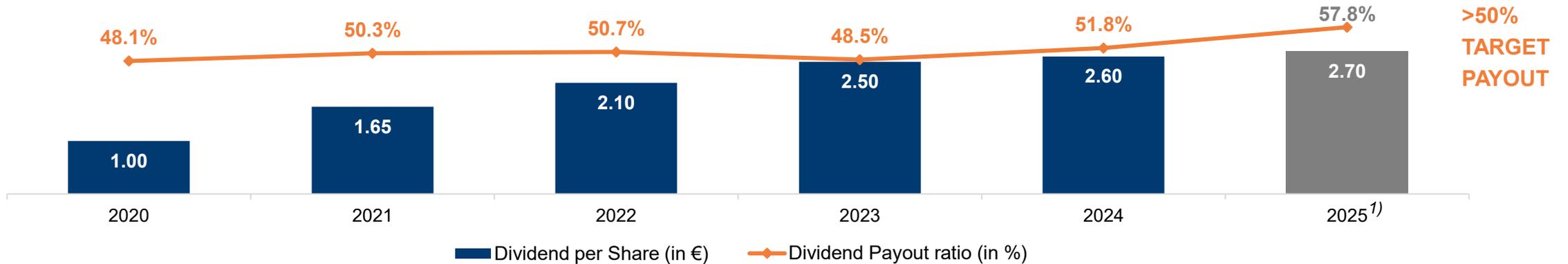
**STRONG ENCOURAGEMENT AND SUPPORT FROM SUPERVISORY BOARD**



# MAJOR INITIATIVES & ACHIEVEMENTS SINCE 2022

## 6 SHAREHOLDER RETURNS & DIVIDENDS

DIVIDEND PER SHARE (EUR) AND DIVIDEND PAYOUT (%)



TOTAL SHAREHOLDER RETURN ANDRITZ VS STOXX 600 EUROPE INDUSTRIAL GOODS & SERVICES INDEX (% , SINCE 2022)



### Value creation for shareholders

- **Executive Board strongly aligned with shareholder interests** via strategy of long-term profitable growth
- **Strong shareholder participation**  
Progressive dividend policy of >50% payout of net income
- **Core shareholding by Custos/Cerberus unchanged at 31.5%**

<sup>1)</sup> Proposed dividend payout of € 2.70 per share, subject to approval by the AGM on 26 March 2026

# UP FOR RE-ELECTION



**Shareholder Representatives**



**Wolfgang Leitner  
(Chairman)**

**Jürgen Fechter**

|   |                |               |
|---|----------------|---------------|
| <b>Nationality</b>                                    | Austrian       | German        |
| <b>Year of birth</b>                                  | 1953           | 1962          |
| <b>First time elected</b>                             | 2022           | 2016          |
| <b>Board mandates at other stock listed companies</b> | -              | -             |
| <b>Nomination and Remuneration Committee</b>          | Vice-Chairman* | -             |
| <b>Audit Committee</b>                                | -              | Vice-Chairman |
| <b>Cooling-off period pre-Chair</b>                   | 2 years        | -             |
| <b>Relationship to EB members</b>                     | No             | No            |
| <b>Tenure &lt;12y (15y ACGC)</b>                      | Yes            | Yes           |
| <b>Independency</b>                                   | No             | Yes           |

**NOTE:** Wolfgang Leitner & Jürgen Fechter stand for re-election at AGM 2026

**Background and Board & Committees Leadership**

## Background on Transition

Of Wolfgang Leitner from CEO/CFO to the Supervisory Board:

- CFO since 1987, CEO from 1994 to 2022
- Remained a major shareholder in ANDRITZ since MBO in 1999
- **Largest shareholder since 2001**
- **Move to SVB after CEO mandate, including a 2-year cool-off before assuming Chairman role**

## Board & Committee Leadership

Upon appointment of Wolfgang Leitner as Supervisory Board Chairman:

- **Appointment of a strong independent Vice-Chairwoman** – Elisabeth Stadler
- **Fully independent board** except for Wolfgang Leitner
- **Fully independent Audit Committee**, chaired by Regina Prehofer - Wolfgang Leitner stepped down as committee member in 2025, reflecting shareholder feedback
- **Nomination & Remuneration Committee:** \*Subject to re-election at the AGM on March 26, 2026, Wolfgang Leitner will switch Chairmanship of Nomination & Remuneration Committee with independent Elisabeth Stadler
- **Successful Remuneration Policy overhaul** reflecting a clear cut between Supervisory and Executive bodies
- Visible and ongoing Board refreshment; supporting a strong sustainability push

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# HIGH FOCUS ON INTERNAL SUCCESSION



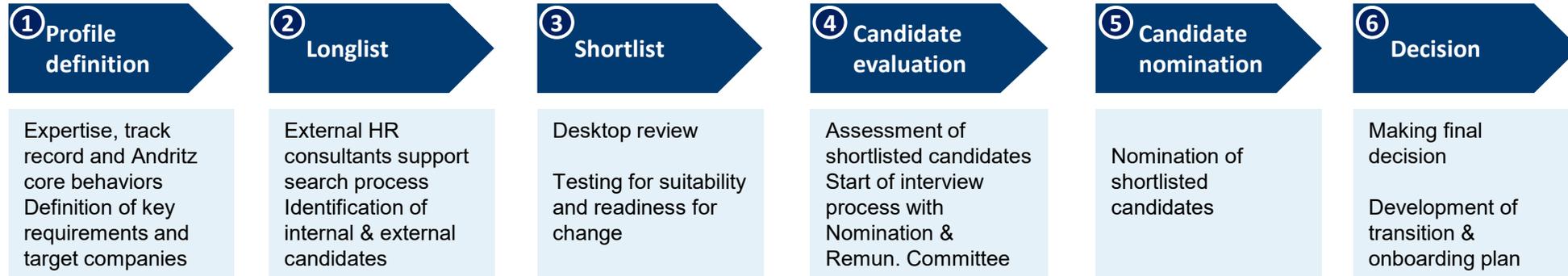
|                             | <b>Joachim Schönbeck</b>  | <b>Vanessa Hellwing</b>  | <b>Dietmar Heinisser</b>                                      | <b>Jarno Nymark</b>                                    | <b>Frédéric Sauze</b>   |
|-----------------------------|---|--|---|--|---|
| <b>Position</b>             | <b>President &amp; CEO</b> since 2022   | <b>CFO</b> since 2025  | <b>Board Member</b> since 2023                                | <b>Board Member</b> since 2023                         | <b>Board Member</b> since 2023                                    |
| <b>Year of birth</b>        | 1964  | 1978   | 1971  | 1974   | 1967  |
| <b>At ANDRITZ since</b>     | 2014  | 2025   | 1997  | 1999   | 2013  |
| <b>Board Member since</b>   | 2014  | 2025   | 2023  | 2023   | 2023  |
| <b>Tenure</b>               | 2022 - 27 (renewal: 2027 - 2032)  | 2025 - 2027  | 2026 - 2031   | 2026 - 2031  | 2026 - 2031   |
| <b>Hired</b>                | Internal  | External   | Internal  | Internal   | Internal  |
| <b>Reappointment status</b> | Contract renewal completed  | Not due  | Contract renewal completed                                    | Contract renewal due in 2026                           | Contract renewal completed  |
| <b>Nationality</b>          | German  | German   | Austrian  | Finnish  | French  |
| <b>Responsibilities</b>     | Metals BA, Communications & Marketing, HR Sustainability, Internal Auditing, IT, Quality & Safety Mgmt, Site Installation, M&A, Automation & Digitalization | Controlling, Accounting & Taxes, Finance, Legal, Compliance, Supply Chain Management, Investor Relations       | Energy & Environment Business Area<br><br>Group Manufacturing | Pulp & Paper (Service and Capital) Business Area       | Hydropower Business Area<br><br>Group Corporate Security          |
| <b>Professional career</b>  | Spokesman at SMS Holding; Chairman of the Board at SMS Meer; Management positions at Siemens and Mannesmann   | CFO at Viessmann Climate Solutions; management of financial operations at several global engineering companies | Various management positions at ANDRITZ Group globally        | Various management positions at ANDRITZ Group globally | Various management positions at ANDRITZ Group globally and ALSTOM |

|   |   |   |
|---|---|---|
| <p><b>Balanced Board:</b><br/>2 functional and 3 divisional roles</p> | <p><b>Internal succession:</b><br/>4 out of 5 Board members promoted internally</p> | <p><b>Contract renewals:</b><br/>3 completed, 1 due in 2026</p> |
|---|---|---|



# STRUCTURED NOMINATION & SUCCESSION PROCESS

## Structured Nomination Process for Executive and Supervisory Board



## Structured Succession Program with strong focus on internal candidates





# STRUCTURED SUCCESSION PROGRAM WITH STRONG FOCUS ON INTERNAL CANDIDATES

## Performance Review Criteria

**Structured system** for past, present and future performance, with the following criteria:

- Long-term track record
- Essential experience (professional & academic)
- Executive Board performance
- Strategic & commercial orientation
- Organization building capability
- Team engagement & team turnover
- #oneANDRITZway key behaviors:
  - Customer focus, ownership for performance
  - Shared commitment, openness
- Long-term development potential
- Training needs

## Succession planning – Executive Board

- CEO and Board Members for Business Areas selected via **internal succession** (and assessed against external candidates)
- **Contract renewal** for two Executive Board members ongoing, scheduled for one Executive Board member in early 2026



**Several interim and mid- to long-term successors identified for each Executive Board member**

## Succession planning – Senior Executives



**>250 internal successors for 60 key Senior Executive positions identified**

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# KEY IMPROVEMENTS - REMUNERATION POLICY 2025

## Changes in line with market practices and the requirements of investors and proxy advisors:

- Previous remuneration reports seen critical on lack of detailed disclosure
- High AGM 2025 approval rates on the Remuneration Report 2024 and Remuneration Policy 2025
  - **Introduction of clear annual compensation caps** and elimination of ‘carry-forward’ element
  - Increase of fixed base salary due to **alignment to mid-market level** in the peer group
  - Reallocation of variable remuneration in **favor of long-term incentives**
  - **20% reduction of total target compensation** for the entire Board
  - **Significantly increased share ownership guidelines** from 40,000 EUR to 150% (CEO) and 100% (EB member) of fixed salary (accumulation phase: 4 years)
  - **Ongoing possibility to reduce or reclaim** the variable performance-based remuneration (STI and LTI) in the event of a material breach of duty by the Board member

**>98% Approval Rate at AGM 2025**

### Remuneration Policy

2021

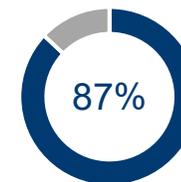


2025

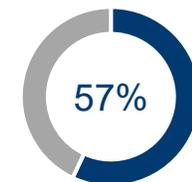


### Remuneration Report

2022



2023



2024





# REMUNERATION POLICY 2025 - DETAILS

## STI – Cash Payment

- **Target:** 80% of fixed salary with cap at 200% (equals reduction of STI target level by 70%)
- **Discontinuation of profit-sharing** of net income as %, instead introduction of weighted KPI framework for respective fiscal year:
  - **CEO/CFO:**
    - Group net income (85%)
    - ESG target (15%)
  - **Executive Board members:**
    - Group net income (50%)
    - EBITA margin of respective business area (35%)
    - ESG target (15%)

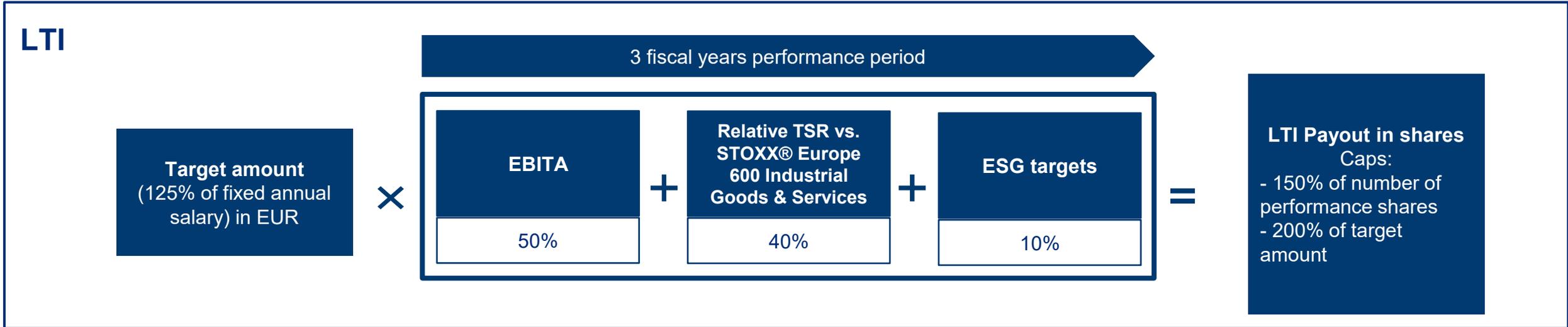
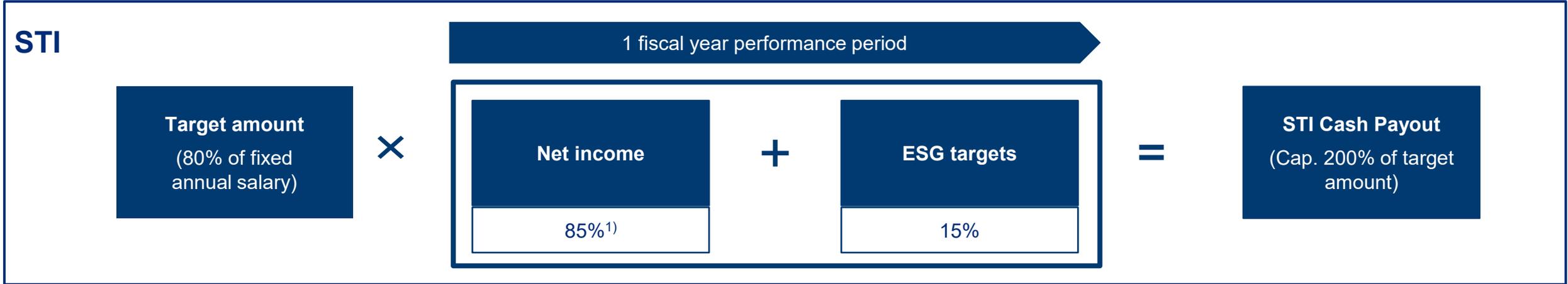
## LTI – 3-year Performance Share Plan

- **LTI increased** from € 225k to € 1.8m (CEO) & € 940k (EB member), both target values
- Discontinuation of Stock Option Program, introduction of Performance Share Plan
  - **Target Performance Shares:** 125% of fixed salary divided by 60-trading-day average share price
  - Number of awarded shares after three years between 0% and cap of 150%
  - Payout of shares after three years (awarded shares x the 60-trading-day average share price); capped at 200% of target value (= 250% of fixed salary)
- **Introduction of weighted KPI framework** for three fiscal years:
  - EBITA (50%)
  - Relative TSR vs. STOXX Europe 600 Industrial Goods & Services Index (40%); 100% target achievement at the 55<sup>th</sup> percentile
  - ESG targets (10%)
- **First vesting/settlement in 2028**, after the 3-year performance period of new LTI scheme; consequence: **no LTI award in 2026 and 2027**
- Liability for **final residual payments** in 2026 and 2027 based on carry-forward element under the 2021 Remuneration Policy



# OVERVIEW VARIABLE COMPENSATION (STI AND LTI)

Target values for STI and LTI in line with strategic goals of ANDRITZ Group



1) For Executive Board Members with Business Area responsibility: 50% Group net income, 35% Business Area EBITA, 15% ESG

2) Granting and settlement of shares are based on 60-trading-day average share price

Note: STI targets will be available in the Remuneration Report 2025



# COMPARISON REMUNERATION POLICY 2021 VS. 2025

Based on actual STI target achievement 2025 for the Executive Board<sup>1</sup>: **-13%**

| in k EUR                           | Application of<br>Remuneration Policy 2021 | Application of<br>Remuneration Policy 2025 | Delta       |
|------------------------------------|--|--|-------------|
| Base Salary                        | 2,035                                      | 3,650                                      | +79%        |
| Pension                            | 322  | 367  | +14%        |
| <b>Total fixed remuneration</b>    | <b>2,357</b>                               | <b>4,017</b>                               | <b>+70%</b> |
| Short-term Incentive (STI)         | 9,850                                      | 2,806                                      | -72%        |
| Long-term Incentive (LTI)          | 911  | 4,563                                      | +401%       |
| <b>Total variable remuneration</b> | <b>10,762</b>                              | <b>7,368</b>                               | <b>-32%</b> |
| <b>Total remuneration</b>          | <b>13,119</b>                              | <b>11,385</b>                              | <b>-13%</b> |

| Assumptions | Remuneration Policy 2021   | Remuneration Policy 2025  |
|-------------|--|---|
| Base salary | <ul style="list-style-type: none"> <li>According to Remuneration Report 2024</li> </ul>  | <ul style="list-style-type: none"> <li>According to Remuneration Policy 2025</li> </ul>   |
| Pension     | <ul style="list-style-type: none"> <li>According to Remuneration Report 2024</li> </ul>  | <ul style="list-style-type: none"> <li>According to Remuneration Policy 2025 and service contract</li> </ul>  |
| STI         | <ul style="list-style-type: none"> <li>Profit-sharing bonus according to current Bloomberg consensus for net income and profit-sharing factor of 0.815% (1% in 2021, 5% reduction per year) for the CEO and 0.407% for the ordinary Board members (0.5% in 2021, 5% reduction per year)</li> <li>Target achievement of 100% for the non-financial target Accident Frequency Rate (AFR) resulting in a payout of 100,000 EUR</li> </ul> | <ul style="list-style-type: none"> <li>Target bonus</li> <li>Assumptions for calculation of STI 2025:                             <ul style="list-style-type: none"> <li>Net Income: Actual target achievement 2025</li> <li>EBITA margin of business areas: Actual target achievement 2025</li> <li>LTIFR: Actual target achievement 2025</li> </ul> </li> </ul> |
| LTI         | <ul style="list-style-type: none"> <li>50% of grant date fair value of stock options awards 2024 according to Remuneration Report 2024 (granted for two years)</li> </ul>  | <ul style="list-style-type: none"> <li>Target value according to Remuneration Policy 2025 (125% of base salary)</li> </ul>  |



# REVISITING THE DEFERRED PAYMENTS

- Deferred payments (“carry forwards”) has been part of ANDRITZ’s remuneration policies historically
  - **No cap on bonus – however, cap on annual payout**
  - Difference between bonus and annual payout cap has been carried forward
  - The respective full bonus amounts including the deferred payment amounts have been published in annual remuneration reports **for the year when earned**
  - **Deferred payments have been discontinued with the 2025 Remuneration Policy**
- Based on the historic accruals under the previous remuneration policies, the following carry forwards existed as of end of 2025, **to be paid in 2026 and 2027 due to contractual obligations:**

| in EUR  | Carry forward paid out in 2026 | Carry forward paid out in 2027 | Sum of carry forwards to be paid |
|---|--------------------------------|--------------------------------|----------------------------------|
| Joachim Schönbeck, Frédéric Sauze, Dietmar Heinisser and Jarno Nymark | 5,183,615                      | 5,183,615                      | 10,367,230                       |
| Norbert Nettessheim <sup>1</sup>                                      | -                              | -                              | 2,825,747                        |
| <b>Total</b>  | <b>5,183,615</b>               | <b>5,183,615</b>               | <b>13,192,977</b>                |

<sup>1</sup> Norbert Nettessheim retired on March 28, 2025; due to contractual obligation, his remaining carry forward is paid out in full in 2025.



# SUMMARY OF THE REMUNERATION REPORT 2025

|   |   |
|---|---|
| <p><b>Review of the financial year 2025</b></p> | <ul style="list-style-type: none"> <li>• Presentation of the <b>business development</b> in 2025</li> <li>• <b>Personnel changes</b> in the Executive Board</li> </ul>  |
| <p><b>Executive Board remuneration</b></p>      | <ul style="list-style-type: none"> <li>• Presentation of the <b>principles of the Executive Board remuneration</b></li> <li>• Disclosure of the <b>target remuneration</b> of the Executive Board</li> <li>• Executive Board remuneration in the financial year 2025                         <ul style="list-style-type: none"> <li>• Clear differentiation between the application of the <b>Remuneration Policy 2021 and 2025</b> in the 2025 financial year</li> <li>• Detailed disclosure of the <b>remuneration due</b> of the Executive Board including detailed information on the KPIs and the corresponding target achievement in the variable remuneration</li> <li>• <b>Separate disclosure</b> of the remuneration of <b>Executive Board members active until the end of the financial year and former Executive Board members</b></li> <li>• <b>Application of further elements</b> of the Remuneration Policy in the financial year 2025</li> </ul> </li> </ul> |
| <p><b>Supervisory Board remuneration</b></p>    | <ul style="list-style-type: none"> <li>• Presentation of the <b>principles of the Supervisory Board remuneration</b></li> <li>• Detailed disclosure of the <b>remuneration due</b> of the Supervisory Board including the <b>Supervisory Board and committee memberships</b></li> </ul>   |
| <p><b>Comparative presentation</b></p>          | <ul style="list-style-type: none"> <li>• Comparative presentation of the <b>Executive Board and Supervisory Board remuneration</b>, the <b>employee remuneration</b> as well as the <b>company performance</b></li> </ul>   |

# CHAPTER OVERVIEW



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**2** SUPERVISORY BOARD

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**3** EXECUTIVE BOARD

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**4** EXECUTIVE REMUNERATION

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**5** ESG AT ANDRITZ

**6** RISK MGMT, CYBER SECURITY & AI

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**7** SHARE BUYBACK

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**8** APPENDIX

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# ON TRACK TO MEET 2025 ESG TARGETS – MAJORITY ALREADY ACHIEVED (STATUS FY 2025)

| ENVIRONMENT |  |
|-------------|--|
|             | <b>47%</b> Share of <b>revenue from sustainable solutions and products**</b><br>2025 target: >50%      |
|             | <b>59%</b> Reduction in <b>greenhouse gas emissions (Scope1+2)</b><br>2025 target: 50%* ✓              |
|             | <b>16%</b> Reduction in <b>water consumption</b><br>2025 target: 10%* ✓<br>Revised 2025 target: 18%*** |
|             | <b>37%</b> Reduction in <b>waste volume</b><br>2025 target: 10%* ✓<br>Revised 2025 target: 40%***      |

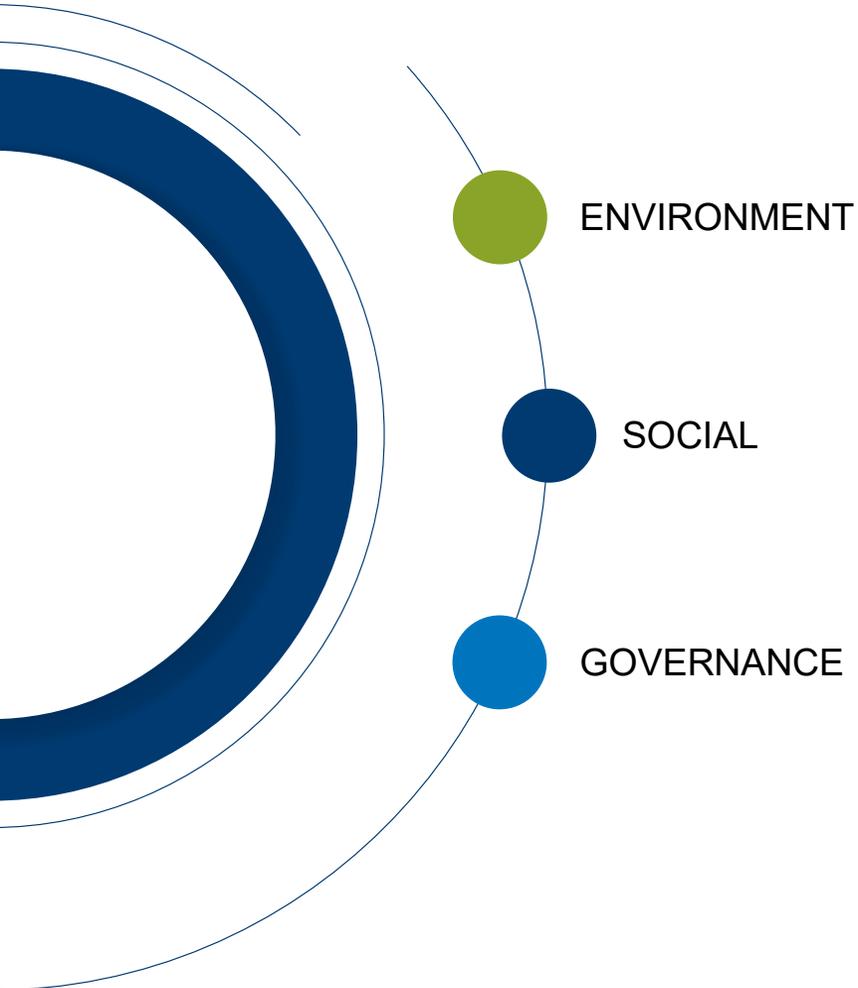
| SOCIAL |   |
|--------|---|
|        | <b>45%</b> Reduction in the annual <b>injury frequency rate (&gt;1 day of absence) y/y</b><br>y/y target: 30% ✓ |
|        | <b>17%</b> <b>Share of women in the workforce</b><br>2025 target: 20%   |
|        | <b>4%</b> <b>Yearly fluctuation rate as a result of voluntary resignations</b><br>2025 target: <4.5% ✓          |

| GOVERNANCE |  |
|------------|--|
|            | <b>90%</b> <b>Procurement volume covered by assessed suppliers</b><br>2025 target: 85% ✓                                   |
|            | <b>0</b> <b>No infringements, achieved by implementing the highest corporate compliance standards</b><br>y/y target: 0% ✓  |
|            | <b>0</b> <b>No event-driven profit warnings, achieved by detecting company risks at an early stage</b><br>y/y target: 0% ✓ |



# SHAPING A MORE SUSTAINABLE FUTURE

Our ESG commitment 2030



## Enabling the green transition

We provide INNOVATIVE, RESOURCE-EFFICIENT solutions for our customers and reduce the environmental footprint of our own operations.

## Supporting people to grow

We create a SAFE AND FAIR work environment that promotes equal opportunities and personal development.

## Governing with integrity

We uphold HIGH ETHICAL STANDARDS and responsible business practices across our operations and value chain.



# NEW ESG TARGETS 2030

Base year 2023

|             |                             |                               |                                       |   |  |
|-------------|-----------------------------|-------------------------------|---------------------------------------|---|--|
| ENVIRONMENT | E-impact revenue            | GHG emissions, absolute       | GHG emissions, relative               | Water use in water-stressed areas*            | <p>Residual waste</p>  |
|             | > 50%                       | Own operations -42%           | Own operations                        | -25%  |  |
|             |                             | Value chain -25%              | 18 → 10                               |   |  |
|             |                             |                               | t/MEUR                                |   |  |
| SOCIAL      | LTIFR                       | Women in leadership positions | Voluntary employee turnover           | Employee engagement index                     | <p>* Water-stressed areas as defined in WRI Aqueduct.</p> <p>** Total external purchasing volume from suppliers with over EUR 250,000 annual spend in the past two years, and new suppliers with over EUR 25,000 spend in the current year</p> |
|             | < 1                         | > 15%                         | < 4%                                  | > 75%   |  |
|             |                             |                               |                                       |   |  |
|             |                             |                               |                                       |   |  |
| GOVERNANCE  | Supplier prequalification** | Supplier social audits        | Sustainability-rated suppliers***     | Certified sustainability management index**** | <p>*** External ESG rating integrated into Supply Chain IT tools</p> <p>**** Index covers key sustainability-related ISO standards for environment, energy, OHS, quality, and compliance management</p>  |
|             | > 90%                       | > 100 in total                | 20,000 suppliers rated by third party | 100 of the set 2030 target                    |  |
|             |                             |                               |                                       |   |  |
|             |                             |                               |                                       |   |  |



# ESG PERFORMANCE IS EXTERNALLY RECOGNIZED

Gold in EcoVadis and Prime in ISS ESG, climate targets now validated by the SBTi

2025 ————— • 2024 ————— •

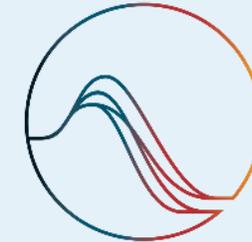
GOLD  
TOP 5%



RATING  
PRIME



RATING  
ESG SCORE 47



SCIENCE  
BASED  
TARGETS

DRIVING AMBITIOUS CORPORATE CLIMATE ACTION

RATING  
MEDIUM RISK  
(9/2025: SCORE 20.5)



RATING  
BBB



RATING C



ANDRITZ commits to reduce absolute scope 1 and 2 GHG emissions 42% by 2030 from a 2023 base year. ANDRITZ also commits to reduce absolute scope 3 GHG emissions 25% within the same timeframe.



# BROAD RANGE OF GREEN PRODUCTS TO REDUCE GLOBAL CARBON FOOTPRINT

ANDRITZ Green Products\* strongly support customers to reach their sustainable goals

## PULP & PAPER

- Biomass and multifuel boilers for green heat and power production
- Air and energy systems for paper decarbonization
- Cellulose-based nonwovens
- Textile recycling

## HYDROPOWER

- Turbines and generators for all types of hydropower stations
- Pumped storage hydropower (green battery)
- Enabler for other renewable energies (wind, solar) thanks to its flexibility

## ENERGY & ENVIRONMENT

- Water management, irrigation, desalination
- Green hydrogen
- Waste/sludge-to-value
- Biofuel
- Air emission reduction
- Food & feed valorization

## METALS

- Production lines for fuel cells and battery cell cases
- Equipment for AHSS steel for automotive light-weight design
- Acid regeneration plants
- CO<sub>2</sub> reduction technologies for heating, annealing and galvanizing processes

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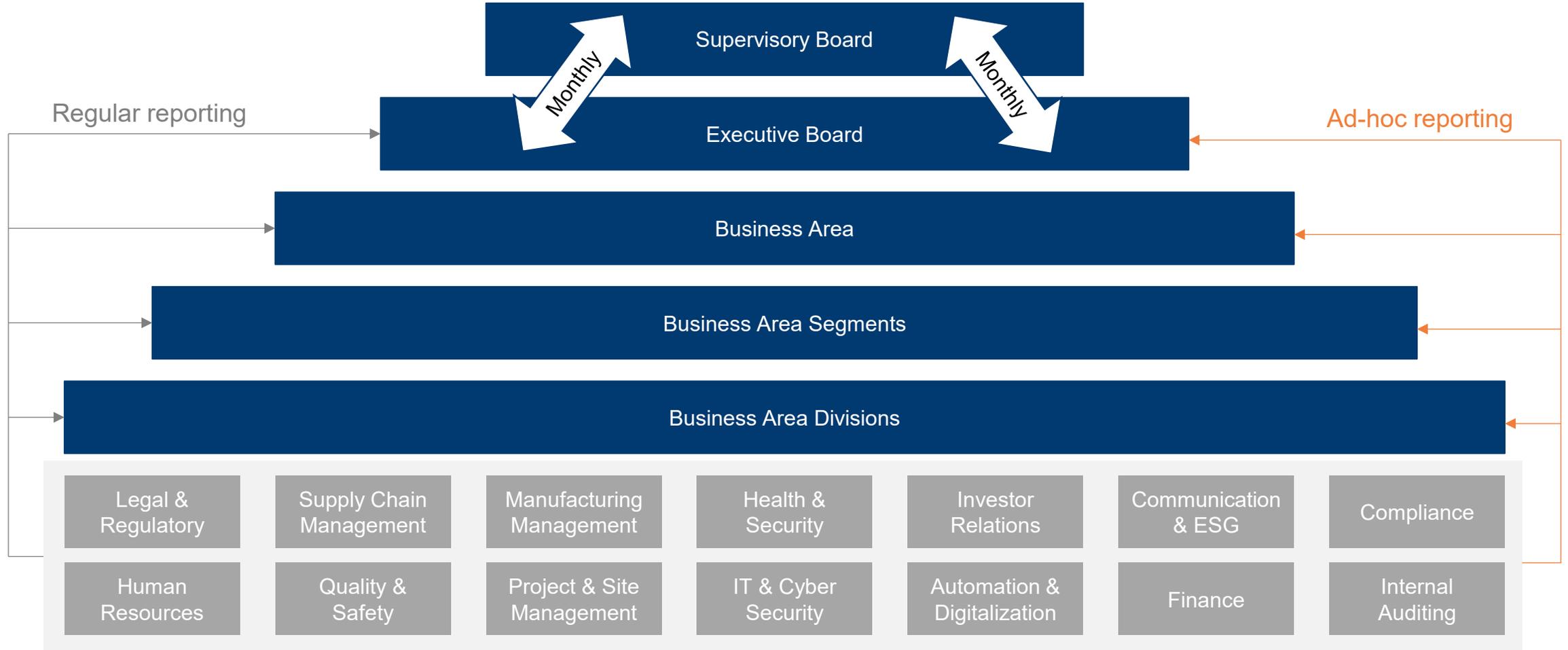
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**8** APPENDIX

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# RISKS ARE ROUTED TO THE APPROPRIATE DEPARTMENTS FOR TIMELY & EFFECTIVE RESPONSE



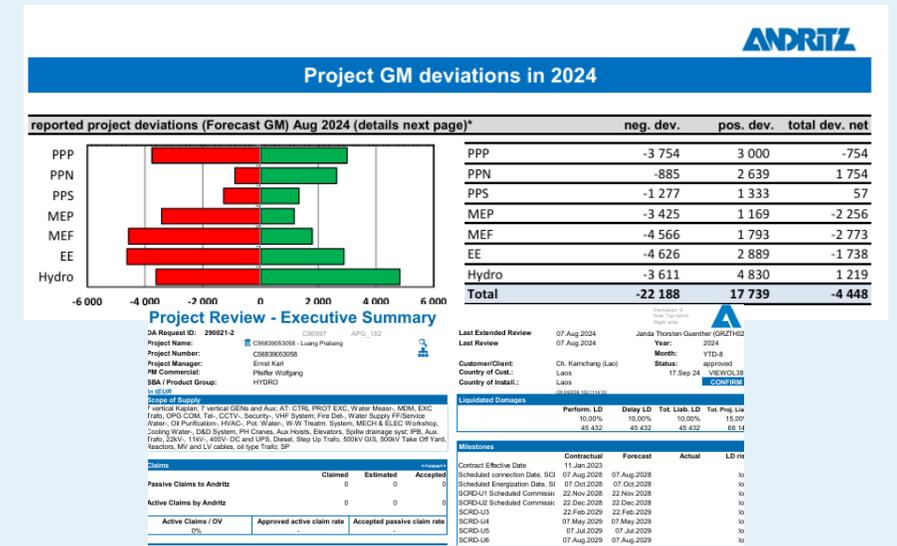


## PROJECT RISKS

- **Business Process Map** for sales and project execution
- **Comprehensive assessing** risks during the sales phase with special focus on costs and delivery times
- Implemented ANDRITZ tool **SCAP** (Sales Contract Approval Process) ensures **systematic evaluation** and check of contract risks against standard terms
- **Periodic project reviews and controls** via project controlling, order and project financing controls, quality and safety controls, litigation reports

## OVERALL COMPANY RISK MANAGEMENT

- **Systematic assessment** of both **global risks** assessed centrally and **local risks** (for all Group companies with >50 MEUR turnover)
- Identified and assessed risks illustrated on **Risk Inventory Heat Map** featuring two-dimensional **Risk Ratings**
- **Risk Mitigation** via controls & tools and **Consultation** between Controlling, department heads, CFO and Executive Board



| 2022        | Before mitigation | After mitigation | identified risks after | impact -> | insignificant | minor   | moderate | major | catastrophic |
|-------------|-------------------|------------------|------------------------|-----------|---------------|---------|----------|-------|--------------|
| Low         | 3                 | 20               |                        |           |               |         |          |       |              |
| Moderate    | 40                | 55               |                        |           |               |         |          |       |              |
| Significant | 32                | 0                |                        |           | 1             | 2       | 3        | 4     |              |
| High        | 0                 | 0                |                        |           |               |         |          |       |              |
|             |                   |                  | very probable          | 5         |               |         |          |       |              |
|             |                   |                  | probable               | 4         |               |         | 0 (4)    |       |              |
|             |                   |                  | possible               | 3         |               | 6 (21)  | 0 (18)   |       |              |
|             |                   |                  | unlikely               | 2         | 3 (1)         | 53 (29) | 1 (7)    |       |              |
|             |                   |                  | remote                 | 1         | 5 (1)         | 15 (2)  |          |       |              |

number of risks in respective category:  
 (x) -> before mitigation | x -> after mitigation measures



# ANDRITZ CYBER SECURITY AT A GLANCE

ANDRITZ applies effective Cyber Security for IT & OT compliant with international regulations



**Group wide policy and governance framework** following CISA, CIS and ISO/IEC best practices



Effective **IT Cyber Security for foundational IT**  
→ IT Infrastructure is integrated and reporting to IT Cyber Security department



**IT & OT protection convergence** with tailored integration of OT risk and asset management into IT monitoring and security processes



**Regular cyber security audits** for ISO27001 and TISAX as well as NIS2 compliance - all integrated into the Information Security Service Management



**Yearly Cyber Insurance reviews** including renewals of Cyber Insurance policies



Established processes to **protect diverse global workforce rights** complying with e.g. GDPR or PIPL



**Electronic and physical data protection** for company and customer data complying with e.g. GDPR or CCPA



**Monthly reporting** of status and events for Cyber Security to ANDRITZ management

# PROTECTING IT/OT ASSETS WITH GLOBAL LEADERS



## Turning Cyber Risk into Resilience and Confidence

Top cyber insurer requirements, ISO27001 and NIS2 controls are covered:



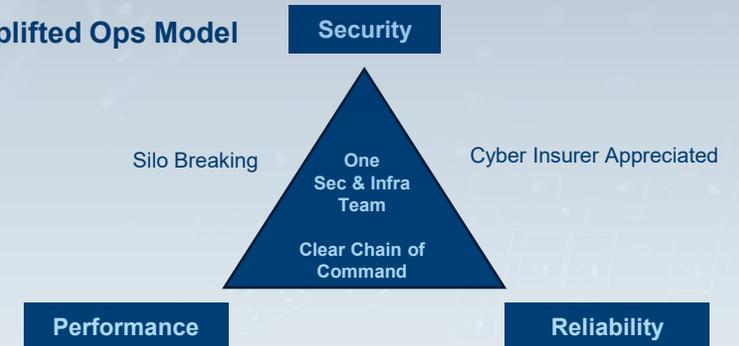
- Multifactor Authentication (MFA)
- Endpoint Detection & Response (EDR)
- Privileged Access Management (PAM)
- Patch and Vulnerability Management
- System Hardening & Backup
- Incident Response

**2019 attempted cyber attack – contained before material impact; catalyst for a faster, stronger security operating model**

- **Severe attempt, contained** – Attempted attack was contained before material impact. No data exfiltration, no impact on revenues/operations.
- **Disciplined post-incident learning** – extensive lessons learned with external, military-grade cybersecurity experts; clear actions tracked to closure.
- **Operating model uplift** – One global Security & Operations unit created; legacy infra teams consolidated into security ops with a clear global chain of command and silo-breakers.

| Partner                          | Market Position   | Partner Service Overview   |
|----------------------------------|---|--|
| <b>Deutsche Telekom Security</b> | <b>iSG Provider Lens™</b><br>2025 named leader in technical, strategic and Next-Gen SOC services DACH | <b>Managed Security Service Provider (MSSP)</b> - selected after competitive global RfS; 24/7 SOC/MDR; strong cultural fit, roadmap vision and alignment.          |
| <b>CrowdStrike</b>               | <b>Gartner™</b><br>MQ 2025 named leader Endpoint Protection Platforms                                 | <b>AI-native EDR, XDR, next-gen SIEM</b> and cloud protection reduce dwell time and accelerate response, improving resilience and SOC efficiency materially        |
| <b>Microsoft Security</b>        | <b>Gartner™</b><br>MQ 2024 named leader Access Management   | <b>Unified identity and data security</b> – MFA, conditional access, DLP and insider risk. Strengthen compliance posture and reduce breach impact at global scale. |
| <b>Armis</b>                     | <b>Gartner™</b><br>MQ 2025 named leader Cyber-Physical Systems Protection Platforms                   | <b>Full IT-OT asset inventory and risk / vulnerability management</b> drive faster segmentation, prioritized remediation, and safer IT/OT convergence Group wide.  |
| <b>Coldread</b>                  | Emerging category – no current MQ/Wave/MarketScape coverage   | <b>Complementary EDR protection layer</b> covers for EDR-kill attempts, preserves telemetry, and accelerates forensics for rapid recovery and business continuity. |

### Uplifted Ops Model



# STRONG KPI AND CLEAR GOVERNANCE



## Cyber Security Steering Committee

### **The ANDRITZ Cyber Security Steering Committee (CSSC) – making cyber security a group responsibility**

#### **What we do**

The CSSC is setting cyber strategy, prioritizing risks, approving investments, and overseeing execution across IT and OT, aligning leadership and business units.

#### **Why we do it**

To address evolving threats, regulatory obligations, and complexity, the CSSC is streamlining decisions, clarifying accountability, and accelerating security modernization with enterprise-wide coordination.

#### **Direct impact**

Stronger governance, measurable risk reduction, faster incident response, improved audit-readiness, optimized spending, better external ratings, and durable resilience.

**Members:** CEO, CFO, CHRO, Head of IT, Head of Legal, Head of Manufacturing, Head of Security

# STRONG KPI AND CLEAR GOVERNANCE



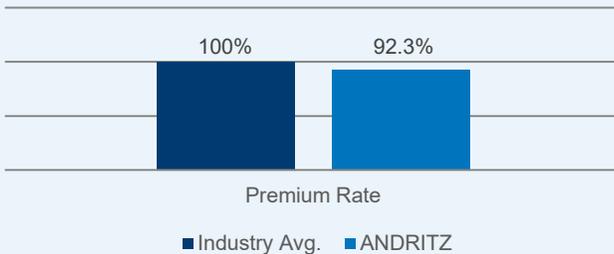
Top performer in NIS2 compliance, cyber insurance costs below market average

## ANDRITZ ranks among the top performers in NIS2 compliance

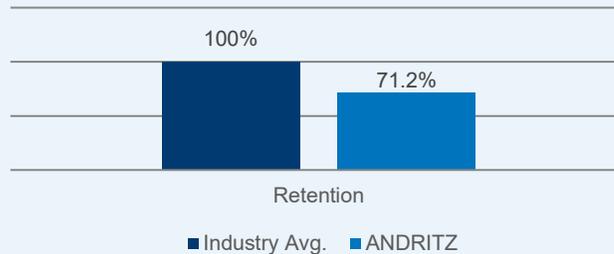
- 125 A rating from KSV1870, a creditor protection company.
- ANDRITZ maintains ISO 27001 certification and controls, underscoring our commitment to security and regulatory excellence.

## ANDRITZ Cyber Insurance costs are below market average

Costs per Mio. Coverage

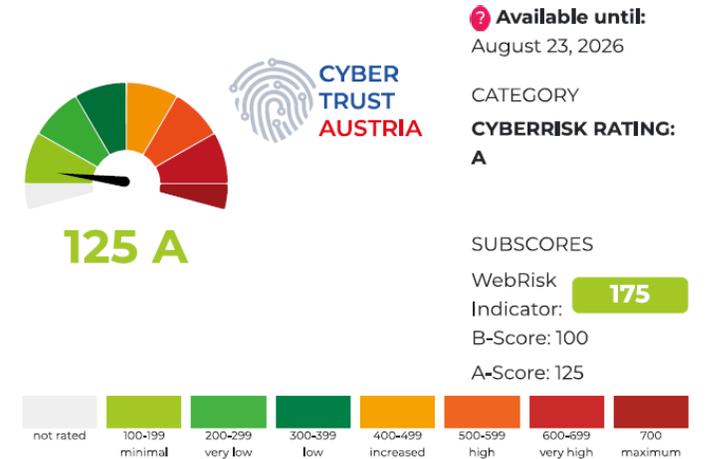


Retention / Deductable



Source: Marsh – Peers considered in the manufacturing sector for 2025 with a revenue range of USD 6.5 – 13 bn

## CyberRisk Rating by KSV1870 for Andritz AG



# STRONG KPI AND CLEAR GOVERNANCE

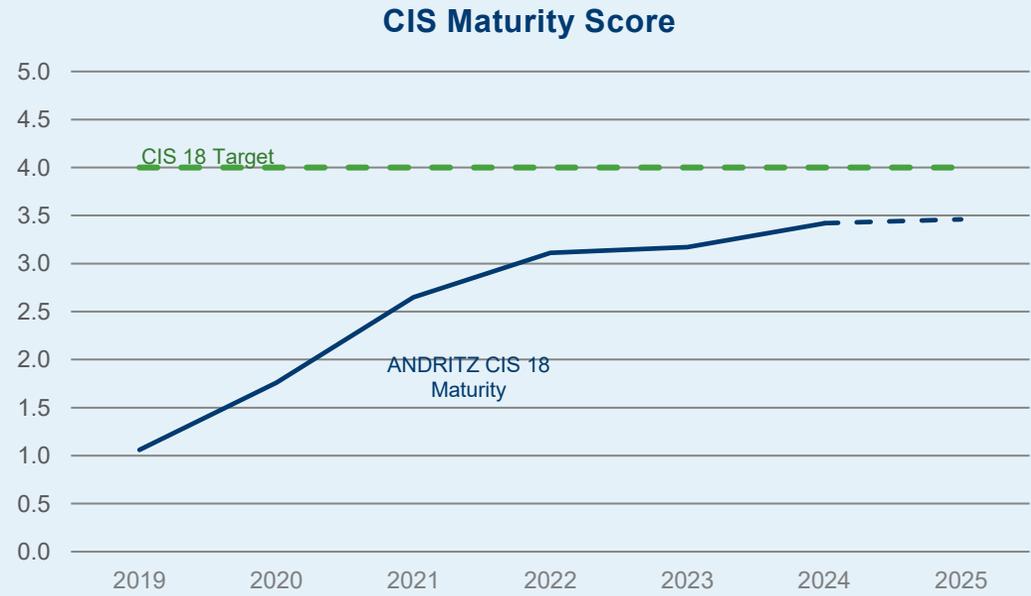


CIS Maturity Score – aligning with CIS 18 target

ANDRITZ aligns with **CIS 18 Critical Security Controls**, a well accepted cybersecurity evaluation framework

This rating is **independently verified by MSECBC**, a Canadian ISO certification authority.

**Target to achieve a 3.46 maturity score by end-2025 and aim for level 4**





# CYBERSECURITY OF PRODUCT/DELIVERY SECURED

## OT Cybersecurity from Design to Service



2018 Established CS JV OTORIO in Tel Aviv to develop OT CS products.

2025 OTORIO is acquired by Armis to strengthen Armis' OT CS portfolio.  
Partnership with Armis established

| Cybersecure Product Development           | Cybersecure Project Deliveries                      | Cybersecure Remote Service    |
|--|--|--|
| <p>Tools, rules and governance in product development</p> <hr/> <p>Product gate test</p> <p>✓ Rolled out since Q2 2021</p> | <p>Tracking of projects incl. own, 3rd party and network products</p> <hr/> <p>Project gate test</p> <p>✓ Rolled out since Q3 2023</p> | <p>Protection for our customers and ANDRITZ from malware</p> <hr/> <p>State-of-the-art user authentication and user administration</p> <p>✓ Rolled out since Q3 2023</p> |

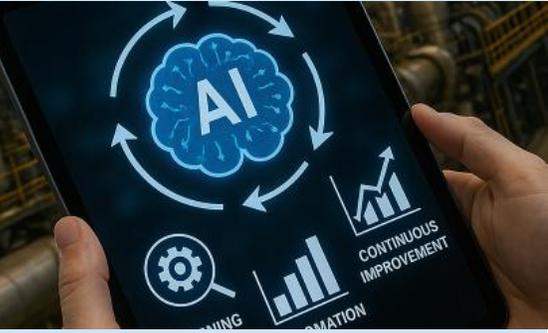


**CERTIFIED STANDARDS:** IEC 62443-4-1 | IEC 62443-2-4 | ISO/IEC 27001 | TISAX

# PRODUCTS & DELIVERIES EMPOWERED BY AI



## External spotlights

|  |  |  |  |
|--|--|--|--|
| <p><b>Generative AI / LLM</b> </p>        | <p><b>Computer Vision</b> </p>                      | <p><b>Machine Learning</b> </p>                       | <p>  </p> |
| <p><b>METRIS COPILOT</b></p>   | <p><b>PROCEMEX</b></p>   | <p><b>AI BASED PROCESS CONTROL</b></p>   | <p><b>EQUITY PARTICIPATION in PSIORI (since 2018)</b></p>  |
|    |    |   |   |
| <p>Industrial AI assistant for optimization, anomaly detection, automation, and intelligent decision support</p>           | <p>AI-powered vision intelligence optimizing paper production through smart monitoring, inspection, and automation</p>                 | <p>AI driven process control optimizing production through learning, automation, and continuous improvement.</p>                         | <p>Several advanced AI solutions for industrial automation, including the autonomous logyard</p>   |
| <p><b>ROLLOUT-STATE</b></p>  | <p><b>ROLLOUT-STATE</b></p>  | <p><b>ROLLOUT-STATE</b></p>  | <p><b>ROLLOUT-STATE</b></p>  |
| <p><b>Multiple Customer Pilots</b> </p> | <p><b>1000 installations in 40 countries</b> </p> | <p><b>In Development, first Customer Pilot</b> </p> | <p><b>Several AI projects live</b> </p>   |



# VALUE-ADD STRUCTURE EMPOWERED BY AI

## Internal spotlights



**AI Competence Center**

A virtual team of experts from across the organization – aligned to drive impact and scale

Governance
Orchestration
Support
Exploration

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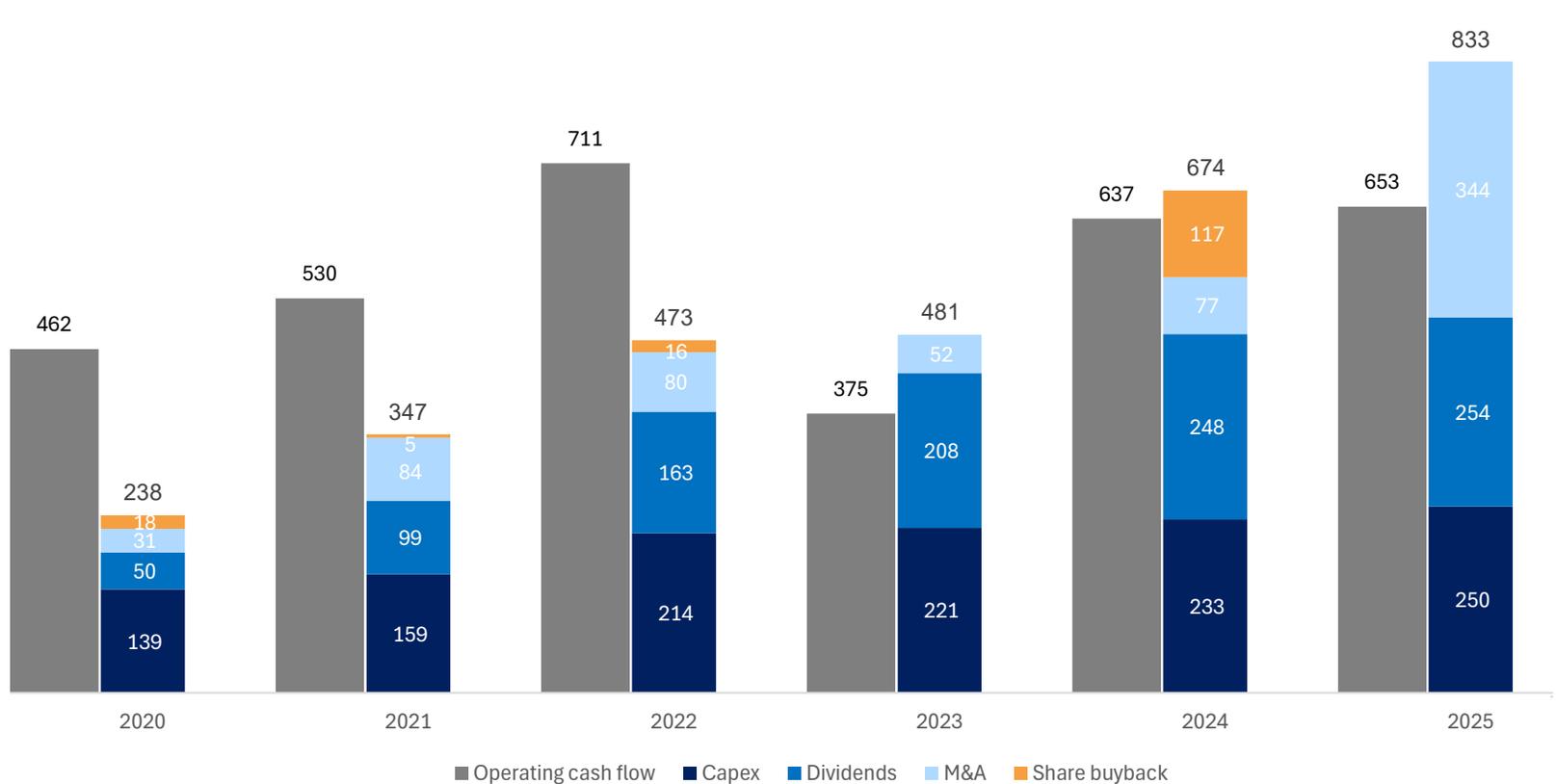
**8** APPENDIX

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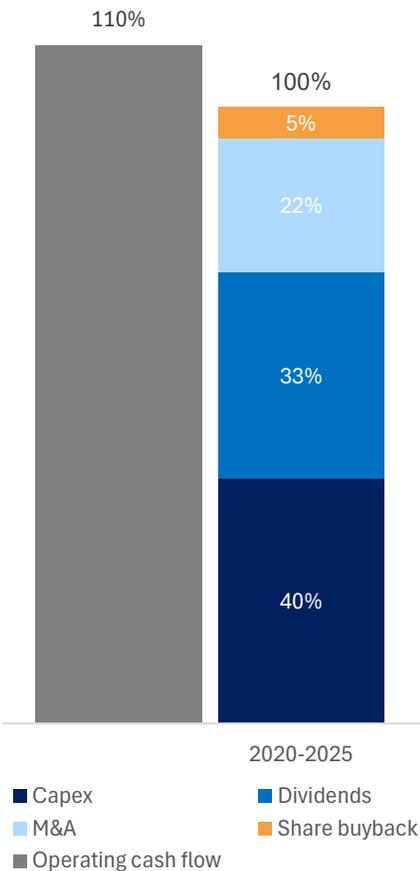


# INCREASED SPENDING ON CAPEX, M&A & DIVIDENDS – SHARE BUYBACK AS FLEXIBLE OPTION

GRADUALLY ENHANCED CAPITAL ALLOCATION (in € mn)



BALANCED AND COVERED BY OPERATING CASH FLOW BY 110%





# REVIEW OF SHARE BUYBACK 2024

## Recap of Share Buyback Program 2024

- Based on existing authorization granted by the 116th Annual General Meeting on 29 March 2023
- Purchase of up to 2,080,000 shares – equal to 2.00% of the company's voting share capital
  - Use of shares for all purposes in accordance with the authorization, including as a contingency for future share option programs
  - Purchased between 5 Aug 2024 and 31 Jan 2025
- Maximum amount to be paid:
  - Not more than 10% higher than the average unweighted closing price on the Vienna Stock Exchange
  - During the ten trading days preceding the exercise of this authorization (EUR 61.699)
- The minimum price must not be below the proportional amount of the share capital per share (EUR 1)

- **Program completed and ended on 2 December 2024**
- **2,080,000 shares acquired for 116.6 MEUR**
- **Weighted average price of 56.06 EUR**

## Details and use of Treasury Shares

- Current position of 6.1m shares or 5.9% of share capital
- Existing authorization to buy additional 4.1% until March 2026
- Constant outflow of treasury shares from:
  - SOP Programs: c.800-900k shares distributed per program (SOP 2020 & 2022)
  - Employee Share Programs: c.50k shares per annum
  - New Executive Board Remuneration Policy
- Source of internal financing in case of sale

## Potential new 10% Authorization for the Purchase and Sale of Treasury Shares

- Capital market custom of renewal of authorization
- Potentially same terms as in previous AGM resolution proposals

# STRATEGIC PILLARS AND FUTURE AMBITIONS



## Support of long-term profitable growth strategy

- **Stability in the Executive Board and Supervisory Board**, strong focus on internal succession
- Support of mgmt. strategy and major strategic pillars: **Digitalization, Decarbonization and Customer Service**
- Focus on profitable growth: monitor progress towards **medium-term targets of 9-10 BEUR revenues and more than 9% comparable EBITA margin**
- Encourage the further development of (green) **growth areas and the progress towards ANDRITZ's ESG targets in 2030**
- Help maintain a balanced capital allocation strategy:
  - Maintain disciplined M&A focusing on strategic targets
  - Dividend strategy with more than 50% payout
  - Capex focus on digitalization, innovation and R&D

## DRIVE SHAREHOLDER VALUE

Improve the company valuation, outperform peers in total shareholder return perspective

# CHAPTER OVERVIEW



**1** ANDRITZ AT A GLANCE

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**2** SUPERVISORY BOARD

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**3** EXECUTIVE BOARD

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**4** EXECUTIVE REMUNERATION

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**5** ESG AT ANDRITZ

**6** RISK MGMT, CYBER SECURITY & AI

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**7** SHARE BUYBACK

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**8** APPENDIX

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# PRELIMINARY AGENDA OF THE 119TH AGM

## ANNUAL GENERAL MEETING 2026 – Preliminary Agenda

|    |   |
|----|---|
| 1  | <b>Presentation of the annual financial statements</b> including the management report and corporate governance report, the consolidated financial statements, the group management report including the consolidated sustainability statement, the proposal for the appropriation of profits, and the report of the Supervisory Board for the 2025 financial year. |
| 2  | Resolution on the <b>appropriation of net retained profits</b>  |
| 3  | Resolution on <b>discharge of the members of the Executive Board</b> for the 2025 financial year  |
| 4  | Resolution on <b>discharge of the members of the Supervisory Board</b> for the 2025 financial year  |
| 5  | Resolution on the determination of <b>remuneration for the members of the Supervisory Board</b> for the 2025 financial year   |
| 6  | <b>Election of the auditor</b> and group auditor as well as the auditor for the consolidated sustainability reporting for the 2026 financial year   |
| 7  | <b>Election of two people to the Supervisory Board</b>  |
| 7a | <b>Dr. Wolfgang Leitner</b>   |
| 7b | <b>Jürgen Fechter</b>   |
| 8  | Resolution on the <b>remuneration report</b>  |
| 9  | Resolution on authorizations for the Executive Board in connection with the <b>acquisition and sale of treasury shares</b>  |