



Leading in
Consumer Packaging

Fit-For-Future

TOGETHER



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Management Report

1 POSITIONING OF THE MM GROUP AND THE DIVISIONS¹⁾

Group

Leading in Consumer Packaging

The MM Group (MM) is a global leader in consumer packaging. Its portfolio includes cartonboard and folding cartons as well as an attractive offer in kraft papers, uncoated fine papers, leaflets and labels. As a company with long-term orientation, MM promotes sustainable development through innovative and recyclable paper and packaging and products. Its business activities are managed in three divisions with independent profit responsibility.

The **MM Food & Premium Packaging** division is a leading producer of folding cartons in Europe and maintains strong positions also in several markets outside Europe. It covers a wide range of sectors in the field of packaging for consumer goods. Business is conducted with large multinationals as well as local consumer goods producers.

The **MM Pharma & Healthcare Packaging** division is a market leader for secondary pharma packaging in Europe and North America. With an attractive position in GLP-1 analogues, its global production network supplies leading pharma companies worldwide with folding cartons, leaflets and labels.

The MM Board & Paper division is a leading European cartonboard producer (excl. liquid packaging cartonboard) with an attractive position in kraft papers and uncoated fine papers. The portfolio of fibre-based, sustainable and innovative packaging solutions has been continuously expanded in recent years. Extensive investments have improved quality, environmental performance and production efficiency. In 2025, around 15 % of its cartonboard production was supplied to the two Packaging divisions, whilst the majority was sold externally. The main reasons for this are the lower total purchases of the two Packaging divisions, direct cartonboard purchases by consumer goods producers (direct deals), MM's limited range of speciality cartonboard grades, and geographical positioning. Overall, the Packaging divisions bought 33 % of the cartonboard tonnage processed internally from MM Board & Paper.

Circular economy an integral part of our business

Demand for cartonboard packaging is closely linked to private consumption. Cartonboard is the key raw material for folding carton packaging, one of the most important and, at the same time, most sustainable primary packaging material for daily consumer goods. It provides protection, brand visibility and, compared to alternative materials, particularly resource-efficient value creation from renewable and repeatedly recyclable fibre materials. A responsible circular economy is thus firmly embedded in the MM Group's business.

Global presence with focus on Europe

Due to transport and service-related requirements, packaging production is mainly regionally organised. In addition to the production focus in Europe, MM is present in North and South America as well as in parts of Asia. We also hold a leading market position in the US, particularly in the Pharma & Healthcare sector.

Cartonboard and paper products are supplied to over 100 countries worldwide, with a particular focus on Europe. The aim is to further strengthen sales outside Europe as well. Our kraft papers are used in the food

¹⁾ This chapter covers the contents of ESRs 2.40

and gastronomy industry as well as in the laminate industry, whilst uncoated fine papers are sold especially to European paper and office supply retailers.

Fit-For-Future with focus on efficiency, sustainability and innovation

The strategic focus of the MM Group is based on efficiency, sustainability and innovation. In recent years, MM has implemented extensive transformation and investment programmes aimed at technological modernisation and capacity optimisation. Smaller machines were decommissioned, structures were continuously adapted to market needs and central group functions as well as the use of state-of-the-art technologies have been specifically further developed. Since entering the pharma packaging business at the end of 2022, a new growth area with an attractive position in the field of GLP-1-analogues has been opened up.

In 2025, MM has once again received the “triple A” rating from the environmental organisation CDP for its leading transparency and performance in Climate Change, Forests and Water Security, placing it among Europe’s top companies. Its carbon footprint has been further improved, the number of occupational accidents has been reduced once again.

Despite challenging market conditions, MM is solidly positioned as an European market leader. A well-invested asset base, combined with a consistent focus on cost, technology and innovation leadership, provide the foundation for sustainable competitiveness. Increasing this and profitability in a sustainable and structural manner is the aim of the Group-wide Fit-For-Future programme, which was launched Group-wide in 2025.

MM Food & Premium Packaging

A leading global folding carton producer

MM Food & Premium Packaging is a world-leading manufacturer of folding cartons. With 29 sites across Europe, America and Asia, we have a geographically well-positioned production network from which we supply our customers competitively and with a high level of supply reliability. Since folding carton packaging has a limited delivery radius due to transport and service requirements, it is generally considered a regional product.

The division supplies the food sector as well as premium & speciality segments, and the beauty & personal care sector. In 2025, 5,742 employees generated sales of around EUR 1.5 billion. The main market is Europe. Our aim is to supply our customers consistently with high quality from geographically well-positioned, highly competitive production sites. Therefore, we use the latest pre-print, print and finishing technologies to ensure the highest standards.

As part of our focus on our core business, we have successfully completed the sale of the TANN Group, a leading global manufacturer of tipping paper.

The production of folding cartons involves several process steps: printing on cartonboard, die-cutting, creasing and cutting into blanks, followed by folding, gluing and finishing according to the requirements of the respective customer industries. The boxes are shipped in a folded state to save space, and filling is predominantly carried out by customers at their own packaging lines. In addition to its core business, the division manufactures shaped boxes, microflute and paper-based packaging for highly customised, fibre-based and more sustainable solutions.

Corrugated cartonboard production is a separate industry sector with specific products and markets, and plays a minor role within the division. There is an overlap in the area of consumer goods packaging made of fine flute (micro-flute), which is produced at specialised sites. These products combine the high stability of corrugated cartonboard with the excellent printability of coated board.

Wide industry coverage and customer-oriented specialisation

MM Food & Premium Packaging covers a wide range of industries with packaging solutions for everyday consumer goods. The market segment Food accounts for approx. 47 % of sales and Premium & Specialities for approx. 53 %. The latter includes, among others, home care, personal care, beauty, cigarette, luxury, e-commerce and electronics. The organisation in specialised business units allows for precise alignment with different market and product requirements and ensures an efficiently managed value-added process.

Around 88 % of revenue is generated with multinational groups, with supplies typically arranged through multi-year agreements following upstream tendering processes. The remaining part of sales goes to local customers. In total, MM Food & Premium Packaging currently supplies around 1,100 customers worldwide.

Cartonboard – a key raw material for the production of folding cartons

Cartonboard is the most essential raw material and cost factor for the production of folding cartons. Its selection depends on functional packaging requirements and the specific needs of different consumer goods sectors. The procurement of recycled and virgin fibre-based cartonboard and paper is carried out by a central purchase organisation. With international consumer goods manufacturers, the purchase of cartonboard is often decided or negotiated directly by the customer (“direct deals”). Price changes for cartonboard are generally taken into account in sales price formation through contractual clauses referencing benchmark values. In addition to cartonboard and paper, inks, varnishes and tools are among the most important input factors in packaging production. The personnel intensity is significantly higher in packaging than in cardboard production.

Strengthened competitiveness

In recent years, we have made targeted investments in expanding our production capacity, as well as in modernising our machinery and ensuring its future-oriented geographical focus. These measures have further strengthened our operational capabilities and created additional growth opportunities for our customers.

Sustainable and innovative for further growth

Sustainability is a top priority for us. Accordingly, we are constantly working on innovative solutions to reduce our carbon footprint. We already use photovoltaic systems at several sites and are thereby continuously increasing the proportion of renewable energy. We also support our customers with space-saving packaging that reduces material usage and transport volumes. We place a particular emphasis on alternatives to plastic packaging – such as innovative systems like “Carton Cavity”, which replaces plastic trays with cartonboard inserts, or “GreenPeel”. These solutions follow the clear trend towards fibre-based, recyclable packaging and contribute to meeting regulatory requirements.

MM Food & Premium Packaging is committed to long-term organic growth and selective acquisitions. The focus lies on continuously enhancing our competitiveness and innovative strength, as well as targeting attractive future markets. Supported by the Group-wide Fit-For-Future programme, rising productivity and consistently customer-focused, innovative solutions, the objective is to secure a solid level of profitability for the future as well.

MM Pharma & Healthcare Packaging

Leading in pharma secondary packaging

MM Pharma & Healthcare Packaging is a leading supplier of pharma secondary packaging in Europe and the USA, offering a comprehensive product range. This includes folding cartons, leaflets and labels, which ensure a safe and reliable supply of medicines to patients. The division has a global production network of 24 sites across 9 countries and supplies over 600 customers, including the world's largest pharma companies and numerous CMOs (Contract Manufacturing Organisations). In 2025, the division generated sales of around EUR 0.6 billion with 3,473 employees.

Location network with attractive potential

The division mainly consists of the company groups Essentra Packaging (Europe and USA) and Eson Pac (Scandinavia) acquired in 2022, as well as Packetis (France), which was already acquired in 2015. As part of a comprehensive transformation process, the organisation, operational efficiency and financial performance have been considerably improved. Extensive investments and an intensive transfer of know-how from MM have contributed to the creation of a well-integrated, global production network that specifically aligned with the high regulatory and operational requirements of pharma packaging.

Focus on high performance, innovation and sustainability

Customers in the pharma industry expect the highest levels of delivery reliability, quality and flexibility. MM Pharma & Healthcare Packaging is well positioned to meet these requirements: a scalable, globally integrated production network, combined with the benefits of MM Board & Paper's virgin fibre-based cartonboard for pharmaceutical applications, ensure a consistently reliable and efficient supply. In addition, we offer tailored services – from the optimisation of packaging lines and process analyses to the improvement of supply chain processes.

As market leader, we consistently align our value proposition with the highest technological standards and sustainable solutions. Our focus lies on areas of key importance to pharma companies: patient safety, sustainability, counterfeit-proofing, as well as smart packaging concepts that minimise the use of plastic. Our innovations combine technical feasibility with economic viability.

We address a range of key requirements through "smart packaging", such as inventory and supply chain management, sustainability, product integrity and consumer interaction. This involves the use of various technological modules, such as RFID and NFC labels, e-fingerprints, QR codes or digital watermarks, which can be flexibly combined depending on the application.

Another key area of value addition is support for clinical studies. Through specialised packaging solutions, we ensure quality, consistency and efficiency all over the entire study process. In our know-how workshops, we also provide practical expertise on folding cartons, leaflets and labels to help customers solve problems in their packaging lines and optimise the entire secondary packaging supply chain.

Strategic focus on growth and increasing earnings

The division sees promising growth opportunities, particularly driven by the dynamic development in the field of GLP-1 therapies for obesity and diabetes, as well as by a rising demand in the oncology, medical devices and eye care segments. With the comprehensive investments made in recent years and the successfully integrated global production network, MM Pharma & Healthcare Packaging is well positioned to further expand its leading position in Europe and North America and reliably meet the growing demand for highly specialised pharma secondary packaging. The division also benefits from the Group-wide Fit-For-Future programme, which leverages structural efficiency potential and thereby supports a sustainable earnings improvement.

MM Board & Paper

Leading cartonboard producer with an attractive offer in kraft papers and uncoated fine papers

MM Board & Paper is a leading European cartonboard producer for the packaging industry (excl. liquid packaging cartonboard). The comprehensive fibre-based product portfolio includes various types of cartonboard and paper as well as pulp and is manufactured at seven production locations in Europe. In the financial year 2025, the division generated sales of around EUR 1.9 billion with 4,132 employees. The production mix comprised 56 % cartonboard, 16 % paper and 28 % pulp. Recycled fibres, which are purchased from external suppliers, account for around 53 % of the fibres used per year. Another 18 % consist of mechanical pulp, most of which is largely produced by ourselves at our cartonboard mills and in the fibre mill FollaCell in Norway. Pulp, which accounts for 29 % of the fibre demand, is produced to 88 % internally, while 12 % is purchased externally.

A wide range of applications – multi-mill concept ensures supply

Our cartonboard products are used in numerous consumer goods markets for every day consumer goods. The focus lies on Food, Premium & Specialities (Beauty & Personal Care, etc.) as well as Pharma & Healthcare. Kraft papers are supplied in particular to the food and gastronomy industry and the laminate industry, whilst uncoated fine papers are mainly in demand from paper and office supply retailers. The NSBK pulp (Northern Bleached Softwood Kraft) produced in the Polish mill MM Kwidzyn is largely used internally but is also sold on the international market.

MM Board & Paper's sales organisation is oriented towards meeting the individual requirements of each market segment with a high level of technical expertise. A key element is the multi-mill concept, whereby certain cartonboard qualities are produced at several plants in parallel. This guarantees high delivery reliability, consistent quality and short delivery times.

The main market of MM Board & Paper is Europe, where around 85 % of the sales volume was sold in 2025. In addition, a worldwide sales network strengthens the international presence, most recently expanded with a sales office in the USA. In total, MM Board & Paper supplies more than 1,800 customers in around 100 countries, primarily medium-sized folding carton manufacturers, consumer goods producers and the aforementioned customers in the paper sector.

Focus on efficiency, sustainability, quality and innovation

Since the latest comprehensive investment programme, which focuses on increased cost efficiency, improved product quality and sustainability, a wide range of measures to implement best practices has been driven forward Group-wide in order to secure sustainable leadership in costs, technology and innovation. Currently, the Fit-For-Future programme is at the centre of attention, from which the division has already benefited substantially. Alongside realising cost-saving potential, a significant focus lies on exploiting new market opportunities.

High-performance asset base

MM is continuously optimising production and has consistently aligned the product portfolio with market demands. Our cartonboard and paper products are currently produced on seven high-performance cartonboard machines and three paper machines at six mills. Each of the machines is clearly adapted to specific product qualities: three to recycled fibre-based cartonboard, two to virgin fibre-based cartonboard, one to white coated recycling liner and another can flexibly produce both recycled and virgin fibre-based cartonboard grades. In addition, two paper machines produce uncoated fine papers and packaging kraft papers, while another machine produces saturating kraft paper. The machines and mills are continuously kept up at the state of the art with a clear focus on optimally leveraging growth and efficiency potential.

Future-oriented fibre-based solutions

Cartonboard and paper are the preferred packaging materials among consumers. Therefore, MM Board & Paper's aim is to create new possibilities for the substitution of plastic packaging with environmentally friendly and innovative solutions made of cartonboard and paper. To accomplish this, we are continuously optimising existing products and develop, for example, innovative barrier concepts to facilitate the use of cartonboard as an alternative packaging material for a wide range of food products including liquid, chilled, frozen and greasy food. Although the impact of the trend towards plastic substitution on our cartonboard and paper sales remains difficult to quantify, nevertheless, our aim is to capitalise on this market trend in a targeted manner.

Fibres and energy central cost factors

Recovered paper is a strategic raw material for the production of coated recycled fibre-based cartonboard, whilst mechanical pulp is primarily used for virgin fibre-based cartonboard and pulp for kraft and fine papers. In addition, wood is used for pulp production. Energy, chemicals and logistics are other significant cost factors. The high-quality printability of cartonboard is reached through the application of a special coating made from chalk, fillers and binders to the outer surface of cartonboard.

MM Board & Paper sources its recycled fibres entirely from Europe, predominantly on the spot market. Due to the structural decline in print media and office papers, recovered paper will become a scarcer raw material in the longer term, despite high recycling rates and existing reserves of supply. However, we consider the supply for our mills to be secured. The supply situation for wood, a raw material sourced from sustainable forestry, is also generally considered stable, although volumes and prices may be subject to significant fluctuations. In terms of energy use, MM Board & Paper relies largely on natural gas, but is continuously expanding the share of renewable energies such as biomass and photovoltaics. In addition, self-sufficiency is being gradually increased and greater attention is being paid to the procurement of raw materials with a reduced carbon footprint.

Intense competition

MM Board & Paper is the only European supplier that operates several large production sites for both recycled and virgin fibre-based cartonboard. In addition, the Company is the only European cartonboard producer with a significant additional pillar in folding carton production, whilst the largest Scandinavian suppliers focus exclusively on virgin fibre-based cartonboard. Capacity development in the recycled fibre-based cartonboard sector in Europe has been driven for decades by the continuous technological modernisation of existing plants ("creeping capacity increase"). In the virgin fibre-based cartonboard sector, the structural shift away from graphic papers towards cartonboard packaging has created significant additional capacity. At the same time, a clear trend towards large, highly efficient plants for sustainable packaging solutions is continuing. In particular the virgin fibre-based cartonboard sector has seen a further significant capacity expansion, which, combined with trade policy uncertainties, is leading to a further increase in competitive pressure.

Against this backdrop, MM Board & Paper is consistently pursuing a strategic approach aimed at improving long-term profitability through cost management and structural measures.

2 DEVELOPMENT IN THE YEAR 2025

General economic situation

Economic development in Europe in 2025 was characterised by a slow and fragile recovery. Although inflation and energy prices declined and real incomes stabilised, private consumption remained subdued overall. Many households continued to act cautiously, increased their savings rates and responded sensitively to geopolitical risks as well as uncertainty in the labour and real estate markets. As a result, growth was primarily driven by government spending and selected export-oriented sectors, while industry and construction progressed only at a slow pace. In the United States, the picture was different: economic activity remained more robust, supported by a comparatively dynamic labour market and still resilient private consumption, even though its momentum weakened over the course of the year. Global trade overall showed muted development in 2025. Trade conflicts, protectionist tendencies and a greater regionalisation of supply chains weighed on the international distribution of labour. Overall, the economic environment remained challenging, with limited growth momentum and high uncertainty.

Industry development

In 2025, the cartonboard and paper industry recorded its third consecutive year of an exceptionally prolonged market downturn. Structural overcapacity and subdued consumer demand in Europe resulted in low capacity utilisation and pressure on prices and margins. Additional headwinds stemmed from trade tariffs with the US and increasing import pressure from Asia. The packaging sector showed a more heterogeneous picture, with weak European demand for folding cartons for daily consumer goods and regionally varying dynamics in Pharma & Healthcare, characterised by strong growth in the US and weaker demand, for example, in Central and South-West Europe.

Prices for essential raw materials showed a slight overall decline: recovered paper remained volatile with a downward trend towards year-end, pulp stabilised at a high level and wood prices exhibited moderate price movements. Energy prices eased compared with previous years but remained structurally elevated and continue to weigh on the competitiveness of European producers.

Against this backdrop, numerous companies are focusing on programmes to enhance efficiency, reduce costs and undertake structural adjustments. However, consolidation in the cartonboard industry made only slow and insufficient progress overall in 2025. The supplier structure in the European folding carton sector remains highly fragmented.

From today's perspective, no significant improvement in the market environment is foreseeable for 2026. The combination of weak demand, international competitive pressure, high structural costs and overcapacity suggests that consolidation pressure in the sector will persist, particularly in the cartonboard and paper sectors.

Development of business 2025

Group

In 2025 the MM Group demonstrated a solid performance in a challenging market environment characterised by ongoing soft consumer demand and overcapacity in the European industry and succeeded in increasing its adjusted operating profit compared to the previous year¹⁾.

In the packaging sector, the Food & Premium Packaging division managed to keep its adjusted operating margin at a solid level, while the Pharma & Healthcare Packaging division recorded an encouraging increase. The Board & Paper division showed an improvement over the previous year, primarily driven by cost savings, even though the profit level remained unsatisfactory.

Due to the imperative to structurally and sustainably strengthen profitability and competitiveness under ongoing challenging conditions, MM ramped up and accelerated its Group-wide Fit-For-Future transformation programme. By 2025, the programme had already contributed remarkable EUR 70 million to adjusted operating profit. Management is confident that it will achieve an earnings uplift of over EUR 250 million in 2027 compared to 2024, excl. TANN and market-related effects, subsequent to expecting an increase of over EUR 150 million at programme launch.

One-off effects at the operating profit level amounted to a total of EUR 25.6 million in 2025 (2024: EUR 0 million). These include income from the sale of TANN Group of EUR 125.1 million, offset by an impairment requirement for assets at Board & Paper of EUR 70.5 million and expenses from Fit-For-Future restructurings of EUR 29.0 million.

At EUR 77.0 million, the profit for the year was below the previous year's figure (EUR 110.5 million) as a result of significantly higher tax expense. In line with the revised dividend policy, which aims at a payout ratio of 40 % – 60 % of the profit for the year depending on net debt (net debt/equity 35 % – 55 %; net debt/adjusted EBITDA 1.5 – 2.5x), major planned investments, future prospects and the principle of dividend continuity, an 11 % increase in the dividend to EUR 2.00 per share (2024: EUR 1.80) will be proposed to the 32nd Annual Shareholders' Meeting on April 29, 2026 for the financial year 2025.

The Group's net debt could be reduced to EUR 913.7 million by the end of 2025 (December 31, 2024: EUR 1,078.7 million). Net debt to equity was 43 % and the net debt to adjusted EBITDA ratio was 2.2 (December 31, 2024: 51 %; 2.6).

Regarding the non-financial performance, we are pleased to report an 11 % reduction in absolute CO₂ emissions²⁾. The main reasons for this are the continued switch to renewable energy sources for electricity procurement and energy efficiency measures. The number of occupational accidents has been reduced once again.

Looking ahead, Food & Premium Packaging continues to pursue focused development at a high level, despite persistently cautious consumer behaviour. Pharma & Healthcare Packaging is expected to continue growing, particularly in the United States, while individual markets in Europe stay more subdued. In the Board & Paper division, market-related margin pressure remains challenging, but at the same time provides a strong incentive for further efficiency and quality improvements.

¹⁾ The comparison with the reported previous year is limited due to the sale of the TANN Group; please therefore refer to the pro forma key indicators excl. TANN.

²⁾ Scope 1 and Scope 2 market-based

MM's objective remains to uphold its cost, technology and innovation leadership in its core business cardboard packaging, even under ongoing challenging market conditions, through an attractive, sustainable offering and a determined transformation.

Consolidated income statements

Consolidated income statements (condensed version)

(in millions of EUR)	2025	2024	+/-
Sales	3,885.3	4,079.6	- 4.8 %
Adjusted operating profit ¹⁾	195.4	190.0	+ 2.8 %
Financial result and result from investments	(75.3)	(75.7)	n.m.
Income tax expense	(68.7)	(3.8)	n.m.
Profit for the year	77.0	110.5	- 30.3 %

¹⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

At EUR 3,885.3 million, the Group's consolidated sales were below the previous year's figure (2024: EUR 4,079.6 million) by 4.8 % or EUR 194.3 million. The decline is mainly attributable to the sale of TANN Group at the beginning of June. In the geographical breakdown of sales, the share of the core market Europe remained unchanged at 78.2 % (2024: 78.2 %), while the share of the Americas increased slightly to 11.0 % (2024: 10.1 %). The share of the rest of the world declined to 10.8 % (2024: 11.7 %). Intercompany sales rose to EUR 201.6 million (2024: EUR 192.7 million) and were primarily related to deliveries from MM Board & Paper to the two Packaging divisions.

Group sales by destination

(in %)	2025	2024
Europe (excl. BLR, RUS, TUR)	78.2 %	78.2 %
<i>thereof Austria</i>	1.9 %	2.1 %
The Americas	11.0 %	10.1 %
Rest of World	10.8 %	11.7 %
Total	100.0 %	100.0 %

Expenses

(in millions of EUR)	2025	2024	+/-	Percentage of sales	
				2025	2024
Cost of materials and purchased services	1,975.7	2,172.9	- 9.1 %	50.8 %	53.3 %
Personnel expenses	860.5	846.6	+ 1.6 %	22.1 %	20.8 %
Other operating expenses	707.1	688.9	+ 2.6 %	18.2 %	16.9 %
Depreciation and amortisation	219.7	228.0	- 3.6 %	5.7 %	5.6 %
Impairment and write-ups	76.3	0.5	n.m.	2.0 %	0.0 %

Cost of materials and purchased services amounted to EUR 1,975.7 million, below the comparative figure of the previous year (2024: EUR 2,172.9 million). This decrease was primarily attributable to lower expenses for energy, paper and fibres. Accordingly, their share of sales declined to 50.8 % (2024: 53.3 %).

Personnel expenses increased slightly to EUR 860.5 million (2024: EUR 846.6 million), with their share of sales rising from 20.8 % to 22.1 %.

Other operating expenses amounted to EUR 707.1 million, compared with EUR 688.9 million in the previous year, resulting in an increase in their share of sales to 18.2 % (2024: 16.9 %).

Depreciation and amortisation decreased from EUR 228.0 million in 2024 to EUR 219.7 million. Their share of sales amounted to 5.7 % (2024: 5.6 %).

Expenses from impairment and write-ups increased significantly to EUR 76.3 million (2024: EUR 0.5 million), primarily due to value adjustments of EUR 70.3 million in the MM Board & Paper division. This resulted in a share of sales of 2.0 % (2024: 0.0 %).

Material one-off effects on operating profit and EBITDA

(in millions of EUR)	Operating profit		EBITDA	
	2025	2024	2025	2024
Reported profit in accordance with IFRS	221.0	190.0	517.0	418.5
Income from sale of TANN Group (MM Food & Premium Packaging)	(125.1)	-	(125.1)	-
Impairment MM Kolicevo (MM Board & Paper)	70.5	-	-	-
Fit-For-Future restructurings	29.0	-	26.3	-
<i>MM Pharma & Healthcare Packaging footprint optimisation</i>	<i>15.2</i>	<i>-</i>	<i>13.6</i>	<i>-</i>
<i>Other Fit-For-Future restructuring expenses</i>	<i>13.8</i>	<i>-</i>	<i>12.7</i>	<i>-</i>
Total of material one-off effects	(25.6)	-	(98.8)	-
Adjusted by material one-off effects	195.4	190.0	418.2	418.5

The rise in adjusted operating profit by 2.8 % to EUR 195.4 million – pro forma excl. TANN +15.0 % – (2024: EUR 190.0 million) was primarily attributable to the MM Board & Paper division. The Group's adjusted operating margin increased to 5.0 % (2024: 4.7 %) and the adjusted return on capital employed amounted to 5.8 % (2024: 5.6 %). Adjusted EBITDA totalled EUR 418.2 million (2024: EUR 418.5 million), resulting in an adjusted EBITDA margin of 10.8 % (2024: 10.3 %).

Financial income decreased to EUR 16.5 million (2024: EUR 27.1 million), mainly due to lower cash and interest rates. The decline in financial expenses from EUR -82.9 million to EUR -53.4 million is largely attributable to lower interest levels for variable-interest financing and further repayments. "Other financial result - net" changed to EUR -38.5 million (2024: EUR -19.9 million), mainly owing to currency translations.

Profit before tax rose to EUR 145.7 million (2024: EUR 114.3 million), this increase primarily reflecting the TANN divestment. Income tax expense was up to EUR 68.7 million (2024: EUR 3.8 million), driven mainly by the reversal of loss carryforwards in the Board & Paper division, after loss carryforwards capitalised in the previous year – including those from former Essentra Packaging – had reduced the expense. This results in an effective Group tax rate of 47.2 % (2024: 3.4 %), with the Group's standard tax rate amounting to approximately 22.0 % (2024: 19.0 %).

Profit for the year, earnings per share

Profit for the year therefore reached EUR 77.0 million (2024: EUR 110.5 million), representing a net profit margin of 2.0 % (2024: 2.7 %). In the 2025 financial year, taking the share repurchase programme into account, a simple weighted average of 19,602,607 shares (2024: 20,000,000) was outstanding. Based on this, earnings per share amounted to EUR 3.86 (2024: EUR 5.41), calculated on the basis of net profit attributable to shareholders of the Company of EUR 75.6 million (2024: EUR 108.2 million).

Assets, capital, and liquid funds

Consolidated balance sheets (condensed version)

(in millions of EUR)	Dec. 31, 2025	Dec. 31, 2024
Non-current assets	2,942.9	3,013.2
Current assets	1,534.9	1,849.9
Total assets	4,477.8	4,863.1
Total equity	2,103.6	2,128.7
Non-current liabilities	1,403.7	1,660.7
Current liabilities	970.5	1,073.7
Total equity and liabilities	4,477.8	4,863.1

The Group's total assets of EUR 4,477.8 million as of December 31, 2025 were EUR 385.3 million below the figure at year-end 2024 (EUR 4,863.1 million). The Group's total equity decreased from EUR 2,128.7 million (December 31, 2024) to EUR 2,103.6 million, with the profit for the year being offset primarily by the dividend payment for 2024, the repurchase of own shares and currency translation. The equity ratio increased to 47.0 % (December 31, 2024: 43.8 %). Return on equity was 3.6 % after 5.3 % in the previous year.

Non-current assets amounting to EUR 2,942.9 million were below the previous year's level (EUR 3,013.2 million), largely attributable to depreciation and currency translation. Current assets decreased from EUR 1,849.9 million to EUR 1,534.9 million, primarily resulting from the sale of TANN.

Financial liabilities, mainly of a long-term character, decreased from EUR 1,631.1 million¹⁾ at year-end 2024 to EUR 1,412.1 million as of December 31, 2025 due to repayments. Furthermore, credit lines and credit facilities which can be used at any time were available to the Group at year-end 2025 in the amount of EUR 351.3 million (December 31, 2024: EUR 361.0 million).

With cash available to the Group totalling EUR 498.4 million (December 31, 2024: EUR 552.4 million²⁾), net debt decreased to EUR 913.7 million (December 31, 2024: EUR 1,078.7 million).

¹⁾ Balance sheet value of EUR 1,628.7 million as of December 31, 2024 after reclassification of the TANN Group's financial liabilities to other liabilities from "assets held for sale"

²⁾ Balance sheet value of EUR 520.9 million as of December 31, 2024 after reclassification of the TANN Group's cash to "assets held for sale"

Cash flow development

Consolidated cash flow statements (condensed version)

(in millions of EUR)	2025	2024
Net cash from operating activities	231.1	516.3
Net cash from investing activities	125.5	(188.7)
Net cash from financing activities	(376.6)	(520.6)
Effect of exchange rate changes	(34.0)	(12.1)
Net change in cash and cash equivalents (< 3 months)	(54.0)	(205.1)
Cash and cash equivalents (< 3 months) at the end of the year	498.4	552.4
Less cash and cash equivalents recognised as assets according to IFRS 5	0.0	(31.5)
Cash and cash equivalents (< 3 months) at the end of the year (in the consolidated balance sheet)	498.4	520.9

Cash flow from operating activities changed to EUR 231.1 million, which was EUR 285.2 million below the comparative figure for the previous year (2024: EUR 516.3 million). This decline was mainly attributable to a build-up of working capital. In parallel, free cash flow declined from EUR 302.2 million to EUR 11.1 million.

Cash flow from investing activities amounted to EUR 125.5 million, compared to EUR –188.7 million in the prior year. This development was primarily driven by proceeds of EUR 343.3 million from the sale of the TANN Group. Cash outflows for the acquisition of property, plant and equipment as well as intangible assets totalled EUR 232.7 million, following EUR 220.9 million in the previous year.

Capital expenditure at MM Food & Premium Packaging amounted to EUR 68.1 million (2024: EUR 58.3 million) and focused on technological modernisations at selected sites.

Capital expenditure at MM Pharma & Healthcare Packaging totalled EUR 44.2 million (2024: EUR 55.8 million), with focal points on the renewal and expansion of machinery and equipment.

Capital expenditure at MM Board & Paper amounted to EUR 123.1 million (2024: EUR 106.8 million), primarily relating to a continuous pulp digester in Kwidzyn, Poland, as well as technological upgrades at the other mills.

Cash flow from financing activities changed, due to repayments, from EUR –520.6 million to EUR –376.6 million. In 2025, lower repayment amounts were offset by cash outflows for the buyback of treasury shares.

Pro forma Group Key Indicators (Excl. TANN Group)

(consolidated, in millions of EUR)	2025	2024	+/-
Consolidated sales	3,796.6	3,866.0	- 1.8 %
Adjusted EBITDA ¹⁾	395.4	366.5	+ 7.9 %
Adjusted EBITDA margin (%)	10.4 %	9.5 %	+ 93 bp
Adjusted operating profit ¹⁾	172.5	150.1	+ 15.0 %
Adjusted operating margin (%)	4.5 %	3.9 %	+ 66 bp
Adjusted return on capital employed (%)	5.3 %	4.7 %	+ 53 bp
Operating profit	73.1	150.1	- 51.3 %
Cash flow from operating activities	238.9	462.9	- 48.4 %
Free cash flow	22.5	255.7	- 91.2 %
Capital expenditures	229.0	214.0	+ 7.0 %
Depreciation and amortization	219.7	228.0	- 3.6 %
Wertminderungen und Zuschreibungen	76.3	0.5	n.m.

¹⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

Further information

Share repurchase programme

The share repurchase programme conducted between 3 January and 23 December 2025 was completed as planned. In total, 569,019 treasury shares were acquired at a total consideration of EUR 41,227,104.20, corresponding to an average purchase price of EUR 72.45 per share. Details of the transactions are published on the Company's website at www.mm.group/en/investors/share.

Definition of financial indicators

Adjusted EBITDA margin/operating margin

Adjusted EBITDA/adjusted operating profit divided by sales.

Adjusted operating profit/adjusted EBITDA

Operating profit/EBITDA adjusted for material one-off effects (material defined as impact on operating profit of more than EUR 5 million).

EBITDA (Earnings before interest, income taxes, depreciation and amortisation)

Operating profit plus depreciation, amortisation, impairment and write-ups of property, plant and equipment and intangible assets as well as non-current assets held for sale.

Capital expenditures

Capital expenditures include additions to property, plant and equipment and intangible assets (adjusted for non-cash additions, e.g. from leases or capitalised borrowing costs) less received government grants and in addition include payments on account as well as the change in liabilities from investment activities. Capital expenditures are derived from the consolidated cash flow statement.

Employees

Employees at the end of the year, incl. apprentices and part-time employees on a pro-rata basis.

Equity ratio

Total equity divided by total assets.

Free cash flow

Cash flow from operating activities plus proceeds from disposals of property, plant and equipment and intangible assets as well as government grants less payments for acquisition of property, plant and equipment and intangible assets (incl. payments on account).

Net debt/adjusted EBITDA

Net debt/net liquidity divided by adjusted EBITDA.

Net debt/equity

Net debt/net liquidity divided by equity at year-end.

Net debt/net liquidity

The sum of current and non-current interest-bearing financial liabilities including lease liabilities according to IFRS 16 as well as factoring liabilities less cash and cash equivalents. In case the sum of cash and cash equivalents exceeds financial liabilities, there is net liquidity.

In the event of reclassification of these balance sheet items as "available for sale" in accordance with IFRS 5, net debt/net liquidity is adjusted. The calculation is based on the assumption that the reclassified balance sheet items continue to be part of cash and cash equivalents and financial liabilities.

Net profit margin

Profit for the year divided by sales.

Return on capital employed (ROCE)

Adjusted operating profit divided by the sum of average total equity, average current and non-current interest-bearing financial liabilities, incl. lease liabilities according to IFRS 16 as well as factoring liabilities, less average cash and cash equivalents.

Return on equity (ROE)

Profit for the year divided by average total equity.

All indicators were calculated exclusively on the basis of the information provided in the consolidated financial statements.

Business development in the divisions

MM Food & Premium Packaging

Against the backdrop of declining sales in numerous end markets, 2025 was characterised by ongoing soft demand for folding cartons in Europe. This led to increasingly intense competition and pressure on margins.

In this market environment, MM Food & Premium Packaging pursues a comprehensive set of measures to safeguard long-term profitability and maintain or further expand its existing market shares. In addition to necessary efficiency improvements, the site in Romania, for example, is undergoing technological expansion to allow for onboarding new business in the future in a flexible and highly efficient manner. In contrast, the Superpak Karaman site in Turkey was closed, and business was concentrated at the two remaining Turkish plants.

As part of sharpening the focus on our core business, the divestment of TANN Group, a leading global manufacturer of tipping paper, was successfully completed on June 2, 2025. In this context, a one-off income of around EUR 125.1 million was recognised. In addition, further measures to focus the portfolio were taken by selling the smaller sites in Bangor, United Kingdom, and Leeuwarden, Netherlands. Overall, we were able to safeguard a good margin quality in 2025 despite declining volumes.

Divisional indicators MM Food & Premium Packaging

(in millions of EUR)	2025	2024	+/-
Sales ¹⁾	1,538.4	1,702.4	- 9.6 %
Adjusted EBITDA ²⁾	228.2	258.3	- 11.6 %
Adjusted operating profit ²⁾	157.3	179.4	- 12.3 %
Adjusted operating margin (%)	10.2 %	10.5 %	- 31 bp
Adjusted return on capital employed (%)	15.4 %	15.6 % ³⁾	- 13 bp
Operating profit	276.7	179.4	+ 54.2 %
Cash flow from operating activities	119.7	321.2	- 62.7 %
Free cash flow	58.2	264.9	- 78.0 %
Capital expenditures	68.1	58.3	+ 16.7 %
Capital employed	1,018.8	1,152.2 ³⁾	- 11.6 %
Produced volume (in millions of m ²)	2,541	3,103	- 18.1 %

¹⁾ incl. interdivisional sales

²⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

³⁾ incl. cash and financial liabilities of TANN Group

As the comparison with the reported previous year is limited due to the sale of TANN Group, a comparison of the pro forma key indicators excl. TANN is also provided:

MM Food & Premium once again achieved a solid adjusted operating margin of 10.2 % (2024: 10.5 %). Adjusted operating profit amounted to EUR 157.3 million after EUR 179.4 million in the previous year. Adjusted return on capital employed remained at a good level of 15.4 % (2024: 15.6 %). Cash flow from operating activities was at EUR 119.7 million (2024: EUR 321.2 million), while capital expenditures totalled EUR 68.1 million, compared to EUR 58.3 million in the previous year.

At EUR 1,538.4 million, sales were below the previous year (2024: EUR 1,702.4 million), mainly as a result of the TANN divestment. 74 % were accounted for by Europe, 7 % by the Americas and 19 % by the rest of the world (2024: 71 %; 8 %; 21 %). MM Food & Premium Packaging supplies around 1,100 customers in various consumer goods industries. The main markets are Food as well as Premium, the latter including the submarkets Home Care, Personal Care, Beauty, Cigarette, Luxury, E-Commerce and Electronics. As a result of a high concentration in the customer industries, a significant share of business is accounted for by multinational key accounts. In 2025, around 40 % (2024: 39 %) of sales were generated with the five largest customers.

Excluding TANN Group, the adjusted operating margin was 9.3 % (2024: 9.4 %). Adjusted operating profit totalled EUR 134.5 million after EUR 139.4 million in the previous year. The adjusted return on capital employed was 14.3 % (2024: 14.8 %), cash flow from operating activities amounted to EUR 127.5 million (2024: EUR 267.7 million). Capital expenditures moved up to EUR 64.4 million after EUR 51.4 million. At EUR 1,449.7 million, sales were below the previous year (2024: EUR 1,488.7 million), mainly due to volume.

The volume produced excl. TANN at 2,172 million m² (2024: 2,240 million m²) was 3.0 % below the previous year.

Pro forma divisional indicators MM Food & Premium Packaging excl. TANN Group

(in millions of EUR)	2025	2024	+/-
Sales ¹⁾	1,449.7	1,488.7	- 2.6 %
Adjusted EBITDA ²⁾	205.4	206.2	- 0.4 %
Adjusted operating profit ²⁾	134.5	139.4	- 3.5 %
Adjusted operating margin (%)	9.3 %	9.4 %	- 9 bp
Adjusted return on capital employed (%)	14.3 %	14.8 %	- 43 bp
Operating profit	128.8	139.4	- 7.6 %
Cash flow from operating activities	127.4	267.8	- 52.4 %
Free cash flow	69.6	218.4	- 68.2 %
Capital expenditures	64.4	51.4	+ 25.2 %
Capital employed	937.4	943.4	- 0.6 %
Produced volume (in millions of m ²)	2,172	2,240	- 3.0 %

¹⁾ incl. interdivisional sales

²⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

MM Pharma & Healthcare Packaging

Demand and order intake in Pharma & Healthcare showed a rather heterogeneous development in the course of 2025. While we are seeing solid growth in the United States, individual markets in Western and Central Europe remain marked by weakness due to intense competition and strong margin pressure. Despite the lack of volume growth so far, the division was able to stabilise its performance through targeted productivity increases and efficiency measures and to improve its operating profitability. Both adjusted operating profit and margins increased significantly compared to the previous year.

As part of its strategic growth orientation, MM Pharma & Healthcare Packaging focuses on consistent operational excellence, the development of innovative and more sustainable packaging solutions, and first-class customer service. Targeted site optimisations in France and Spain support the improvement of op-

erational performance in 2025 and strengthen competitiveness in a still challenging regional market environment. In addition, numerous growth initiatives are being driven forward and successfully implemented together with customers.

Divisional indicators MM Pharma & Healthcare Packaging

(in millions of EUR)	2025	2024	+/-
Sales ¹⁾	618.3	615.7	+ 0.4 %
Adjusted EBITDA ²⁾	77.7	69.9	+ 11.2 %
Adjusted operating profit ²⁾	37.2	29.8	+ 24.9 %
Adjusted operating margin (%)	6.0 %	4.8 %	+ 118 bp
Adjusted return on capital employed (%)	8.3 %	7.0 %	+ 124 bp
Operating profit	17.4	29.8	- 41.6 %
Cash flow from operating activities	53.9	71.9	- 25.1 %
Free cash flow	14.1	19.7	- 28.3 %
Capital expenditures	44.2	55.8	- 20.8 %
Capital employed	449.9	423.4	+ 6.3 %
Produced volume (in millions of m ²)	897	918	- 2.2 %

¹⁾ incl. interdivisional sales

²⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

The adjusted operating margin rose from 4.8 % to a good 6.0 %. Adjusted operating profit improved by 24.9 % from EUR 29.8 million to EUR 37.2 million. The adjusted return on capital employed increased to 8.3 % (2024: 7.0 %), while cash flow from operating activities changed to EUR 53.9 million (2024: EUR 71.9 million). At EUR 44.2 million, capital expenditures were below the previous year's figure of EUR 55.8 million.

Sales of EUR 618.3 million remained stable to the previous year (2024: EUR 615.7 million). Thereof, Europe accounted for 61 %, the Americas for 38 % and the rest of the world for 1 % (2024: 62 %, 37 %, 1 %). MM Pharma & Healthcare Packaging supplies around 650 customers, with the five largest customers accounting for around 31 % (2024: 29 %) of sales.

At 897 million m², the volume produced was 2.2 % below last year's figure of 918 million m², mainly due to restructuring measures.

MM Board & Paper

After moving sideways until the 2nd quarter, cartonboard markets came under increasing pressure as the year progressed. In addition, the market for uncoated fine paper had already been in sharp decline since the beginning of the year. In virgin fibre-based cartonboard, additional European capacity and the return of U.S. export volumes to Europe as well as rising import pressure from Asia continue to intensify volume pressure. In contrast, the environment for recycled fibre-based cartonboard remained relatively stable. However, Board & Paper was able to significantly mitigate these negative market developments through substantial cost savings and efficiency improvements.

At 3,138,000 tonnes, volume produced remained close to the previous year's level (2024: 3,145,000 tonnes). The division's average order backlog amounted to 160,000 tonnes (2024: 172,000 tonnes).

Recovered paper experienced a significant price spike in the 2nd quarter, followed by a trend reversal which started in July and continued until the end of the year. Energy costs were below the previous year's level.

Divisional indicators MM Board & Paper

(in millions of EUR)	2025	2024	+/-
Sales ¹⁾	1,930.2	1,954.3	- 1.2 %
Adjusted EBITDA ²⁾	115.0	90.3	+ 27.2 %
Adjusted operating profit ²⁾	3.4	(19.2)	n.m.
Adjusted operating margin (%)	0.2 %	-1.0 %	+ 116 bp
Adjusted return on capital employed (%)	0.2 %	-1.1 %	+ 124 bp
Operating profit	(70.5)	(19.2)	n.m.
Cash flow from operating activities	57.5	123.2	- 53.4 %
Free cash flow	(61.2)	17.6	n.m.
Capital expenditures	123.1	106.8	+ 15.2 %
Capital employed	1,888.7	1,801.3	+ 4.9 %
Tonnage produced (in thousands of tonnes)	3,138	3,145	- 0.2 %
<i>Cartonboard</i> ³⁾	1,758	1,763	- 0.3 %
<i>Paper</i>	505	497	+ 1.6 %
<i>Pulp</i> ⁴⁾	875	885	- 1.1 %
<i>Market pulp</i>	126	119	+ 6.3 %
<i>Internal pulp</i>	749	766	- 2.2 %

¹⁾ including interdivisional sales

²⁾ Adjusted for material one-off effects. To enhance significance of the earnings figures in the divisions, management now defines "material" as impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

³⁾ including coated liner

⁴⁾ Chemical pulp and CTMP

The annual review of asset valuations resulted in a non-cash impairment requirement for assets of the MM Board & Paper division, which was recognised as an impairment loss of EUR 70.5 million.

Adjusted operating profit and adjusted operating margin improved to EUR 3.4 million and 0.2 % (2024: EUR -19.2 million and -1.0 %) as a result of significant cost savings. Annual maintenance standstills, which mainly affect the two cartonboard and paper mills in Poland and Finland, resulted in expenses of EUR 36 million (2024: EUR 26 million), with approximately two thirds occurring in the 3rd quarter and approximately one third in the 4th quarter. The adjusted return on capital employed amounted to 0.2 % (2024: -1.1 %), cash flow from operating activities to EUR 57.5 million (2024: EUR 123.2 million). Capital expenditures totalled EUR 123.1 million (2024: EUR 106.8 million).

At EUR 1,930.2 million, sales were price-related only 1.2 % below last year's level (2024: EUR 1,954.3 million). Similar to the previous year, 90 % thereof were generated in Europe, 4 % in the Americas and 6 % in the rest of the world (2024: 91 %, 3 %, 6 %).

The two Packaging divisions have again been MM Board & Paper's largest customer with a combined share of deliveries of around 15 % or 265,000 tonnes of cartonboard (2024: 15 % or 265,000 tonnes).

Continuation of decarbonisation

At MM Kwidzyn, investment in a continuous pulp digester will accelerate the path to further decarbonisation. Once completed towards the end of 2026, the installation is expected to reduce the mill's CO₂ emissions by around a third and further increase the share of renewable energy. In Kotka, investment in two electric boilers will significantly reduce CO₂ emissions. Installation is planned for spring 2027.

3 RESEARCH AND DEVELOPMENT

The research and development activities of the MM Group are aimed at strengthening the Group's competitiveness and growth potential over the long term through innovative and sustainable solutions. Our aspiration is to identify market and future trends at an early stage and to proactively implement solutions that create lasting value for both our customers and the Group. To this end, we continually invest in the future and leverage a broad network both within and outside the organisation. In 2025, expenses for research and development activities amounted to EUR 6.5 million (2024: EUR 12.5 million).

Our innovation performance is based on the ongoing optimisation of existing products and processes, as well as on the rapid implementation of new solutions arising from changing framework conditions. At the same time, we seek to open up new fields of application and business areas. Across all development activities, ecological impacts as well as potential risks are consistently taken into account.

Modern innovation process

Building on our long-standing experience in the development of innovative products and our know-how in efficient innovation processes, we consistently pursue the achievement of our growth and sustainability objectives. A responsible use of raw materials, as well as the willingness to critically challenge existing solutions, forms a pillar of our approach.

All product development activities at MM follow a clearly defined and continuously refined process, ranging from the generation of initial ideas through evaluation and technical product development to market launch. The expertise of our specialist departments is incorporated at every stage of this process.

We are convinced that innovation primarily arises from the diversity and interconnectedness of different competences within the Group. Openness to new ideas and active dialogue are therefore key elements of our innovation culture. Consequently, customers, suppliers, end consumers and research partners are involved in the innovation process at an early stage. This exchange enables a holistic assessment of challenges and requirements with regard to technological performance, quality, safety and sustainability. New insights and solutions can thus be directly integrated into product development, consistently with a clear focus on meeting customer needs.

Our research activities focus on the development of innovative packaging concepts, particularly for food, pharmaceutical, personal care, beauty, as well as for high-quality premium packaging. In parallel, we evaluate new technologies in order to further advance future cartonboard and paper solutions in a targeted manner.

To ensure the highest levels of quality and product safety, we rely on recognised external certifications. These provide assurance to our customers and end users that our product innovations are sustainable, socially responsible and safe for health, while fully complying with all regulatory requirements.

In 2025, we consistently continued our cooperation with external partners such as universities and research institutions. Within the Packaging divisions, the focus was on barrier technologies, machinery technologies, as well as sustainable finishing solutions, including in particular integrated anti-counterfeiting systems. In the MM Board & Paper division, activities centred on application-oriented basic research into wood fibre treatment, the use of alternative or modified fibres, as well as the deployment of biobased materials as substitutes for fossil-based resources.

Our internal innovation platform “we.invent” was comprehensively redesigned and now enables all employees, regardless of function or location, to contribute their own ideas. Submitted proposals are reviewed and selected for implementation within a stage-gate process based on a clearly defined set of criteria. In this way, we foster an open innovation culture, stimulate creativity across the Group and strengthen the systematic development of new solution approaches.

Sustainability in the focus of innovation activities

The impacts of climate change and the Corona pandemic underline the importance of resilient and sustainable structures for both the economy and society. At MM, our objective is to take advantage of this development and to actively support our customers in substituting plastic with innovative and proven paper- and cartonboard-based solutions. In doing so, we address the continuing trend towards sustainable packaging, which combines a natural optics with high functionality, convenience and safety.

Automation – Key to competitive strength

To achieve additional competitive advantages, we are consistently advancing the automation of workflows and logistics processes across the Group. From the very outset of investments in new facilities, our sites receive comprehensive support – ranging from optimal machine configuration and installation to commissioning and final acceptance. The current focus of our automation solutions is on reducing down-time as well as increasing flexibility and efficiency.

Innovation activity in the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisions in 2025

Innovation network of our Packaging divisions

In 2025, MM Food & Premium Packaging further developed its organisational structure in order to strengthen innovation capabilities and customer proximity. The PacProject Innovation Centre in Hamburg was closed as planned, while the establishment of an “Innovation Experience Center” at the Vienna site was initiated. The bundling of development, production and application engineering enables a more efficient implementation of market-oriented packaging solutions.

The cross-divisional innovation matrix organisation of MM Food & Premium Packaging and MM Pharma & Healthcare Packaging ensures that the technical expertise of the entire MM Group is deployed efficiently and in a targeted manner to meet customer needs. It comprises the Premium Printing Center in Trier as well as the Technical Account Management, which coordinates customer briefings and acts as an interface to the local Packaging Development Centers and individual plants. The Divisional Technical Support team and the Packaging Development Centers support our customers particularly with regard to technical orientation and equipment, enabling the successful implementation of innovative packaging concepts and designs.

Together with the Technical Account Management team, initial feasibility analyses are carried out to ensure the technical viability and efficiency of proposed ideas. At the Premium Printing Center, state-of-the-art technologies are deployed to realise sophisticated packaging designs with special effects in a short time. At the same time, demand for e-trainings and digital learning formats in the field of innovation continues to increase. We therefore offer customised trend and idea workshops as well as technical training to provide our customers with practical know-how and concrete solution approaches.

Our cross-divisional innovation team comprises the Innovation Directors of the individual business areas within MM Food & Premium Packaging and MM Pharma & Healthcare Packaging. Through regular best-practice exchange, this structure ensures that increasing market and customer requirements can be addressed effectively.

The collaboration between the individual areas enables the identification of relevant technologies and the targeted exploitation of synergies. This also includes close cooperation with MM Board & Paper in the field of innovation.

Our objective is to position MM as an industry-leading innovation partner and preferred supplier by focusing on more sustainable, customer-oriented and market-relevant innovations.

Current innovation focus

In the financial year 2025, innovation activities within the Packaging divisions focused on several strategic priorities, with a clear emphasis on sustainability, functionality and portfolio expansion.

The new EASYCLICK packaging solution for washing powder was successfully developed and implemented. It stands out for its reduced material usage while maintaining a high level of functionality and user convenience, thereby combining ecological benefits with efficient handling.

In addition, a newly developed E-commerce mailing packaging solution was launched on the market. It is characterised by a significant reduction in material consumption as well as substantially optimised handling during the packing process. As a result, the solution increases efficiency along the value chain and supports the optimisation of logistics processes.

With the MM Rigidbox, a high-quality and stable box solution for premium applications, an innovative alternative to conventional rigid box concepts was also created. An innovative processing approach enables outstanding functional properties and further strengthens the Group's portfolio in the premium segment.

In the field of Pharma & Healthcare Packaging, the focus in 2025 was on the ongoing development of a product portfolio that meets the highest requirements with regard to patient safety, traceability and user friendliness. This included the market introduction of packaging solutions with NFC technology to enhance product identification, as well as a patented child-resistant folding carton with FI certification.

Innovation activity in the MM Board & Paper division in 2025

In 2025, the innovation focus of MM Board & Paper centred on the further development and qualification of innovative dispersion barriers for various packaging applications, the optimisation of product processing properties, as well as measures to ensure compliance with current packaging and recycling regulations.

In the field of dispersion barriers, we increasingly evaluated biobased systems, selectively expanded our supplier portfolio and assessed their performance through extensive laboratory testing. The objective is to ensure key functional properties such as grease and moisture resistance as well as heat-sealability in fibre-based cartonboard solutions, while at the same time further reducing the use of plastic-based packaging.

With regard to processing properties, our activities focused in particular on improving bonding performance, increasing process robustness, as well as developing solutions to enable clear traceability of processed packaging products.

Another key focus was the expansion of our portfolio to include lighter grammages, both in the liner segment and in virgin fibre-based cartonboard. This approach addresses changing market requirements while simultaneously meeting regulatory standards, such as those of the PPWR aimed at reducing packaging material.

In the area of barrier cartonboard, TOPCOLOR® BARRIER AROMA from the Frohnleiten mill represents a major innovation. This cartonboard features a special aroma barrier, making it an ideal solution for packaging of strongly scented products. Strong-smelling substances are reliably retained within the folding carton, effectively preventing any sensory impact on food products.

At the Kwidzyn mill, the "Speciality Paper Products" (SPP) product category was further developed. With MM SELECT® Pharma, MM offers an uncoated, woodfree leaflet paper made from 100 % ECF virgin fibres, providing high opacity and excellent whiteness. The optimised surface enables outstanding print results – even for very small, double-sided text – across offset, inkjet and digital printing, while also reducing ink consumption. MM SELECT® Pharma is particularly suitable for printing package leaflets for pharmaceutical, cosmetic and technical products.

Awards for innovative and more sustainable solutions

MM received eight WorldStar Global Packaging Awards from the World Packaging Organisation (WPO). This international recognition underlines the high level of expertise as well as the close collaboration between MM Board & Paper and the MM Packaging divisions. In addition, two solutions from MM Food & Premium Packaging, developed at the MM Packaging Deeside and MM Packaging France plants, were honoured with Global Packaging Awards, demonstrating the successful combination of design excellence and technological implementation in packaging solutions for international customers. The award-winning cartonboard solutions of MM Board & Paper include a takeaway packaging range made from ALASKA® BARRIER GREASE. This solution supports both functional performance and more sustainable food-service concepts.

At the European Carton Excellence Award, presented as part of the ECMA Congress, an Advent calendar developed jointly with an international food manufacturer and MM Packaging Polska received an award in the Confectionery category. The packaging combines high-quality product presentation with added value through integrated design features.

The Jury Award of the Carton Austria Award 2025 was presented to an Advent calendar produced using ALASKA® WHITE from MM Board & Paper. This award highlights the material quality and MM's contribution to high-performance packaging solutions.

4 RISK MANAGEMENT¹⁾

Due to its business activity, the MM Group is exposed to a variety of industry-specific and general risks. A Group-wide risk management system is in place to safeguard the Group's existence and ability to create value in the long term.

The Management Board not only bears overall responsibility for determining the strategy of the MM Group, but also for implementing an appropriate risk management system and internal control system. The Board defines the risk policy which aims to secure the Group's long-term future by sustainably increasing the Company's value and achieving profitable growth in its core competencies. This requires taking advantage of the opportunities that arise while weighing up the associated risks. MM considers the identification of risks that could jeopardise the increase in enterprise value to be an important management task and therefore an integral part of corporate activities. The primary objective is not to avoid all risks, but to actively manage and overcome risks, the risk policy is characterised by a fundamentally conservative approach. Risk reduction is a high priority and is achieved, where economically justifiable, through suitable control measures and supplemented by the Group's insurance programme.

MM Group operates a risk management system to implement the risk policy guidelines of the Management Board and, thanks to its systematisation, is able to identify and assess risks in good time and take appropriate measures to control and manage risks. The staff unit "Internal Audit & Risk Management" reports directly to the Management Board and ensures that risk management is implemented and conducted on behalf and in the interest of the Management Board. The risk portfolio is regularly monitored, updated and documented by the staff unit. Each risk area that is considered to be significant is assigned at least to a risk area officer with relevant expertise. The responsibilities include the analysis, assessment, controlling and monitoring of the respective risk area. Thus, the risk management process does not take place in an isolated way, but as an integral part of the organisation and its procedures.

The identified risk areas are assessed in the two dimensions of potential loss and probability of occurrence. Both the inherent gross risk before taking into account the control measures already implemented in the Group and the remaining net risk after taking into account the measures taken are assessed.

For each risk identified and deemed significant for the Group, individual early detection, control and hedging measures are determined, taking into account the Group-wide risk policy. These measures are continuously evaluated and further developed or supplemented. They are intended to improve the Group's risk situation without, however, sacrificing opportunities.

The risk situation of the MM Group is summarised in an annual risk report and reported to the Management Board and the Supervisory Board. The Group's auditor confirms the functionality of the MM Group's risk management system annually in accordance with rule no. 83 of the Austrian Corporate Governance Code and reports to the Management Board and Supervisory Board.

As part of the risk management processes, 30 key risk areas were identified for the Group for the year 2025. The risks explained below were analysed, assessed and managed using suitable measures. In addition to the risk areas considered and assessed separately, the following cross-cutting topics should be mentioned, which are integrated into a large number of risk areas.

¹⁾ This chapter covers the content of ESRS 2.36.

Sustainability risks

In order to emphasise the integrated approach, sustainability risks are implicitly assigned to existing risk areas and considered within them. On the one hand, physical risks, such as climate change or natural disasters, are taken into account. On the other hand, transitory risks, such as changing market requirements and legal regulations, also play a role. Sustainability can also have an influence on investor decisions, product development and the attractiveness as an employer.

To manage sustainability risks, the Group relies on a broad package of measures that includes both strategic and operational elements. These include a resource-efficient production, ambitious sustainability targets, the anchoring of sustainability criteria in the remuneration policy and comprehensive monitoring of non-financial key figures. Furthermore, regulatory developments are continuously analysed, while sustainability requirements are increasingly incorporated into research, development and innovation management. In addition, certifications in accordance with PEFC, FSC, EMAS, ISO 14001, ISO 50001 and in the areas of product quality and food safety ensure implementation of sustainability measures. External assessments such as CDP rankings and EcoVadis serve as benchmarks for progress. The Group publishes an annual sustainability report in compliance with the EU Corporate Sustainability Reporting Directive (CSRD) and is guided by international frameworks such as the UN Global Compact, UN Sustainable Development Goals and the EU Green Deal.

Geopolitical risks

Relevant geopolitical challenges include, among others, the war in Ukraine, increased volatility in transatlantic relations, as well as additional location-specific factors, such as the current political uncertainty in Iran. These factors affect a wide range of identified risk areas, including procurement, energy availability, production, sales, and compliance. In challenging times, the MM Group benefits on the one hand from its broad diversification, while on the other hand specific measures have been implemented to ensure resilience. These measures are explained within the individual risk areas.

The most significant risk areas to which the Group is exposed and the measures taken to manage these risks are described below.

Procurement

The performance of the MM Group is largely dependent on raw materials and input factors which are sourced externally. For the two Packaging divisions these are in particular cartonboard and paper. In the MM Board & Paper division, these include especially fibre materials (recovered paper, wood, pulp), energy, chemicals and logistics services. For procurement there is basically a risk of availability concerning quantity and quality, on the one hand, and a price risk, on the other hand.

In the area of **fibres** (waste paper, wood, pulp), the availability risk results from divers factors. These include, among other things, sufficient volumes of waste paper, geopolitical influences, legal requirements, environmental factors and long-term forest regeneration. Competition from new products that use the same raw materials, transport capacities and developments in energy supply also influence availability. The price risk is determined by the market structure and consumption trends. The number and pricing of suppliers, their contract fulfilment and export demand, particularly from Asia, are key factors. Government regulations, long-term supply contracts and the implementation of new laws (e.g. EUDR) can also have a price-determining effect.

The safety and control measures in the fibre procurement of the MM Board & Paper division include monitoring, diversification, strategic planning and optimisation of procurement. Regular monitoring of price and volume trends, existing purchasing contracts and relevant key figures ensures transparency. The wood supply strategy and the diversification of procurement – particularly at the production mill in Kwidzyn – reduce dependencies. In addition, fibre requirements, warehousing and production output are continuously reviewed. Control and optimisation measures include the adjustment of formulations, consumption control and the distribution of quantities among several suppliers. Strategic warehousing and the substitution of external purchases with in-house production strengthen the independence of the MM Group. The long-term procurement strategy is continuously adapted through close market observation, ongoing contact with suppliers and consideration of geopolitical and regulatory developments. Sustainability and compliance, particularly in the context of external FSC and PEFC certifications as well as the EU Deforestation Regulation, are monitored by the “Group Responsible Sourcing” department.

There is also an availability risk and a price risk for **cartonboard and paper**. The availability risk depends on the number of suppliers, their product range and capacity development. Availability is also influenced by suppliers' contract fulfilment, the ability to plan demand through customer orders and rising market demand. Strike risks, particularly in Finland, can also lead to bottlenecks. The price risk results from the market structure, the costs of input factors such as recovered paper, pulp, energy and logistics as well as the general demand situation.

The measures for cartonboard and paper procurement in the Packaging divisions focus on diversification, monitoring, strategic planning and optimisation of procurement. To ensure availability, the required quantity per material group is distributed among several suppliers, and the Group's internal cartonboard procurement from the MM Board & Paper division is increased. Procurement agreements with suppliers stipulate quantities, prices, quality, service and logistics. Market developments are continuously monitored via specialist platforms, congresses and trade journals, supplemented by regular dialogue with the suppliers. In addition, the price and volume development of existing agreements is monitored and critical price values are defined, which require action to be taken if they are reached. The optimisation of the purchasing strategy includes tenders for purchasing volumes and data analysis of current business activities with suppliers. Budgeting takes into account consumption and price forecasts, while the four-eyes principle in regard of supplier agreements ensures transparency and security.

In the MM Board & Paper division, **chemicals** are essential for the production of pulp, paper and cartonboard. As they are sourced externally, there is a risk in terms of availability (quantity, quality) and price. Bottlenecks or price fluctuations can cause production problems or stoppages. To ensure availability, the supplier base is diversified and production flexibility is increased by using different qualities and suppliers. Intensive monitoring of needs, prices and supplier stability ensures early risk assessment. Long-term supply contracts with fixed prices ensure stable costs, and central purchasing management optimises procurement. The close exchange with suppliers and market participants helps to minimise supply risks. These measures ensure stable production, controlled costs and reduced dependencies.

Energy and emissions

Energy (gas, coal, electricity, heating oil) is an input factor of strategic importance, especially for the MM Board & Paper division. In risk assessment, purchase price, basic availability and purchase opportunity are essential parameters.

The latter refers to the physical availability of energy, which in the case of gas, coal and oil mainly depends on the political stability of producer and transit countries. Political conflicts, armed conflicts and natural disasters can have a significant impact on the availability and price risk of energy. In some cases, minimum purchase quantities with fixed prices are defined in energy agreements. If the level of those is not reached due to standstills or technical faults, compensation settlements can be due (take-or-pay rule). The price risk for energy is significantly influenced by the development of global energy prices (gas, coal, electricity). The purchase price depends on supply contracts that define conditions such as duration, quantities and bandwidths. The number of potential suppliers at individual locations determines the competitive situation and thus the price trend. Hedging transactions can limit price fluctuations, whereby their timing and efficiency are crucial. In addition, efficient consumption management, coordination with energy suppliers as well as interactions with emission certificates are essential.

MM Board & Paper counters the energy risk through a combination of long-term hedging, market observation and increased efficiency. Long-term purchasing contracts secure supplies and minimise price fluctuations. The medium-term purchasing policy is managed in close coordination between energy purchasing and management board. Continuous monitoring of energy and emissions prices, which includes, among other things, a weekly energy-market report, enables the purchasing strategy to be adjusted at an early stage, while linking production and sales planning with energy purchasing improves planning reliability. In addition, the increased use of alternative energy sources, such as biomass or substitute fuels, reduces dependence on fossil fuels. Efficiency measures to reduce specific energy consumption and certification in accordance with ISO 50001 and EMAS also contribute to risk minimisation and sustainable energy management. In 2025, an energy strategy was developed for the Packaging divisions for the first time.

The mills of the MM Board & Paper division are in the mid-term confronted with a regulatory risk regarding the availability of **emission certificates**, which are restrictively allocated according to the cap and trade principle. Although MM Board & Paper receives some free allocations due to its energy-efficient plants, these are expected to be gradually reduced. Missing certificates must be purchased on the open market, which creates a price risk that is partially hedged through forward contracts. The indirect cost effects caused by the influence of certificate prices on the electricity price are cushioned in many locations by subsidies (electricity price compensation) on the basis of long-term national regulations. The Packaging divisions are also affected by indirect emissions pricing, as regulatory requirements in the EU and individual countries (e.g. Germany, Austria) can lead to higher CO₂ costs, which affect the overall cost structure.

In order to minimise the risk associated with emission certificates, MM Board & Paper relies on the systematic recording and management of CO₂ emissions. The monthly recording of emissions enables the early identification of surplus or shortfall quantities, which are offset within the Group or purchased on the market in a targeted manner. An own trading platform ensures that certificates are traded in line with demand, while continuous monitoring of price trends supports strategic purchasing decisions. In addition, close cooperation with industry bodies ensures up-to-date information on regulatory changes. These measures reduce the price risk and ensure compliance with legal requirements.

Production

The Group systematically develops and modernises its production facilities and processes to ensure that they are always state-of-the-art. Thereby, a focus is placed on a sustainably responsible production, taking economic, environmental and social aspects into account with the aim of generating long-term benefits for our stakeholders.

A high degree of technical availability (**operational readiness**) is crucial in both cartonboard and folding carton production. Production downtime or limited operational readiness represent a considerable risk. This can be caused by machine defects, power failures, the expiry of operating licences, natural disasters or other unforeseeable events such as fire, flooding or low water levels. Such disruptions can result in loss of sales, customer losses or claims for damages. Environmental and safety risks can also arise, for example due to faulty production processes or occupational accidents.

To minimise this risk, the MM Group relies on comprehensive maintenance and risk management. This includes systematic monitoring of machines, preventive maintenance measures and strategic spare parts storage. In addition, the “mill back-up” concept of the MM Board & Paper division enables the flexible relocation of production capacities. Regular training, quality certifications and close cooperation with machine suppliers further reduce operational risks. Insurances and continuous risk engineering protect against residual risks. Sustainability measures such as energy efficiency programs, recycling management concepts and resource conservation also help to ensure long-term production reliability and competitiveness.

A lack of **investment efficiency** can result from cost overruns, technical defects or delays in completion. These risks lead to financial losses, production downtime and possible reputational damage. External factors such as supply bottlenecks or unforeseeable events can further exacerbate the situation. This results in economic risks such as value adjustments, loss of sales and increased costs due to inefficient production or external procurement. In addition, failure to fulfil sustainability targets or contractual obligations can lead to further financial and legal consequences.

To minimise risk, the Company relies on careful investment planning and control. The approval process is structured and tracked using a web-based CapEx tool. Clear responsibilities, project and risk analysis, regular project monitoring as well as tests and pilot projects ensure that investments are implemented efficiently. Fixed price agreements, penalties and bank guarantees serve as a hedge against financial risks. Moreover, investments are continuously recalculated and their sustainability targets monitored. Close cooperation between local specialist departments, central technology and purchasing ensures that proven components and efficient suppliers are selected.

The **fulfilment of product standards** and the assurance of consistently high product quality are of central importance for MM Board & Paper and the Packaging divisions, particularly in the areas of product safety and food contact. Risks arise from short-term legal changes, newly emerging interactions between ingredients or changes in customer requirements. Non-conformity can lead to liability claims, reputational damage and loss of customers. In addition, compliance with traceability requirements poses a particular challenge, as complete documentation is required along the entire value chain.

To counteract these risks, the Company relies on the implementation of a cross-divisional Safety & Quality organisation as well as a multi-stage quality assurance system that includes regular checks and audits along the entire value chain. ISO 9001 and ISO 22000 certifications as well as the GMP system ("Good Manufacturing Practice") ensure that relevant standards are adhered to. Raw materials are thoroughly tested before use and production adjustments are subject to extensive test phases. The Company also stays informed about regulatory developments by actively participating in European expert committees. Continuous monitoring of customer enquiries and complaints enables early identification of potential risks and a rapid response to ensure product safety.

Sales

The MM Group supplies a total of several thousand customers. Given the high level of diversification across different market segments and regions, dependence on individual major customers is considered manageable.

Demand for MM Group's products is directly related to the overall economic situation, particularly the need for everyday consumer goods. Economic fluctuations or changes in packaging trends, but also import pressure from competitors with cost advantages, can influence sales volumes and prices.

The Packaging divisions face different risk factors in their respective market and customer segments. In the Food & Specialties area, these include general demand risks, continued price pressure, and the impact of trade tariffs on customers. The market for cigarette packaging is subject to increasing regulatory risk. Many countries are implementing stricter non-smoking measures as well as requirements for warning labels and "plain packaging". In the EU, the Tobacco Products Directive (TPD2) regulates these labelling obligations, and a revision (TPD3) is currently underway. Market developments are also relevant, such as a partial shift in demand towards alternative products like heated tobacco and nicotine pouches. In the Pharma & Healthcare Packaging area, MM continues to hold a strong market position and a broadly diversified customer portfolio. In the medium term, regulatory risks may also arise here, for example through the revision of EU pharmaceutical legislation.

The cartonboard and paper market in particular continues to be characterised by intense competition. In the virgin fibre cartonboard segment, this is primarily due to existing (over)capacity as well as external factors such as trade restrictions. Recycled cartonboard is exposed to substitution risk from other board grades. This is partly attributable to price developments in recent years and to regulatory measures, such as the producer responsibility fee per tonne of packaging material.

To minimise risk, MM relies across all divisions on a broad diversification of its customer base and close strategic cooperation with key customers. Regular market analyses and credit rating checks ensure that potential risks are identified at an early stage, while innovative product developments and flexible production capacities increase the ability to adapt to market changes. The multi-mill concept within Board & Paper improves delivery reliability and targeted sales strategies help to open up new market segments. By systematically monitoring contracts, price developments and customer requirements, MM can react to challenges at an early stage and secure its competitive position in the long term. In order to consolidate and expand its market position, the Group is pursuing a strategy of strengthening its competitiveness also through efficiency improvements, sustainability and innovation.

A lack of **innovative strength** can lead to a loss of sales and a weakening of the market position in the long term. Financial risks due to high investment costs, technological challenges and legal risks in the area of patents, copyrights and licensing rights must also be taken into account.

MM relies on comprehensive innovation management to control risk. A cross-location strategy promotes the development of new materials and technologies, while an expanded innovation network creates synergies between different specialist areas. Regular market analyses, trend observations and customer interactions enable the early identification of developments and requirements. The introduction of structured innovation processes ensures efficient management and evaluation of new projects. Targeted investments in product and process innovations, for example to reduce plastic packaging, as well as close cooperation with customers in the development of new packaging solutions secure the market position in the long term and achieve a sustainable reduction in plastic.

Human resources

The MM Group's performance at all hierarchical levels depends to a large extent on qualified, motivated and performance-oriented **employees**. The availability of specialists are influenced by factors such as emigration, retirements, a shortage of specialists, illness, strikes and demographic developments. The availability of top employees in key positions in particular poses a considerable risk to the Group's economic success, as they ensure competitiveness. In addition, inadequate employee training and development can jeopardise market and competence leadership, which can have a long-term negative impact on operational processes and earnings development.

To minimise risk, MM relies on a long-term personnel development strategy that includes performance-related remuneration systems as well as targeted recruiting and young talent development programmes. The "MM-Academy" promotes continuous professional development. Internal career planning ensures that key positions can be filled by internal talents, while the Mentor Me program supports the transfer of knowledge between generations and locations. To increase its attractiveness as an employer, MM invests in employer branding, recruiting events and an adequate online presence. Structured onboarding, international exchange programmes and employee health programmes also strengthen long-term employee loyalty. The introduction of specialised training courses, such as the "Sales Academy" for sales employees and the "Manager Lab" for leading managers, is a targeted investment in skills development.

Finance

Financing risks arise from changes in market interest rates, the Group's credit rating and political and social developments. Rising interest rates increase the credit costs of variable loans, while falling interest rates cause opportunity costs for fixed-interest loans. A deterioration in creditworthiness can also result in higher financing costs or the termination of loans if covenants are breached. Sustainability aspects are becoming increasingly important, whereby mid- to long-term ESG criteria can influence the availability and cost of financing.

The Group relies on centralised cash and credit management to manage risk. Liquidity is secured through a broadly diversified financing strategy which also includes factoring programmes. A high proportion of fixed-interest loans reduces the interest rate risk. Compliance with financial covenants is continuously monitored, while regular reviews and standardised work instructions ensure transparency. In addition, credit lines are proactively extended and close relationships with banks and rating agencies enable potential risks to be identified at an early stage.

Currency risk arises from exchange rate fluctuations that can have a financial impact on the Group. It comprises the transaction risk resulting from exchange rate changes between the booking of receivables and liabilities and the actual incoming or outgoing payment, as well as the translation risk resulting from the conversion of assets and liabilities of Group companies with a functional currency other than EUR. In addition, there is an indirect economic risk if changes in exchange rates affect competitiveness towards companies from other currency areas.

To minimise risk, the MM Group relies on comprehensive currency management with daily or monthly monitoring and management of foreign currency positions, analyses of market developments and regular sensitivity analyses. Natural hedging is used to balance income and expenses in the same currency as far as possible. Hedging transactions such as forward exchange transactions and options are also used, with clear guidelines for hedging periods and a central foreign exchange trading platform being used for currency hedging. These measures are regularly coordinated with the Chief Financial Officer to ensure consistent and effective management. Derivative financial instruments are not used for trading or speculative purposes.

An effective management of **working capital**, which includes inventory as well as trade receivables and trade liabilities, is essential to minimise liquidity risks and ensure the financial stability of the Company. Inventory risk arises, on the one hand, from the value retention of stock, which can be impaired by obsolescence, unusability or declining market prices. On the other hand, the level of stock poses a risk: high stock levels tie up capital and can lead to liquidity shortages, while low stock levels increase the risk of production and delivery disruptions. The receivables risk is primarily connected to the potential default of customer payments.

To reduce inventory risk, stock levels are regularly monitored and analysed. ERP systems and central databases enable efficient monitoring. Measures such as just-in-time production, storage agreements with incentives for timely acceptance and cross-division optimisation projects help manage stock efficiently and prevent obsolescence.

Receivables management is overseen by a central Corporate Receivables Management. Credit rating checks and customer credit insurance for all customers, except for selected international customers with the highest creditworthiness, help keep the risk of payment defaults low. Compliance with credit limits is ensured through system-based controls.

The risk in the areas of **pensions, severance payments and pre-retirement** relates to the affordability of future payments to employees, which arise from legal, collective bargaining or individual commitments. While defined contribution plans are based on ongoing payments to external pension providers and do not pose any additional risk beyond these contributions, defined benefit plans bear the risk of ensuring that sufficient funds are available to cover future obligations. Key influencing factors include changes in the number of beneficiaries, biometric factors, interest rates and the economic performance of pension funds.

To mitigate these risks, the Company relies on comprehensive monitoring and control measures. Legal and collective bargaining obligations are regularly reviewed, individual commitments require approval by the Management Board, and the management of obligations is handled centrally. The current interest rate environment has methodically led to a higher discount rate compared to previous years, reducing the actuarial present value of obligations. The resulting deductible item in equity is considered absolutely manageable in relation to total equity. The projected pension and severance expenses remain stable.

Information technology

MM's IT systems are essential for smooth operations and are exposed to various risks, ranging from system failures and cyberattacks to insufficient IT expertise. Downtime or limited availability can lead to production stoppages or delays in deliveries and invoicing. Deficiencies in information security (e.g., regarding confidentiality, integrity and access control) can result in data manipulation, unauthorised access, system misuse or the loss of sensitive company data. Cyberattacks, such as ransomware in particular, pose a growing threat, as they can cause significant financial damage and disrupt business operations. Additionally, regulatory requirements, such as the EU General Data Protection Regulation (GDPR) and NIS-2, increased the risk throughout the last years. Operational Technology (OT) is also a potential attack target and is gaining importance due to increasing production automation, connectivity, and digitalisation.

To mitigate these risks, MM relies on comprehensive IT risk management based on ISO 31000 and a certified information security management system according to ISO 27001. Measures such as 24/7 monitoring, regular security audits, access management and employee training enhance the Company's ability to ward off cyberattacks. A Business Continuity Management System and an emergency manual ensure swift action in case of an incident. The IT transformation, including targeted outsourcing, has led to efficiency gains. The re-certification under ISO 27001 demonstrates that MM has established strong security management and continues to improve to ensure the protection of data and IT systems. In the area of Operational Technology, both technical monitoring measures and organisational measures – such as the implementation of an OT department for the packaging divisions – were implemented.

Reporting and compliance

The Management Board is responsible for establishing and designing an adequate **internal control system (ICS)** for financial and non-financial reporting. This system ensures the completeness, reliability and traceability of financial and non-financial information. Additionally, it guarantees the appropriateness and economic efficiency of processes as well as compliance with legal, contractual and internal regulations. There is a risk that financial and non-financial matters may not be recorded and processed or recorded and processed incorrectly, incompletely, disorderly, or not in a timely manner due to a lack of or inadequate ICS, and as a result, financial reporting, non-financial reporting or corporate decisions could be based on incorrect information.

To ensure accurate and reliable financial reporting, the Company relies on clear responsibilities, uniform accounting policies based on IFRS and comprehensive control mechanisms. These include the four-eyes principle, strict segregation of duties and regular internal and external audits. Digital systems with automated interfaces minimise manual errors, while audit trails and reconciliation processes ensure traceability. Web-based reporting systems enable timely and consistent recording of financial data, which is reviewed by both local and central accounting teams. In addition, a close coordination with external experts ensures that changes in IFRS regulations are promptly taken into account and regulatory compliance is maintained.

Detailed standards and control processes also apply to non-financial reporting. The collection and processing of environmental and sustainability data are supported by specialised software that provides an audit trail for tracking changes. Process descriptions ensure that data is recorded consistently and comparably. The four-eyes principle and regular plausibility checks enhance data quality. In addition, both central and local processes are monitored by internal audits. Certifications according to environmental and energy management standards such as EMAS, ISO 14001 and ISO 50001 underscore the reliability of non-financial reporting and contribute to regulatory compliance.

Failure to comply with legal, regulatory or contractual requirements as well as ethical standards is classified as a **compliance risk** and may result in sanctions, fines, or compensation claims. Beyond regulatory risks, non-compliance also carries reputational risks, particularly concerning environmental matters due to increased public awareness. Moreover, violations of social norms or self-commitments, such as the Code of Conduct or the UN Global Compact, can impair the trust of business partners, authorities and stakeholders. Compliance risks for the MM Group have intensified due to increasing regulations, geopolitical developments and stricter requirements regarding sustainability reporting.

To counter these risks, the Group follows a compliance strategy based on Company-wide organisational guidelines, clear approval processes and internal control mechanisms. The "Group Legal" department plays a key role in ensuring legal compliance. The four-eyes principle, regular risk-based audits by internal auditors and digital security measures within systems provide continuous monitoring of critical processes. In addition, employees receive regular training on compliance-related topics – both online via the "MM-Academy" and through specialised in-person trainings for high-risk areas.

Additional measures include specific guidelines for sanctions compliance, data protection and antitrust law, supported by monitoring tools and mandatory training sessions. The Group uses digital solutions for centralised archiving and management of legal documents as well as for standardised approval processes. Furthermore, clear directives exist to prevent corruption and conflicts of interest, such as the "Anti-Bribery & Corruption Guideline" and digital reporting systems for potential conflicts of interest. The MM Code of Conduct, the MM Supplier Code of Conduct and the commitment to international human rights and sustainability standards further reinforce the Group's ethical responsibility and contribute to long-term risk mitigation.

Efficient **Tax Compliance** refers to the entirety of all Group-wide coordinated measures aimed at ensuring timely, proper and legally compliant payment of taxes and levies. Non-compliance with tax and levy regulations can lead to late payment penalties, additional tax payments, fiscal court proceedings or executive body liabilities. Incorrect or insufficient documentation, particularly in transfer pricing, poses the risk of fines and the non-recognition of business expenses.

To mitigate these risks, the Group relies on clear responsibilities for monitoring timely and proper tax and levy payments. Automated ERP controls, regular plausibility checks and a comprehensive training programme have been implemented. Group-wide transfer pricing documentation is conducted in accordance with OECD standards. Additionally, external tax advisors and experts are consulted to minimise tax risks, particularly in complex international matters and communication with tax authorities.

Fraudulent acts (“fraud”) include intentional or grossly negligent offences such as theft, fraud, embezzlement or document forgery, through which employees gain personal benefits while causing financial damage to the Group. Risks include asset misappropriation, financial statement manipulation and corruption, which, in extreme cases, can also lead to significant reputational loss.

To minimise risks, the Group employs a variety of control measures. These include Company-wide compliance guidelines, an internal control system with segregation of duties and regular audits by internal auditors. A multi-eyes principle for critical processes, centralised allocation of signing rights, and strict bank account management are designed to reduce potential vulnerabilities. Additionally, the whistleblowing channel “MM Integrity Line” enables both employees and external stakeholders to report misconduct.

The Corporate Governance Report, integrated into the annual report, is available on our website at www.mm.group/investors/corporate-governance/.

In addition to the risks mentioned here, further risks may exist for the Group. Currently, no such risks are known, or they are considered insignificant.

5 DISCLOSURES ACCORDING TO SECTION 243 A PARA. 1 OF THE AUSTRIAN COMMERCIAL CODE

Composition of capital, stock categories

Please refer to the information provided in the consolidated financial statements under note 13.1.

Restrictions concerning the voting rights and the transfer of shares

Approximately 60 % of the shares are held by the core shareholder families in a syndicate. There is a syndicate agreement which regulates the transferability of shares within the syndicate and to outside parties. Issues that concern the Ordinary Shareholders’ Meeting are decided by the syndicate with 65 % of the voting rights, measured by the total number of syndicate votes cast. Modifications of the syndicate agreement (concerning changes in voting rights, changes in the purpose or object of the syndicate, creation or withdrawal of special rights) require unanimity, measured by the total number of all syndicate votes.

Direct or indirect participation in capital of at least 10 %

According to the information provided to the Company, there were the following minimum participations of 10 % in the capital at year-end 2025:

MMS Mayr-Melnhof-Saurau Beteiligungsverwaltung KG
CAMA Privatstiftung

Owners of shares with special control rights and a description of these rights

There are no shares with special control rights.

Type of voting rights control for capital participation by employees, if they do not directly exercise the right to vote

There is no such capital participation model for employees.

Provisions for appointment and revocation of members of the Management Board and the Supervisory Board and regarding alteration of the Articles of Association of the Company that do not arise directly from the Act

There are no provisions of this type.

Authorisation of the members of the Management Board that does not arise directly from the Act, in particular with regard to the option of issuing or repurchasing shares

There are no authorisations of this type.

All significant agreements to which the Company is a party and that take effect are modified or terminated in the event of a change of control of the Company as a result of a takeover offer as well as its effects; agreements which would significantly damage the Company if made public are excepted, unless the Company is obligated to make such information public as a result of other statutory provisions

The protective clause with regard to the disclosure of this information is invoked. The scope of the business in question is considered reasonable.

Existence and significant content of compensation agreements between the Company and the members of its Management and Supervisory Boards or employees in the event of a public takeover offer

The employment contracts of two of the three members of the Management Board contain severance agreements in the event of resignation following certain public takeover bids. Resignation from the Management Board takes effect six months after the notice of resignation is given, at the end of the month in question. In the event of such a resignation, provision is made for the settlement of claims arising from the employment contract for the entire or part of the (notional) remaining term of the employment contract until the expiry of the original term of office.

6 CONSOLIDATED NON-FINANCIAL STATEMENT ACCORDING TO SECTION 267 A OF THE AUSTRIAN COMMERCIAL CODE (SUSTAINABILITY STATEMENT)

6.1 ESRS 2 General information

The Sustainability Reporting Act (NaBeG) came into force on 19 February 2026 and applies in principle to financial years beginning on or after 1 January 2024. However, for financial years ending before the date of entry into force, a transitional arrangement which allows for the application of the relevant provisions in the version prior to the NaBeG is provided.

Mayr-Melnhof Karton AG and its subsidiaries (“MM Group”) are therefore making use of this option and will prepare a consolidated non-financial statement for the 2025 financial year as part of the Group Management Report. Consolidated sustainability reporting in accordance with Article 29a of the European Union (EU) Accounting Directive has been included in the consolidated non-financial statement, which has been prepared in accordance with the European Sustainability Reporting Standards (ESRS) and the EU Taxonomy Regulation.

In accordance with Section 267a of the Austrian Commercial Code (UGB) (old version), certain topics must be addressed in the non-financial statement if they are relevant for understanding the impact of the Group's activities. In this report, these topics are dealt with in the following chapters: environmental matters (E1, E2, E3, E4 and E5), employee matters (S1 and S2), as well as respect for human rights (S1, S2, S3 and S4) and anti-corruption and bribery (G1).

The Supervisory Board fulfils its statutory audit obligation according to the Austrian Stock Corporation Act (AktG), and the disclosure of the non-financial performance indicators is audited by third parties. PwC Wirtschaftsprüfung GmbH, Vienna, has performed an independent audit of the consolidated sustainability reporting to obtain a limited assurance. The corresponding assurance statement can be found in the chapter “Independent Assurance Report”.

[ESRS2.4][ESRS2.5(a)(b)(c)(d)] The scope of consolidation of this consolidated sustainability statement follows the financial consolidation and is extended where relevant to include value chain information necessary for a comprehensive reporting on ESRS related matters.

Phase-in provisions applied to this report

MM applies phase-in provisions in line with the ESRS Phased-in Disclosure Requirements Appendix C (EU 2025/1416 delegated regulation amendment to 2023/2772) for the following disclosures:

Reference	Disclosure Requirement Name
S1.58 - 63	Collective bargaining coverage and social dialogue
S1.77 - 80	Persons with disabilities
S1.81 - 85	Training and skills development metrics
S1.86 - 90	Health and safety metrics
S1.91 - 94	Work-Life Balance

Time horizons

[ESRS2.9] The time horizons applied in preparing the Sustainability statement follow ESRS guidance: up to one year (short-term), one to five years (medium-term), and more than five years (long-term).

Sources of estimation and outcome uncertainty

[ESRS2.10][ESRS2.11][ESRS2.12] Metrics for our own operations are mainly based on primary data, while value chain metrics rely more on estimates and therefore carry greater uncertainty. Assumptions, uncertainties and estimates are described in the relevant "Reporting Principles" sections in this report. Forward-looking information, including targets, is inherently uncertain.

Changes in presentation of sustainability information

[ESRS2.13] In the 2025 sustainability statement, and in connection with updating the reporting tables to include comparative figures, MM revised the presentation of certain metrics at the divisional level. MM now reports all metrics primarily at Group level. Divisional-level disclosures are provided only for greenhouse gas emissions, as these are considered particularly relevant for stakeholders.

Adjustments of prior periods

[ESRS2.14] Historical data are restated when prior-period errors or changes in reporting principles are deemed material. In 2025, the following metrics were restated: "Scope 3 Category 1 (Purchased Goods & Services)", "Water pollutant data (COD, BOD, TSS)", "Appropriate remuneration", "Confirmed cases of discrimination and harassment" and "Resource inflows and outflows". For more information please refer to the respective metric sections in the "Reporting Principles" paragraphs.

Incorporation by reference

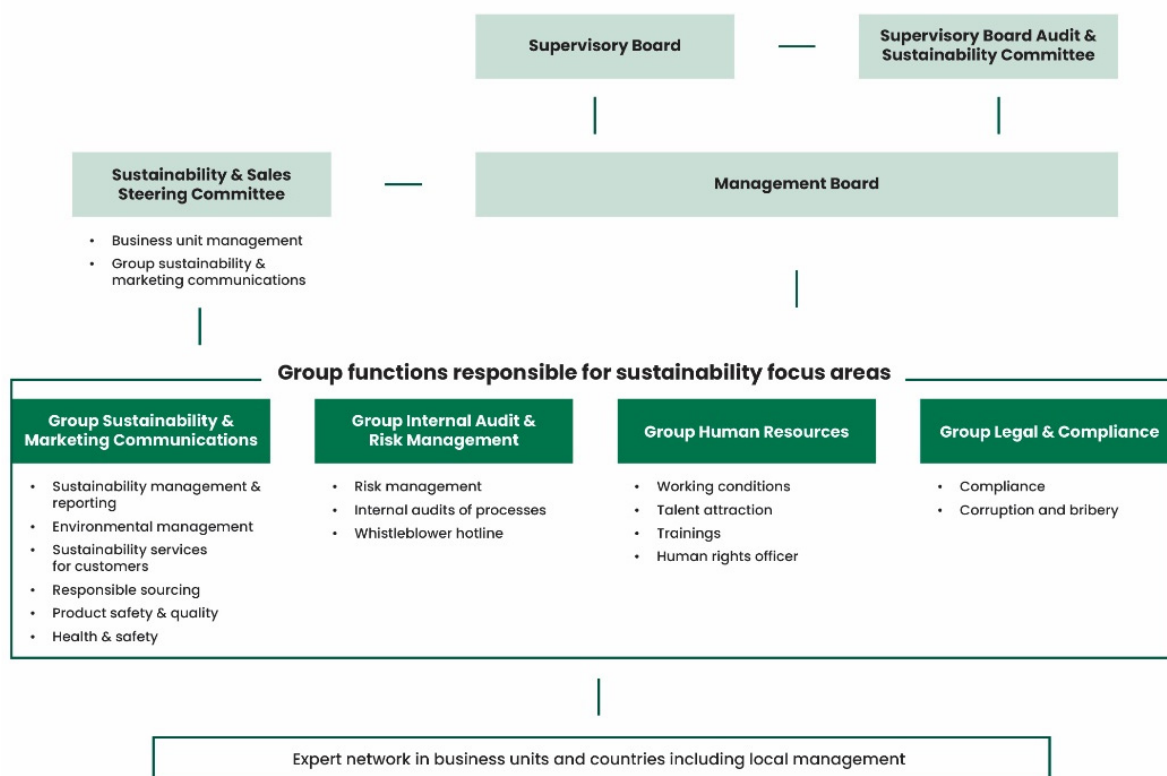
[ESRS2.16] The disclosure requirements ESRS2.36 and ESRS2.40 were partly integrated by reference to chapters of the Management Report and ESRS2.19 was partly integrated by reference to the Corporate Governance Report.

*Sustainability Governance**The role of the Management Board and the Supervisory Board*

[ESRS2.19][ESRS2.21(a)(b)(d)] As of December 31, 2025, the Supervisory Board (non-executive members) consisted of nine men and the Management Board (executive members) of three men (the proportion of women is 0 %). The Boards' composition is balanced as regards professional backgrounds, experience and age structure.

The Management Board members are Peter Oswald (Chairman, CEO), Roman Billiani and Franz Hiesinger (CFO). The Supervisory Board members are Wolfgang Eder, Nikolaus Ankershofen, Johannes Goess-Saurau, Alexander Leeb, Georg Mayr-Melnhof, Ferdinand Mayr-Melnhof-Saurau, Klaus Rabel, and the employee representatives Gernot Rilling and Gerhard Novotny. Further details on their roles and responsibilities can be found in the consolidated Corporate Governance Report in the section "Composition of the Board".

[ESRS2.21(c)][ESRS2.23(a)(b)] The Supervisory Board and Management Board have substantial ESG expertise, including product sustainability and circular economy principles, which directly supports the identification and management of material impacts, risks, and opportunities (IROs). Their knowledge enables informed decisions on resource efficiency, carbon reduction, and compliance with evolving regulations. These are key areas highlighted in the materiality analysis. Familiarity with the MM Group’s products and regional markets allows them to address risks and opportunities effectively.



This expertise is continuously updated through regular engagement with the Group Sustainability & Marketing Communications function and external briefings, ensuring alignment with stakeholder expectations. Experience in non-financial reporting since 2020 strengthens transparency and integration of IROs into strategy. Monthly Management Board meetings and regular Supervisory Board oversight ensure that sustainability-related risks and opportunities are embedded in long-term investments and optimisation measures aimed at efficiency, market flexibility, and a reduced carbon footprint.

[ESRS2.26(a)(c)][ESRS2.22(a)(b)(c)(d)] The Management Board and Supervisory Board are informed about developments in the area of sustainability-related impacts, risks and opportunities through regular engagements (once a month or on an ad-hoc basis) with the Group Sustainability & Marketing Communications function. Topics include legal requirements, such as the EU Deforestation Regulation (EUDR) or the European Packaging and Packaging Waste Regulation (PPWR), life cycle analyses of our products, corporate carbon footprint, as well as associated measures relating to impacts, risks and opportunities, which allows for the defined guidelines to be reviewed effectively. In addition, the Management Board is regularly informed by procurement departments on topics such as wood and energy purchasing. The Human Resources (HR) department informs the Management Board about social issues. When developing and implementing the business strategy, the Management Board takes into account sustainability aspects and the associated positive and negative impacts, opportunities and risks with regard to the environment, social issues and corporate governance. Trade-offs are considered on a case-by-case basis. For example, the Group Sustainability & Marketing Communications function is involved in the approval of CapEx projects if they are related to the defined impacts, risks and opportunities. In addition, monthly progress reports on energy and emissions are submitted to the Management Board and the Supervisory Board. A

steering committee has been set up to incorporate sustainability in all relevant business areas, covering all material ESRS topics and IROs. Management and implementation are measured and monitored using appropriate targets. Targets are developed by the relevant departments, with the Group Sustainability & Marketing Communications department playing an advisory role. The key targets are submitted to the Management Board. New goals and guidelines are approved by the Management Board. The CEO is overall responsible for sustainability issues.

[ESRS2.26(b)] A key focus of the Supervisory Board's activities in 2025 was placed on supporting the Management Board in the strategy development and the implementation of forward-looking optimisation measures and long-term investment projects. These are primarily aimed at further increasing the efficiency and flexibility of operations as well as reducing the carbon footprint as key elements of the sustainability strategy.

The Audit and Sustainability Committee held four meetings in 2025. The focus was on the consolidated and individual financial statements of the Company, including the consolidated sustainability statement pursuant to Section 267a of the Austrian Commercial Code (UGB), as well as their audit. In addition, the scope of non-audit services to be provided by the auditor was discussed. The quality of the Committee's work is ensured by its many years of experience and expertise in the areas of finance, accounting and reporting, as well as its review of non-financial matters.

Independence of the Supervisory Board members

[ESRS2.21(e)] The Supervisory Board's criteria for assessing the independence of its members are based on the guidelines set out in Appendix 1 of the Austrian Code of Corporate Governance. All members of the Supervisory Board (100 %) have declared their independence in accordance with these criteria. This therefore also applies to the committees of the Supervisory Board.

Sustainability-related remuneration

We fulfil the requirements of § 78 c and § 98 a of the AktG by providing a comprehensive overview of the compensation granted and owed to the members of the Management Board and Supervisory Board in the annually published compensation report.

[ESRS2.29(a)(b)(c)(d)(e)] The development of the Group is considered in the structure of the annual variable remuneration. Sustainability-related performance indicators account for 8 % to 15 % of the total annual bonus. For all members of the Management Board, the reduction in occupational accidents compared to the previous year and the reduction in CO₂ emissions per ton of cartonboard compared to the previous year is included in the variable remuneration. The targets for the Management Board are defined by the Presidential Committee. The members of the Supervisory Board receive basic remuneration and attendance fees for their activities, which are not linked to sustainability indicators. This information can be found in the annually published remuneration report.

In addition, non-financial targets have been implemented in the personal bonus of all managing directors/senior managers in the plants, all managers with leadership responsibility at the corporate headquarters and all sales heads/sales employees across the Group for 2025. The bonus-relevant sustainability targets correspond to 10 % of the total bonus of the functions mentioned and consist of 5 % safety and 5 % decarbonisation targets. All other employees at the corporate headquarters have a 10 % safety target. The safety target is based on the lost time accident rate and the near miss rate. The decarbonisation target includes the reduction of specific greenhouse gas emissions (Scope 1 and 2). The sustainability-related targets are approved annually by the Management Board and adjusted if necessary.

Core elements of due diligence [ESRS2.30]	Paragraphs in the sustainability statement
a) Integration of due diligence into governance, strategy and business model	Strategy, business model and value chain Processes for assessing materiality
b) Involvement of affected stakeholders in all key due diligence steps	Stakeholders and their involvement
c) Identification and assessment of negative impacts	Processes for assessing materiality
d) Measures to counter these negative effects	Processes for assessing materiality Social topics (S1 - S4)
e) Tracking the effectiveness of these efforts and communication	Social topics (S1 - S4) Governance

The Group has established a comprehensive risk management and internal control system (ICS) to ensure the reliability and transparency of our sustainability reporting. This system includes standardised reporting processes, a clear allocation of responsibilities and regular reviews by the sustainability team.

[ESRS2.36(a)(b)] Group risks are identified and assessed using a systematic approach that is described in the Management Report and considers the likelihood of occurrence and potential risk impact. Failing to implement an appropriate ICS and risk management system for non-financial reporting is considered and assessed as one of the material Group risks. Accordingly, the risk definition, risk assessment and implemented risk measures in relation to the internal control system for sustainability reporting are assessed annually. This process includes cross-functional meetings to assess risk factors related to data availability, data integrity and data completeness. Based on a qualitative management assessment, material risk factors are defined and, consequently, evaluated on an aggregated basis. The gross risk, i.e. the risk without corrective actions, is reviewed and mitigation measures are defined to ensure an acceptable level of risk exposure. For further details see the "Risk Management" section in the management report. An appropriate ICS ensures the completeness, reliability and traceability of non-financial information as well as compliance with legal regulations and internal policies. There is a risk for the Group that non-financial matters are recorded and processed incorrectly, incompletely, inconsistently, and/or not in a timely manner and that non-financial reporting or corporate decisions are therefore based on incorrect information. In addition, non-compliance with regulatory requirements regarding the preparation and publication of non-financial information can lead to sanctions and damage the Group's reputation.

[ESRS2.36(c)] The Group implements the following measures to ensure the completeness, reliability and traceability of non-financial information and to minimise regulatory risks:

- Monitoring and transparency: collection and regular monitoring of non-financial key figures, supported by a data management system, with individual training for all users. An integrated logbook allows to track changes.
- Standardisation and documentation: uniform Group-wide standards for data collection and reporting, supplemented by a detailed process description manual.
- Verification and control mechanisms: application of the dual control principle, clear separation of responsibilities (data collection versus verification and approval) and plausibility checks of the recorded data.
- External and internal audits: Audits by the internal audit department. Certification of selected sites in accordance with EMAS, ISO 14001 (environment) and ISO 50001 (energy). Independent verification of emission data (Scope 1, 2 and 3; ISO 14064-3, reasonable level of assurance) by a third party.

- Regulatory compliance: ongoing monitoring of new legal requirements and close coordination with external experts to ensure compliance with regulatory requirements, including targeted preparation for enforcement proceedings.
- The results of risk management are systematically incorporated into the data collection and reporting processes. Appropriate security measures are developed and implemented in accordance with the risk assessment.
- Internal and external review mechanisms, such as regular internal audits, as well as the ongoing exchange with consulting experts serve to identify potential improvements. They contribute to the ongoing development of the internal control system and thus continuously optimise the quality of reporting.

[ESRS2.36(e)] The results of the Group-wide risk assessment and the security and control measures in place are regularly reported to the Management Board and the Supervisory Board. This is done in the form of an annual risk report and, if necessary, ad-hoc reporting in the event of significant events. Sustainability reporting is also carried out in close consultation with the Management Board and results in the annual sustainability statement.

[ESRS2.36(d)] Building on the materiality analysis, sustainability-related risks are closely linked to and integrated into the risk management system by including internal risk management functions and guidelines in the materiality analysis process. Therefore, financial thresholds and the likelihood of risks defined within the materiality analysis have been applied aligned to the internal risk management processes and definitions. For further details, please refer to the section on "Risk Management" in the management report.

Strategy, business model and value chain

[ESRS2.40(a)(b)] MM is a leading global supplier of consumer goods packaging. The Group offers packaging solutions made of cartonboard and folding cartons with an attractive range of kraft papers, uncoated fine papers, leaflets and labels. In the financial year 2025, the revenue of the MM Group amounted to EUR 3,885 million, which can be fully allocated to the ESRS sector "paper and wood products". Our purpose is to enable people to live a better life on a better planet. MM invests in production, sustainability, product innovations and technology to increase competitive strength and growth abilities. MM implements an integrated sustainability approach for operations and customer solutions. Key environmental, social and governance focus areas are:

- Environmental topics:
 - Circular economy (water, resource use & waste and biodiversity)
 - Decarbonisation (climate change, energy)
- Social topics:
 - Safety and well-being
 - Attractive employer
- Governance topics:
 - Business conduct
 - ESG management (operations and supply chain)

MM aims to extend circularity with recycled cartonboard and complement it with virgin fibre cartonboard. MM has unique insights into the value chain for both recycled and virgin fibre cartonboard production and the conversion of these cartonboard products into consumer packaging. With this approach we promote the use of fewer natural resources in a circular economy while implementing our decarbonisation path

with the target to reach net zero by 2050. MM aims to unlock the full potential of every fibre. MM is the go-to partner for holistic circular economy solutions based on robust data and fact-based insights. We invite all stakeholders to build a sustainable future together, enabled by our integrated approach covering much of the fibre-based packaging value chain and supplier engagement. MM's comprehensive ESG management focuses on both operations and the supply chain, ensuring a holistic approach to sustainability.

On 2 June 2025, MM completed the divestment of its TANN Group business, a global supplier of cigarette filter papers. This transaction is part of the MM Group's portfolio optimisation strategy, aimed at focusing resources and investments on core packaging and board divisions. The divestment does not alter MM's strategic commitment to sustainable packaging solutions and innovation but marks a step towards strengthening the Group's focus on fibre-based products. With that transaction, MM discontinued offering cigarette filter papers as part of its product portfolio.

In addition, the companies MM Bangor Ltd., MM Packaging Leeuwarden B. V. and free-com solutions GmbH were divested in 2025. This has no significant impact on the Group's strategy, product portfolio or key non-financial metrics.

MM's sustainability performance is externally recognised by CDP with Leadership ratings in the categories climate (A), forests (A) and water (A) based on data from 2024. MM was awarded the gold medal with a score of 77/100 by EcoVadis. This recognition places MM among the top 5 % of companies that EcoVadis assessed.

The headcount of employees by geographical area is presented in the section entitled "S1 Metrics".

Sustainability targets

[ESRS2.40(e)] In connection with the business strategy and the identified sustainability-related impacts, opportunities and risks, we have defined overarching goals that document progress in relation to the key topics. In the environmental area, these cover the core topics of decarbonisation, water efficiency, biodiversity and waste. They are to be understood as Group-wide goals and include our plants and our global supply chain. Firstly, this will support the reduction of the MM Group's direct impact on the environment and, secondly, it will help to reduce the environmental footprint of our products and make the use of resources more efficient, thus helping our customers to achieve their decarbonisation targets. With regard to social issues, a strategic focus is placed on promoting occupational safety and avoiding accidents, as well as on continuously expanding the inclusion of suppliers with regard to social and ecological issues. The ecological and social goals are in line with the corporate strategy, which is underlined, among other things, by the fact that decarbonisation and occupational safety are part of the MM Group's remuneration policy. In addition, the MM Group officially commits to a decarbonisation strategy that is in line with the Paris Agreement.

[ESRS2.40(f)(g)] Key sustainability-related challenges for the MM Group include the reduction of greenhouse gas emissions in energy- and resource-intensive production processes, increasing resource efficiency along the value chain, managing water availability at selected sites, and ensuring high social standards across a global supplier base. To address these challenges, the Group's strategy focuses on targeted investments in energy efficiency, the increased use of renewable and low-carbon energy sources, process and product innovation, and the systematic integration of sustainability criteria into procurement and operational decision-making. Several critical initiatives and projects, such as plant-level transition plans, waste reduction and circularity programmes, and structured supplier engagement activities, are being implemented to translate strategic sustainability objectives into specific operational measures.

Production-related targets have a direct impact on the environmental performance indicators of our products and affect all customer groups. The most important targets are listed in the table below. The chapters on the individual topics contain further targets.

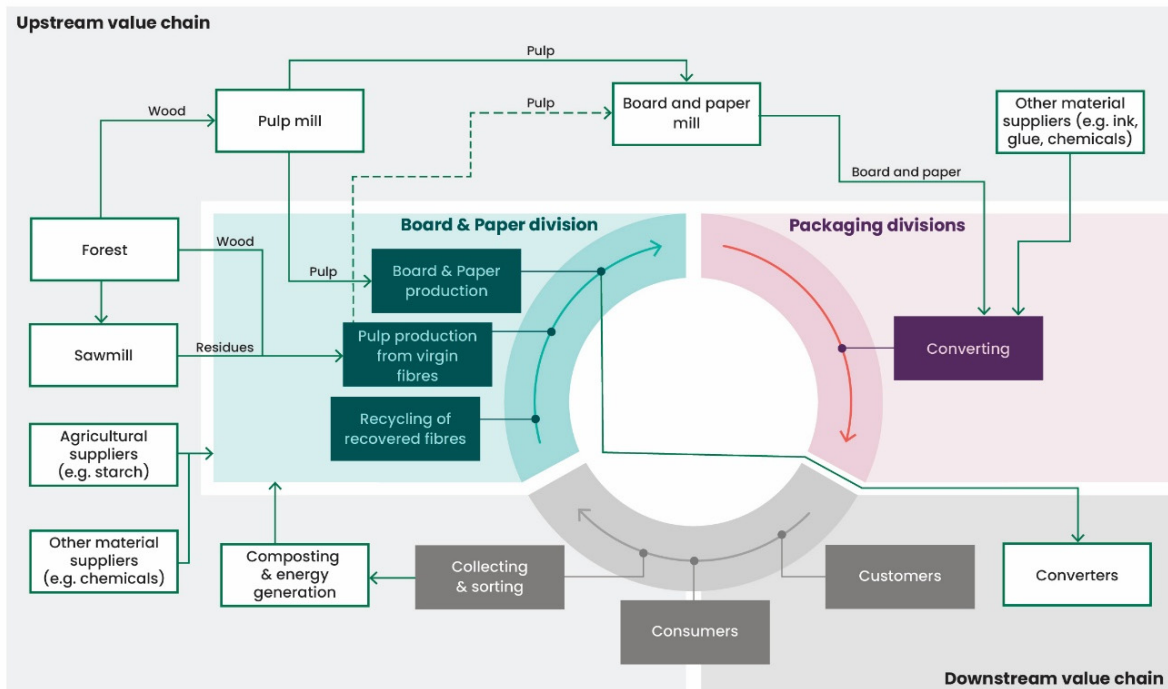
ESRS Topic	Target	Development in 2025	UN sustainable development goals (SDG)
E1	Reduce absolute scope 1 and 2 greenhouse gas (GHG) emissions by 50.4 % by 2031 and by 100 % by 2050 vs. 2019	Reduction of Scope 1 and Scope 2 emissions by 11 % compared to 2024 and by 59 % compared to 2019	SDG 7 SDG 13
E1	Reduce scope 3 GHG emissions by 58.1 % per EUR value added by 2031 and by 90 % by 2050 vs. 2019	Reduction of Scope 3 emissions per EUR value added by 19 % compared to 2024 and by 63 % compared to 2019	SDG 13
E1	Increase annual sourcing of renewable and/or low carbon electricity to 100 % by 2031	Share increased from 94 % in 2024 to 96 % in 2025	SDG 7 SDG 13
E1	Reduce absolute Scope 3 category 1 (Purchased Goods and Services) GHG emissions by 40% by 2031 vs. 2024	Reduction of Scope 3 category 1 emissions by 11 % compared to 2024	SDG 13
E1	Engage with 80 % of key suppliers with the aim of reducing Scope 3 emissions by 2026	Programme successfully started in 2025 and engagement with 16 % of key suppliers achieved	SDG 13
E3	Improve water efficiency by 35 % by 2030 vs. 2019 (only valid for the Board & Paper division)	Increase in water efficiency by 27 % compared to 2019	SDG 6
E3	Acquire third-party certification for water management at all Board & Paper mills by 2030	5 out of 7 mills certified	SDG 6
E4	Assess biodiversity at MM plants and key wood-supplier locations by 2028	60 % in 2025; All MM mills and plants assessed	SDG 15
E5	Purchase all wood from certified or controlled responsible sources (ongoing yearly target)	100 %	SDG 15
E5	Purchase all wood-based materials from verified responsible suppliers by 2030	96 %	SDG 15
E5	Reduce waste to landfill to <10,000 t by 2030 and zero waste to landfill by 2050	Waste to landfill amounted to 21,034 t in 2025	SDG 12
S1	Achieve a Lost-Time Accident Rate below 1 by 2031	Reduction of 4 % compared to 2024 to 0.96 in 2025	SDG 8
S1	3 % increase of MM-Academy training hours taken per FTE in 2025 compared to 2024	Target achieved; 7 % increase in 2025	SDG 4 SDG 8
S1	Establish a standardised internal mobility process including transparent publication of vacancies for defined employee groups by 2027.	New target	SDG 8
S2/G1	Evaluate and assess 80 % of key suppliers on ESG performance by 2028	57 % of key suppliers assessed	SDG 12
S3	Ensure that there are no serious human rights violations in relation to the affected communities	No violations	SDG 8
G1	Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030	15 % with digitally traceable acknowledgements	SDG 8 SDG 12

SDG 4 – Quality Education; SDG 6 – Clean Water and Sanitation; SDG 7 – Affordable and Clean Energy; SDG 8 – Decent Work and Economic Growth; SDG 12 – Responsible Consumption and Production; SDG 13 – Climate Action; SDG 15 – Life on Land

Further details on the targets can be found in the respective “Targets” section of each ESRS topic chapter.

Sustainability issues are reflected in the corporate strategy and the implementation of the sustainability targets will further enhance our fibre-based packaging solutions in terms of sustainability positioning. Further details on ESRS2.40(f)(g) can be found in the management report in the chapter on “Positioning of the MM Group and the divisions”.

The value chain



[ESRS2.40][ESRS2.42(a)(b)(c)] The MM Group operates in an integrated, circular value chain built around three core divisions: the Board & Paper division and the two Packaging divisions Pharma & Healthcare and Food & Premium. The value chain begins upstream with the sourcing of essential inputs, including virgin fibre from forests, sawmills, pulp mills, and board mills, as well as starch from agricultural suppliers, chemicals from specialised partners and energy from energy suppliers. To secure these inputs responsibly, the MM Group maintains long-term supplier relationships, applies high standards such as third-party sustainable forest management certifications for wood and pulp, and enforces strict compliance with health, safety, and environmental regulations for chemical sourcing. In addition, MM Group collaborates with collection and sorting partners to ensure a reliable supply of high-quality recovered fibre, reducing dependence on virgin resources and supporting circularity.

Within the Board & Paper division, wood and pulp are processed through pulping and board production, complemented by recycled fibre streams. The Packaging division then transforms these materials into packaging solutions tailored to customer requirements. This integrated model enables the MM Group to flexibly combine virgin and recycled fibres, optimise resource efficiency, and minimise environmental impact.

The outputs of the MM Group’s own operations – high-quality paper, board, and packaging products – deliver significant benefits to stakeholders. For customers, the MM Group provides renewable and recyclable materials that meet stringent performance standards for strength, printability, and barrier properties. For investors, our integrated structure enhances resilience, cost control, and long-term value creation

through circular material flows and energy recovery from residuals. Communities and regulators benefit from reduced waste, improved resource stewardship, and contributions to local employment.

Upstream, our value chain includes forestry operations, primary processing facilities such as sawmills and pulp mills, and suppliers of agricultural and chemical inputs. Downstream, the MM Board & Paper division works closely with converters, which transform board and paper into finished packaging formats. End consumers, whose use of packaged goods generates post-consumer fibre, are also an important part of MM's value chain. Post-consumer fibre is collected and sorted through municipal systems and waste-management partners and then reintroduced into production via recycling. Non-recyclable fractions are used for energy generation, closing the loop and minimising landfill.

Through this integrated approach, the MM Group occupies a central position in a circular fibre system, ensuring continuity of supply, reducing environmental impact, and creating value for customers, investors, and society at large.

Processes for assessing the materiality of sustainability topics (materiality analysis)

[ESRS2.59] During the financial year 2025, the results of the initial double materiality analysis from 2024 were updated in accordance with the Implementation Guidance for Materiality Assessment (IG 1) by EFRAG. Therefore, the results of the materiality assessment have been reviewed regarding any changes within the supply chain, divestments, global events, market trends, and state of the art scientific knowledge. In addition, the subtopics E2 Substances of concern and G1 political engagement, which were found not to be material by the initial double materiality analysis, have been revisited. The updating process did not lead to any changes of the results, which would have indicated a change of material topics for this report.

[ESRS2.53(a)] In the financial year 2024, the MM Group conducted a double materiality analysis. This means that both the impacts of the value chain and the MM Group's own business activities on third parties and the environment, as well as the financial impacts on the MM Group (risks and opportunities) were considered. In general, two processes were carried out for inside-out and outside-in materiality, and the results were consolidated at a later stage in a review process.

To take detailed expert knowledge and a more holistic, but therefore also higher level into account, the process was structured using a bottom-up approach. Starting from a broad basis for defining impacts, risks and opportunities (IROs), expert groups were put together in workshops. The resulting IROs were then evaluated by internal expert groups in terms of their materiality. The review process used to consolidate these results consisted of a review by the management C-suite, feedback from external stakeholders, and finally feedback from the Management Board.

At the beginning of the process, a first round of 21 workshops, in which 222 IROs (129 impacts, 93 risks and opportunities) were initially defined, was held. An expert group was defined for each ESRS topic, and a workshop was held to define IROs. The basis for these workshops was a series of ESRS sub-topics and sub-sub-topics based on which IROs were discussed and defined. An initial longlist of IROs was drawn up on the basis of these workshops. Based on this longlist, impact assessment questionnaires and risk and opportunity assessment templates for the respective ESRS topics were created together with the expert groups. As part of this step, some of the impacts from the longlist were already combined into one impact, as they were very similar in their definition or their resulting impact. This step reduced the initial 129 impacts to 75 impacts to be assessed in the questionnaires. These questionnaires were then sent to around 220 internal stakeholders, 181 of whom took part in the survey. The templates for the risk and opportunity

assessments were handed over to the expert groups and risk owners. The result was a shortlist of rated IROs, which formed the basis for the review process in which management (Divisional CEOs and CFOs, Group Sustainability Functions) and external stakeholders were able to provide their input on the results and share their views on the topics. The review process was conducted in the form of workshops for internal stakeholders and digital questionnaires were created for external stakeholders. In order for the results to be incorporated into internal risk management, this process was closely linked and coordinated with the internal risk management reporting procedures. Therefore, the Risk Management department took part in the materiality analysis in all workshops on risks and opportunities in addition to assessing risks and opportunities. An Excel template was developed for the expert groups. In this template, the risk managers and their teams were able to present their assumptions and calculations for the financial materiality of the defined risks and opportunities.

Assessment of impacts, risks and opportunities

[ESRS2.53(c)] The responses to the questionnaires were collected and the responses to all ESRS topics were consolidated. For each impact, the average values of the responses concerning each parameter were calculated. The result is an average value of each parameter for each impact assessed. Based on these values, a materiality score was calculated for each potential impact. For positive impacts the materiality score is defined as $(S_a + S_o) \times P$ and for negative impacts as $(S_a + S_o + I) \times P$ with S_a being the average scale, S_o the average scope, I the average irremediability and P the average probability of the impact. In the case of potential negative human rights impacts the severity parameters S_a , S_o and I were not multiplied with P to align calculations with ESRS 1 paragraph 45 and to give precedence to severity, adapting the calculation to $S_a + S_o + I + P$, hence only adding up all parameters. For actual impacts the materiality score was calculated using $S_a + S_o + I$ or $S_a + S_o$ for negative and positive impacts, respectively. To assess risks and opportunities, we used the same key figures that were used in the internal risk management process at the time the materiality analysis was carried out:

Each risk area is assigned to one of the following four classes as part of the assessment dimension of potential loss:

Low	Loss amount \leq 10 % of the average operating result of the Group for the last two years
Medium	Loss amount $>$ 10 % and \leq 50 % of the average operating result of the Group for the last two years
Serious	Loss amount $>$ 50 % of the average operating result of the Group for the last two years and $<$ 50 % of the average equity for the last two years
Existence-threatening	Loss amount \geq 50 % of the average equity for the last two years

For the assessment dimension of probability of occurrence, each risk area is assigned to one of the following four probability classes:

Unlikely	> 1 to ≤ 10 %
Possible	> 10 to ≤ 20 %
Probable	> 20 to ≤ 50 %
Very likely	> 50 to ≤ 100 %

After rating these two parameters, a one-dimensional materiality score was calculated using $D \times P$ and $F \times P$ for risks and chances, respectively, with D being the potential financial damage, F being the financial potential and P the probability. In a next step, these results were transferred into the materiality scale of one to five using a similar approach as for the impact materiality.

[ESRS2.53(d)] In general, the process was structured in such a way that internal expertise and knowledge were primarily applied to the ESRS topics to promote the integration of the topics in the various areas of the MM Group. Additionally, external sources were utilised for topics that could not be comprehensively assessed by internal expert groups. These external sources included workshops with external experts and tools such as the WWF Biodiversity Risk Filter or the Sector Guidance for Forestry, Pulp, and Paper of the Task Force on Nature-related Financial Disclosures (TNFD).

The definition and evaluation of IROs was carried out for the entire value chain of the MM Group. This involved documenting where in the value chain the IROs are located. In addition, the topics "S1 Own workforce" and "S2 Workers in the value chain" as well as "S3 Affected communities" focused on geographical regions and/or stages of the value chain.

[ESRS2.53(e)(f)] The assessment of impacts was carried out in accordance with ESRS 1 Chapter 3.4 "Impact materiality" and the assessment of financial materiality in accordance with ESRS 1 Chapter 3.5 "Financial materiality". The results of the IROs were scaled on a scale of 1 to 5 for better comparability. The quantitative threshold for the materiality of IROs was defined as a range on the scale from 2 to 3. The threshold was defined as a range to create the possibility of discussing topics that were on the verge of materiality in greater depth internally and to be able to make an assessment at the end through an additional qualitative evaluation.

[ESRS2.53(g)] When conducting the materiality analysis, it became clear that some impacts, when analysed as part of an impact chain, also lead to financial risks and opportunities further down the impact chain. For this reason, the defined impacts were also considered in the workshops on financial materiality as a basis for further work, which does not mean that only risks and opportunities resulting from the impacts were considered. Additionally, information input sources such as guiding documents by the Taskforce on Nature related Financial Disclosure, Taskforce on Climate related Financial Disclosure, as well as peer-reviewed scientific publications and industry standards have been used to inform the process. More detailed information on input sources for assumptions, assessments and KPIs are disclosed in the sections on "Reporting principles", where applicable, as well as in the following chapter on IRO-1 disclosures related to ESRS 2.

Disclosure of IRO-1 related to ESRS 2 – Impact, risk and opportunity analysis

The IRO analyses around environmental topics are generally structured according to the “LEAP” approach of the TNFD framework and for climate change related risks based on the TCFD framework. This means that the process can be divided into four phases: locate, evaluate, assess and prepare. These four phases also give the “LEAP” approach its name. In practice, in the first phase of the process, the MM Group's value chain was compared with the respective topics and interfaces with the topics were localised. In the second phase, the points of contact found are then further defined and effects and dependencies are defined. The impacts and dependencies can then be prioritised using the materiality analysis to be able to proceed efficiently in step three, the assessment of the resulting risks and opportunities. In the last phase, the findings and quantitative analyses are processed and integrated into internal risk management or made available to decision-makers for future strategic decisions. The quantitative analyses supplement the qualitative analyses of the materiality analysis and are incorporated primarily into the evaluation of actual impacts.

[ESRS2.53(b)] Further information on how MM identifies, assesses, prioritises and monitors the undertaking's potential and actual impacts on people and the environment can be found below for each environmental topic and in the respective topical chapters in the section on the “Description of impacts, risks and opportunities” for social topics.

Climate change

[EI.20(a)(b)(c)][EI.21][EI.AR11(a)(c)(d)][EI.AR12(a)(b)] To create a basis for our internal climate-related risk and resilience analysis, which is based on the current scientific consensus on climate change, the first step was to discuss and analyse the effects of climate change on ecosystems with the help of experts from the scientific community (interviews or workshops). In addition to the results from the stakeholder workshops and surveys, quantitative scenario analyses were also incorporated. The scenario analysis follows the TCFD and TNFD framework to best integrate climate- and nature-related dependencies, impacts, risks and opportunities (DIROs) into existing structures. Representative concentration pathways (RCP) and shared socioeconomic pathways (SSP) scenarios were used to assess physical and transition risks associated with climate change. RCP8.5/SSP5-8.5 were the most relevant scenarios for physical risks and RCP2.6/SSP1-2.6 for transition risks for the time horizons considered. These scenarios were prioritised for the scenario analysis, because they each represent a worst-case scenario for physical and transitory risks, respectively. In a business-as-usual scenario, such as SSP5-8.5, the MM Group will not be overly affected by transitional risks in the form of new or adapted policies for climate change mitigation. However, physical risks are considered as a main impact driver in the medium to long term in such a scenario due to the rapid pace of climate change. One of those drivers consists in the intensification of severe weather events, both in frequency and severity, leaving the assets of the MM Group at risk. A main driver for impacts, risks and opportunities within MM's supply chain is the transformation of European forests due to warmer temperatures. To assess how these physical risks affect not only the business model and strategy of the MM Group but also its assets, third-party geospatial analyses are utilised, allowing for a detailed analysis of physical climate-change-related risks and how they affect asset values. Focusing on transitional risks, the contrary of the outcomes explored within the SSP5-8.5 can be observed for low emission scenarios such as the SSP1-2.6, which imply a rapid reduction of GHG emissions, which would require ambitious regulations. Within this scenario changes towards more restrictive regulations on emissions (e.g. pricing for emissions) are considered to be a main driver of impacts, risks and opportunities. To investigate the resilience as well as actual and potential impacts of the MM Group within low emission pathways, greenhouse gas emissions of the MM Group and their changes over time, were evaluated (see also “EI Metrics”). For future projections of greenhouse gas emissions, the analysis is based on the transition plan and the values shown therein. Bringing this information together with the SSP pathways conclusions on IROs can be drawn. The results of the analysis are subject to uncertainties incorporated within the assumptions that build the SSP pathways. Using SSP scenarios allows for state-of-the-art, science-based scenario analysis.

[E1.ARII(b)] In accordance with ESRS 1 paragraph 77, the time horizons considered are defined by the reporting period as short-term, one to five years for medium-term and more than five years for long-term considerations. The time horizons are therefore also aligned with the periods for financial reporting and medium and long-term business planning, whereas the lifetime of the assets typically falls into the long-term horizon. The results of the risk analysis which covers both own operations and the upstream and downstream value chain were subsequently applied in an analysis of the business activities of the MM Group. See details on the resilience analysis and results in the respective topic areas.

[E1.20(b)(c)][E1.21][E1.ARI2(c)(d)] The MM Group has identified multiple climate-related hazards and risks originating from such. Highlighting some, the physical risks associated with flooding and water scarcity depend on the future development of precipitation patterns and types, which can be estimated by taking into account the RCP/SSP scenarios. However, the impact of the risks also depends on the structural adaptation of the infrastructure to the respective risks. For example, one physical risk arising from flooding is damage to infrastructure and production downtime in the event of the flooding of production facilities, which, depending on the geographical location, can be caused by heavy rainfall and/or rising sea levels. On the other hand, droughts can contribute to water scarcity. If water levels in the water bodies from which water is taken for the production of cartonboard and paper are too low, this may result in insufficient water being available for production. This can result in a reduction of production capacity, which in turn represents a specific risk for MM. It is therefore important to regularly monitor water levels and, if necessary, take measures to ensure the water supply to the plants. In addition to water as a raw material, cartonboard and paper production also relies on wood as a raw material. Calamities, as described above on the basis of the impact chain, are becoming more frequent as climate change progresses. They contribute to a reduction in the certified quantities of wood in the European purchasing areas and can therefore lead to a reduction or interruption of production capacities due to a shortage of wood or wood-based raw materials. Increased indirect and/or direct operating costs due to emission certification schemes and due to increased raw material costs have been identified as significant temporary climate-related risks. As the MM Group operates in an energy-intensive sector, there is a risk of increasing energy and electricity costs due to the adjustment of CO₂ pricing mechanisms within the EU. Rising operating costs for other companies in the MM Group's supply chain could also lead to higher raw material costs. Another transitional risk is the unavailability of natural gas, which is used in cartonboard and paper production. This could lead to costs for the conversion of energy supply from fossil fuels such as coal and gas to alternative energy sources, resulting in a financial risk. The MM Group's investments related to energy reflect the adaptations associated with this risk.

A description of how the MM Group adapts its strategy and business model to climate change can be found in the chapter on "Actions and measures" within the topic E1 Climate Change. None of the assets and strategies related to business activities of the MM Group are identified to be mentioned under E1.ARI2(d).

Environmental pollution

[E2.11(a)(b)] For the quantitative analyses in connection with the topic of environmental pollution, data on emissions and pollutants at the MM Group's sites were collected to supplement the qualitative interviews with experts from production sites. A data management software for environmental data is used to collect the data. Only data from own sites are included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. Internal stakeholders at selected sites have been interviewed regarding the impacts on potentially affected communities. No affected communities have been involved in the process at this time.

Water and marine resources

[E3.8(a)(b)] Water withdrawal, consumption and discharge are continuously recorded at the production sites and then consolidated. Based on this data, an analysis of water scarcity was carried out by external experts. Only data from our own sites is included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. No affected communities were identified, as the analyses did not show any negative impacts.

Biodiversity and ecosystems

[E4.17(a)(b)(c)(d)(e)][E4.18(a)(b)(c)] In order to analyse the impact of the MM Group's production sites on biodiversity, a "Species Area Relationship Model" (SARM) was applied to evaluate land use. With a SARM, it is possible to estimate the potential biodiversity loss due to land use. Additionally, software is used to map the activities and locations of the MM Group in relation to biodiversity-sensitive areas and to analyse the impacts of these activities on these areas. Within the software tool, indicators and proxies for biodiversity are used to analyse the impacts of the MM Group's activities and value chain on ecosystems and their biodiversity. The impact localisation phase showed that the most relevant influences and dependencies are part of the upstream value chain related to wood products. Therefore, special attention was paid to the associated activities. Within this focus area, also systemic risks, such as the loss of forest ecosystem functioning due to climate change impacts and how this would influence the operations of the MM Group, have been analysed using climate scenarios and ecosystem indicators. To assess impacts and dependencies, impact chains were developed in which, based on an input factor, the resulting changes in ecosystems and their reactions to those changes are analysed. Affected communities were not actively involved in the analyses at this point in time.

[E4.19(a)(b)] The MM Group has also conducted an analysis of the proximity of its own sites to protected areas, and examined whether these areas are affected by the activities carried out at the sites. Although 25 sites are located in or within 500 meters in proximity of areas of interest for biodiversity, it has been determined that there are no significant negative impacts on these areas and, if applicable, on the respective protected species as a result of the activities carried out by the MM Group. The impact analysis was carried out using metrics such as noise and light disturbances, emissions, and pollution for the respective production sites. Furthermore, protected and endangered species living close to production sites have been identified, and potential impacts on these species have been analysed. As no negative impacts on biodiversity-sensitive areas in proximity to locations of the MM Group were identified, no list of material sites is disclosed in this report.

Circular economy

[E5.11(a)(b)] The definition and analysis of IROs in relation to the circular economy are based on data on material flows in and out of the MM Group's production processes. Only data from our own sites are included in the quantitative analysis. Qualitative assessments were carried out for sites in the upstream and downstream supply chain. Affected communities are not included in the analyses.

Governance

[G1.6] The MM Group is committed to compliance with competitors, business partners and other market participants in all countries in which the MM Group operates. Compliance (all measures to ensure adherence to laws, rules of conduct and other standards) is a central management task of the Management Board in the Group, for which the CFO (Chief Financial Officer) is in particular responsible.

The Compliance department coordinates the development of compliance management systems with the CFO. In addition, the Compliance department regularly carries out efficiency checks of the compliance management systems using a risk-based approach. The Internal Audit department performs risk-oriented audits of compliance with internal guidelines and requirements (Group Organisational Guidelines), with a

focus on operational processes. It reports to the Management Board and is authorised to communicate directly with the Audit and Sustainability Committee of the Supervisory Board.

The material topics (impacts, risks and opportunities) in the area of governance were determined as part of a double materiality analysis in which the MM Group functions Legal/Compliance, Internal Audit, Investor Relations, Group Sustainability & Safety were involved. Additionally, the Group Accounting and Receivables Management functions were involved to analyse business relationships with suppliers and, in particular, the payment practices of the MM Group.

In addition, quantitative and qualitative information from the internal risk management processes and from the Tax and Legal department at Group level were taken into account. Based on the Rule of Law Index, geographical regions where there is an increased risk of violations in the area of governance were prioritised. The Rule of Law Index is compiled by the non-governmental organisation "World Justice Project" and provides information on the rule of law in the countries included in it.

Stakeholders and their involvement

External stakeholders	Interests and views in relation to the strategy of the MM Group
Suppliers	The MM Group's suppliers have an interest in the Company dealing with them fairly and transparently and offering them appropriate payment for their products and services. They also expect reliable cooperation and clear communication to make their business relationships with the MM Group successful.
Customers	Customers of the MM Group have an interest in receiving high-quality products and services that meet their needs and expectations. They also expect excellent customer service and clear communication to make their business relationships with the MM Group successful.
Industry associations	The industry associations have an interest in the MM Group representing the interests and concerns of the industry and adhering to the applicable industry standards. They also expect close cooperation and clear communication to successfully represent the interests of the industry.
Public bodies	In this context, public bodies include government organisations and NGOs. They have an interest in ensuring that the MM Group complies with applicable laws and regulations and makes a positive contribution to society. They also expect close cooperation and clear communication to ensure that the MM Group's business practices comply with applicable laws and regulations and make a positive contribution to society.
Residents	Local residents at the MM Group production sites and those within our supply chain have an interest in ensuring that the respective activities do not have a negative impact on the environment and affected communities and that their concerns are taken into account through cooperation and active participation in local initiatives.
Shareholders	The shareholders have an interest in the MM Group shaping its business practices in such a way that they correspond to the interests of the shareholders and make a positive contribution to value creation.

[ESRS2.45(a)(b)(d)] The materiality analysis process was structured in two coordinated phases to ensure comprehensive stakeholder engagement. Internal stakeholders participated in workshops and completed questionnaires to identify and prioritise key topics. External stakeholders – categorised as suppliers, customers, industry associations, public bodies, residents, and shareholders – were engaged through a structured questionnaire after having been presented with the preliminary internal results. This approach ensured consistency and comparability of input across stakeholder groups.

The explicit purpose of stakeholder engagement was to validate internal assessments, capture diverse perspectives, and understand how material topics affect different stakeholder groups. Feedback from external stakeholders was analysed and incorporated into the management review step, particularly for topics near the materiality threshold. This process influenced decisions on which topics were ultimately classified as material, ensuring that both internal and external viewpoints shaped the outcome. Governance bodies are informed about these stakeholder views through the Group Sustainability function as part of the management review and approval processes. By integrating the results of the materiality analysis into internal risk management and these governance processes, stakeholder perspectives are actively embedded into relevant corporate structures.

[ESRS2.45(b)] Communication with our own employees plays an important role in defining the vision of MM for all employees. Communication with employees takes place at several levels, including a European Works Council, joint discussions at country level and site-specific engagement. The measures were defined in workshops and supported, for example, by local or business-specific workshops and surveys. The European Works Council meets at least twice a year with the aim of promoting the internal flow of information within the Group and contacts between the Group's HR team in Vienna and the employees. The forum discusses issues related to the Group's global operations that are of importance to employees. The Works Council is not there to discuss matters that are regulated by national or local collective agreements. An agreement with the European Works Council for Packaging is in place, which supports the continuous improvement of MM's commitment to its employees. MM's employees have the right to join a trade union or a works council.

Depending on the type of cooperation, dialogue with the employees in the value chain takes place either directly with the employees or via suitable representatives. The managing directors of each plant are responsible for ensuring that the views of employees in the value chain are taken into account when decisions are made. In addition, the MM Group performs Group-wide process for dialogue with suppliers, which incorporates the perspective of employees in the value chain and help to ensure to protect their labour and human rights. This approach ensures that our suppliers adhere to the same standards and that employees in the value chain are treated fairly. Potential negative impacts are attributable to individual events. There are no known systemic or industry-specific negative impacts.

At the local level, there are various ways of engaging with affected communities. The managing directors of our plants are in close contact with local authorities on issues that affect people living near our production sites (e.g. increased traffic or noise pollution). However, this commitment can also take place on a very direct level by inviting local communities to visit the plants, for example on open house days.

We receive information on end consumer perspectives through our customers. Through direct customer appointments, we receive feedback on our products and develop innovative packaging solutions that meet the needs of end consumers together with our customers. This, together with considering actual and potential impacts on end consumers, influences the further development of our products and thus also the business strategy of the MM Group. Responsibility for safeguarding the human rights of end consumers lies with our customers, although we support them through our processes. In general, the strategy and business activities of the MM Group are not directly influenced by the involvement of end consumers.

Results of the materiality analysis

[ESRS2.48(a)(b)(c)(f)] The results of the materiality analysis of the MM Group, which were confirmed by external stakeholders and the Management Board, show that all main topics of the ESRS are to be treated as material, whereby some individual sub-topics and sub-sub-topics are not considered material.

[ESRS2.48(g)(h)] Updating the materiality assessment and its results within the reporting period led to some changes and additions to the impacts, risks and opportunities compared to the previous reporting period. The changes mostly relate to minor rewordings and clarifications of the IROs. For the topic ESRS E4 Biodiversity and ecosystems, a new set of IROs has been introduced, as no IROs had been defined in the previous reporting period. These adaptations of IROs did not lead to any changes in overall materiality of ESRS topics or subtopics. All IROs are covered by ESRS disclosure requirements.

Overview of key topics and subtopics

[ESRS2.48][ESRS2.56] The result of the materiality analysis indicates which topics and subtopics defined by the ESRS are considered material for the MM Group based on its activities. The following table summarises all material topics, including their main drivers and link to the business model, as well as their effective time horizons and localisation in the value chain. A detailed disclosure of individual impacts, risks and opportunities can be found at the beginning of each topical section within this report.

Material Topic	Material Sub-Topic	Main impacts and link to the business model	Time horizon	Localisation in value chain
Climate change	Climate change mitigation	Greenhouse gas emissions contribute to climate change. Ongoing climate change leads to strategic and asset-related risks for the MM Group, which affect both infrastructure and the availability and prices of raw materials. One opportunity lies in the reduction of our greenhouse gas emissions and the reduction of associated costs through pricing systems.	Short - long	Own operations, Upstream value chain
Climate change	Climate change adaptation	To increase resilience to climate change, the MM Group is adapting to the changed conditions caused by climate change. Examples include flood protection at its own sites, but also adjustments to the procurement strategy for raw materials.	Short - long	Own operations, Upstream value chain
Climate change	Energy	The production of cartonboard and paper requires large amounts of energy. This creates risks relating to supply and costs through emissions trading systems. The substitution of gas by other energy sources is an opportunity for the MM Group to reduce transitory costs.	Short - long	Own operations, Upstream value chain
Pollution	Pollution of air, water and soil	The MM Group's production processes generate emissions that can have a negative impact on the quality of air, water and soil. If limit values are exceeded, there is a risk of penalties and reputational damage.	Short - long	Own operations
Water and marine resources	Water withdrawal, consumption and discharge	A considerable amount of water is required to produce cartonboard and paper. A significant portion of this water is treated and subsequently returned to river systems. The MM Group's reliance on water poses a reputational risk.	Medium - long	Own operations
Biodiversity and ecosystems	Direct impacts of biodiversity and ecosystem loss Impact on the status of species Impacts and dependencies of ecosystem services	The MM Group is dependent on the availability of wood as a raw material. The conservation of biodiversity is therefore of particular importance. However, as the MM Group does not manage its own forests, the effects are mainly located in the supply chain. Prices and availability of wood assortments, which are interlinked with biodiversity, represent a risk for the MM Group. One opportunity is to act responsibly now in order to secure supplies in the future.	Short - long	Upstream value chain
Resource use and the circular economy	Resource inflows, including resource utilisation Resource outflows associated with products and services Waste	The MM Group's specialisation in the production of recycled fibre-based board reduces the amount of virgin fibre required. The products are highly recyclable and thus contribute to a circular economy. Regulations in the packaging industry pose financial risks for the MM Group. The opportunity to substitute plastic with fibre-based products from the MM Group is economically relevant.	Short - long	Own operations
Own workforce	Working conditions Equal treatment and equal opportunities for all Other work-related rights	The size of the MM Group and, consequently, the number of employees means that the MM Group has a significant influence on the well-being of many people. If the MM Group fails to meet applicable standards, there are risks of fines and reputational damage. High standards in practice are an opportunity to retain employees.	Short - long	Own operations
Workers in the value chain	Working conditions Equal treatment and equal opportunities for all Other work-related rights	Complex supply chains with a focus on Central Europe, but also relevant parts in countries with higher risks for employees. Incidents in the value chain can also have a negative impact on the MM Group, which represents a risk. Fair working conditions along the entire value chain are an opportunity for functioning business conditions and supply chains.	Short - long	Upstream value chain
Affected communities	Communities' economic, social and cultural rights Communities' civil and political rights Rights of indigenous peoples	The MM Group has an impact on the communities in and around the major production sites as well as an indirect impact on the communities that are mainly affected by or dependent on the activities in the forest-related supply chain. In the event of negative impacts on affected communities, the MM Group would face financial and reputational risks. An open culture, especially with communities around operating sites, has a positive effect on employee attraction.	Short - long	Own operations, Upstream value chain

Material Topic	Material Sub-Topic	Main impacts and link to the business model	Time horizon	Localisation in value chain
Consumers and end-users	Information-related impacts for consumers and/or end-users Personal safety of consumers and/or end-users	The MM Group's products offer its customers the opportunity to communicate information about packaged products to the end user. High-quality production is particularly relevant, as incorrect information could be communicated to end users in the event of errors. Some of the MM Group's products are used in direct contact with food and therefore require special care.	Short - long	Downstream value chain
Governance	Corporate culture	The MM Group's activities have an impact on people and society through their reach.	Short - long	Own operations, upstream and downstream value chain
Governance	Protection of whistleblowers	Whistleblowers must have the opportunity to report grievances to the MM Group. If our complaints channel, the MM Integrity Line, was not available to whistleblowers, this would lead to reputational risks.	Short - long	Own operations, upstream and downstream value chain
Governance	Management of relationships with suppliers including payment practices	The management of relationships with suppliers can have a significant impact on the MM Group's suppliers. A good relationship with our suppliers is particularly important for a functioning supply chain in order to avoid the risk of supply bottlenecks.	Short - long	Upstream value chain
Governance	Corruption and bribery	The MM Group's activities have an impact on people and society through their reach. Violations in the area of corruption and bribery entail a significant reputational risk and fines.	Short - long	Own operations

The most relevant dependencies, effects, risks and opportunities for the MM Group

[ESRS2.48(f)] The business activities of the MM Group are energy- and resource-intensive. This directly results in the most relevant interfaces with the environment and nature. Due to the high energy consumption in the production of cartonboard and paper, which is covered also by fossil energy sources, CO₂ emissions that contribute to climate change are released. Progressive climate change can alter the fundamentals of the MM Group's business activities, which is why it is particularly important that the MM Group takes measures to mitigate climate change. In addition to damage to infrastructure and facilities due to more frequent and more intense extreme weather events, the effects of climate change on ecosystems and biodiversity are the most material consequences of climate change for the MM Group. This correlation is particularly relevant due to the dependence on wood as a raw material and water for the production processes. In order to make the MM Group's strategy more resilient to climate change, ambitious targets have been set to reduce emissions. In addition to climate change, it is important to ensure sustainable forest management in our supply chain to minimise or avoid impacts on biodiversity. The MM Group relies on certification systems such as FSC® or PEFC, which give priority to species protection.

To enhance resilience against supply chain uncertainties such as price fluctuations or shortages of specific certified fibre and wood assortments, the MM Group continuously evaluates its procurement strategy and adapts it to evolving conditions.

In addition to the environmentally related IROs, the success of the MM Group depends on the availability of qualified personnel. The Group places a high value on employee satisfaction and good working relationships, as it considers this to be an essential basis for creating a productive, inclusive and innovative work environment. Not only is value placed on recruiting and promoting talent, but also on retaining it over the long term through targeted training measures and a healthy work-life balance.

Details on individual IROs and how they affect the strategy and business activities of the MM Group are explained in detail under the respective topics in the section on "Description of impacts, risks and opportunities". The resilience of the MM Group to the IROs is also explained in the sections on the respective topics.

6.2 Information on the EU taxonomy

Achieving the goals of the European Green Deal, such as climate neutrality in Europe, can only succeed if cash flows increasingly flow into sustainable investments. To this end, the EU Commission has developed the Taxonomy Regulation, which will make sustainability financially measurable and comparable, leading to increased transparency regarding sustainable activities. The environmental targets "climate protection" and "adaptation to climate change" were published in 2021, and four further environmental targets (on the circular economy, water, biodiversity, and pollution) were published in 2023. As a listed Company, the MM Group is obliged to disclose its activities in accordance with the Taxonomy Regulation.

The MM Group has assessed the economic activities for the six environmental objectives published by the EU Commission in terms of their relevance to its own economic activities in terms of taxonomy eligibility. In accordance with Delegated Regulation (EU) 2021/2178 and the simplifications introduced by the Delegated Regulation (EU) 2026/73, the key performance indicators (KPIs) for revenue (revenue KPI), capital expenditure (CapEx KPI) and operating expenditure (OpEx KPI) were developed for 2025 and disclosed in this report.

Taxonomy eligibility

An analysis showed that the MM Group's core revenue-generating activities will not be reflected in the activity descriptions of the EU taxonomy in 2025 either (as was already the case in 2024). Thus, the MM Group will not be able to report any revenue-generating taxonomy-eligible activities in 2025. For OpEx and CapEx KPIs, this means that only individual measures (category C) can be reported. For example, no CapEx and OpEx (categories A and B) for efficiency measures that make up a significant portion of the MM Group's total CapEx and OpEx can be reported as taxonomy-eligible for the reporting period. As a result, only a small proportion of CapEx and OpEx projects are taxonomy-eligible. The analysis of taxonomy eligibility included the project level across the Group and all capital expenditure projects with capitalisation in 2025, ensuring that reliable and accurate information is reported in the context of the EU taxonomy. The projects were compared with the activities of the EU taxonomy and their definitions to check their eligibility. Since there were no investments related to adaptation plans in the reporting period, no investments are reported for the EU taxonomy's 2025 climate change adaptation objective.

In the financial year 2025, individual measures were taken at the MM Group's locations to increase energy efficiency and expand renewable energy. Photovoltaic and solar thermal systems were installed at several MM Group locations to increase the share of renewable energy in production. The associated investments are reported in the CCM 7.6 taxonomy activity. To promote the switch to electric mobility, charging stations for electric vehicles have been installed at several locations. Investments in this regard are reported in activity CCM 7.4. Activity CCM 7.7 "Acquisition and ownership of buildings", together with the capitalisations in the area of the vehicle fleet, represents about 45.5 % of the taxonomy-eligible CapEx. To save energy used in production processes, a switch to LED lighting of the highest two energy efficiency classes was implemented at some locations in 2025 and reported under the activity CCM 7.3.

Minimum social safeguards

At the MM Group level, it was determined whether measures and guidelines are in place to ensure compliance with the minimum protection requirements. In analysing the requirements, the MM Group is guided by the information in the final report on minimum protection published by the EU Commission on October 11, 2022. The MM Group's principles of conduct are summarised in the MM Group Code of Conduct and the Supplier Code of Conduct. They include the universal principles of the UN Global Compact, the OECD Guidelines for Multinational Enterprises, human rights including employee and consumer protection, anti-corruption, fair competition and taxation, and provide guidance for the responsible behaviour of our employees in order to comply with the ethical principles in the areas of legal compliance, human rights, and labour standards everywhere in the Group.

KPI in relation to turnover (turnover KPI)

Due to the dynamic regulatory developments around the EU taxonomy, the delegated acts and the relevant annexes were used to assess this KPI. The economic activities described therein are not consistent with the sales-related activities of the MM Group, as they do not include any activities that reflect the activities of the paper and board industry or the production of fibre-based packaging. Therefore, no taxonomy-eligible turnover is reported for 2025. The denominator of the KPI corresponds to net sales in accordance with the income statement in the 2025 consolidated financial statement and amounts to EUR 3,885 million.

KPI in relation to capital expenditure (CapEx KPI)

The basis for the KPI is provided by data from finance on all investment projects that led to an addition to fixed assets in the reporting period. The denominator of the KPI corresponds to the total of additions to fixed assets and additions to the scope of consolidation for property, plant and equipment and intangible assets in accordance with the tables "Development of property, plant and equipment 2025" and "Development of intangible assets including goodwill 2025" in the 2025 consolidated financial statements and amounts to thous. EUR 259,684. As described in the chapter "Taxonomy eligibility" at the beginning, the CapEx KPI refers exclusively to Category C CapEx. There is currently no CapEx plan that allows taxonomy-eligible economic activities to become taxonomy-aligned, which is why no Category B CapEx is shown either. The project data sets resulting from the preparation were then compared with the activities listed in Annex 1 to EU Regulation 2020/852 and checked for EU taxonomy eligibility, as explained in the chapter on "Taxonomy eligibility". The numerator of the KPI is derived from this comparison, in which extensive information on the taxonomy-eligible projects was obtained in close cooperation with the production sites. A uniform, granular reporting structure for the investment projects avoids double counting and ensures that all projects relevant for the numerator are recorded. As the total amount of eligible CapEx (6.0 %) did not exceed the threshold of 10 % and is thus non-material, no taxonomy alignment check was applied, thus, no taxonomy-aligned CapEx is reported.

Quantitative breakdown of the CapEx KPI at the level of economic activity (in thousands of EUR)

Activity	Additions to property, plant and equipment	Internally generated or acquired intangible assets	Rights of use	Total	Thereof through acquired business combinations	Thereof part of an investment plan
CE 1.2	3,694	0	0	3,694	0	0
CCM 4.30	2,616	0	0	2,616	0	0
CCM 6.5	2,916	0	0	2,916	0	0
CCM 6.6	2,563	0	0	2,563	0	0
CCM 6.14	613	0	0	613	0	0
CCM 7.3	1,401	0	0	1,401	0	0
CCM 7.4	54	0	0	54	0	0
CCM 7.6	111	0	0	111	0	0
CCM 7.7	1,605	0	0	1,605	0	0
Total	15,572	0	0	15,572	0	0

In the financial year 2025, CapEx can be allocated across several EU Taxonomy economic activities. CE 1.2 Manufacture of electrical and electronic equipment amounted to thous. EUR 3,694. Investments classified under CCM 4.30 High-efficiency cogeneration of heat/cool and power from fossil gaseous fuels reached thous. EUR 2,616. Spendings amounting to thous. EUR 2,916 were assigned to CCM 6.5 Transport by motor-bikes, passenger cars and light commercial vehicles, while CCM 6.6 Freight transport services by road accounted for thous. EUR 2,563. A further thous. EUR 613 related to CCM 6.14 Infrastructure for rail transport. For CCM 7.3 Installation, maintenance and repair of energy efficient equipment, the recorded amount was thous. EUR 1,401. Expenditures linked to CCM 7.4 Installation, maintenance and repair of charging stations for electric vehicles in buildings and parking spaces attached to buildings totalled thous. EUR 54. MM also

allocated thous. EUR 111 to CCM 7.6 Installation, maintenance and repair of renewable energy technologies. Finally, CCM 7.7 Acquisition and ownership of buildings represented thous. EUR 1,605.

KPI in relation to operating expenses (OpEx KPI)

The basis for the KPI is provided by data from finance on operating expenses at the individual sites and on research and development expenses. The total of the accounts for operating expenses and research and development expenses represents the denominator of the KPI and amounts to thous. EUR 188,835. To determine the numerator, Group Consolidation & Reporting requested information from all sites on operating expenses that could be assigned to relevant activities. The information from the operating sites was used to determine the numerator for this key figure. Double counting is avoided by directly comparing the information on OpEx with the responsible persons at the locations. As the total amount of eligible OpEx (5.6 %) did not exceed the threshold of 10 % and is thus non-material, no taxonomy alignment check was applied, thus, no taxonomy-aligned OpEx is reported.

Quantitative breakdown of the counter of the OpEx KPI

	OpEx (in thousands of EUR)
R&D costs	0
Building refurbishment measures	6,877
Non-capitalised leasing contracts	0
Maintenance and repair	3,702
Total	10,579

In the reporting period, 5.6 % are reported as taxonomy-eligible OpEx. The majority is attributable to activity CCM 7.7 and thus to the maintenance of buildings. 1.6 % of total OpEx were spent on vehicle maintenance (activities CCM 6.5 and 6.6). The generally low share of taxonomy-eligible OpEx is due to the fact that the MM Group's revenue-related activities in the reporting period are not covered by the EU taxonomy and therefore only individual measures in the OpEx C category are shown here. Eligible OpEx decreased from 15.8 % in 2024 to 5.6 % in 2025. This decrease is related to a decrease in overall OpEx allocated to building maintenance (activity CCM 7.7) and fleet maintenance (activity CCM 6.5).

Double counting across different environmental objectives is excluded for all KPIs, as the individual activities are only counted under one environmental objective.

6.3 EI Climate change

Description of impacts, risks and opportunities

[EI.18][EI.AR7(b)]

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
1	Climate change could affect agriculture and forestry supply chains, leading to raw material shortages and higher procurement costs.	Risk	Short - long	Upstream value chain	Climate change
2	Climate change may lead to changes in precipitation patterns and temperatures, resulting in more frequent and intense flooding events.	Risk	Short - long	Own operations and value chain	Climate change
3	New regulations in the area of CO ₂ pricing, such as changes to the Emissions Trading System (ETS), may lead to higher emission costs for the MM Group.	Risk	Short - long	Own operations	Energy, climate change
4	Generating biogas or renewable energy enables substitution of fossil fuels, reducing emissions and potentially lowering emission certificate costs.	Opportunity	Short - long	Own operations	Energy, climate change
5	Expansion of photovoltaic/solar systems to produce green electricity can positively impact climate change mitigation.	Impact positive potential	Short - medium	Own operations	Energy, climate change
6	By producing electricity at sites with high energy demands we positively contribute to the stability of electricity grids.	Impact positive actual	Short - long	Own operations	Energy
7	Manufacturing processes use fossil fuels, which negatively impacts climate change mitigation.	Impact negative actual	Short - medium	Own operations, upstream value chain	Climate Change

[EI.19(a)(b)(c)] The analysed risks (process description in the chapter on ESRS 2) were applied to the business activities of the MM Group as part of a resilience analysis, and specific climate-related risks for the MM Group were defined. Specific risks refer to risks that have been defined on the basis of various climate hazards via impact chains in connection with our own activities and along the value chain. As part of the resilience analysis conducted in 2024, common socio-economic pathway (SSP) scenarios were used, which are linked to the RCP (Representative Concentration Pathways) scenarios and the International Energy Agency's (IEA) adjusted net-zero emissions (NZE) scenario, to examine future socio-economic scenarios. The use of SSP scenarios allows us to analyse transition risks that arise from the paths that policy-makers and society might choose to mitigate and/or adapt to climate change. Several critical assumptions have been made about how the transition to a lower-carbon and more resilient economy will directly or indirectly affect the MM Group's operations. The most important of these are changes in the supply and demand of renewable and fossil fuels, the increase in new regulations and growing consumer awareness of climate change. The scenario-based resilience analysis is subject to a range of uncertainties. The confidence levels for future developments in society and the climate are taken from the IPCC's (Intergovernmental Panel on Climate Change) sixth synthesis report (AR6). The results of the resilience analysis show that climate change poses both physical and transition risks for the business activities of the MM Group, which either affect individual sites or are strategic risks that could affect a division or the entire Group.

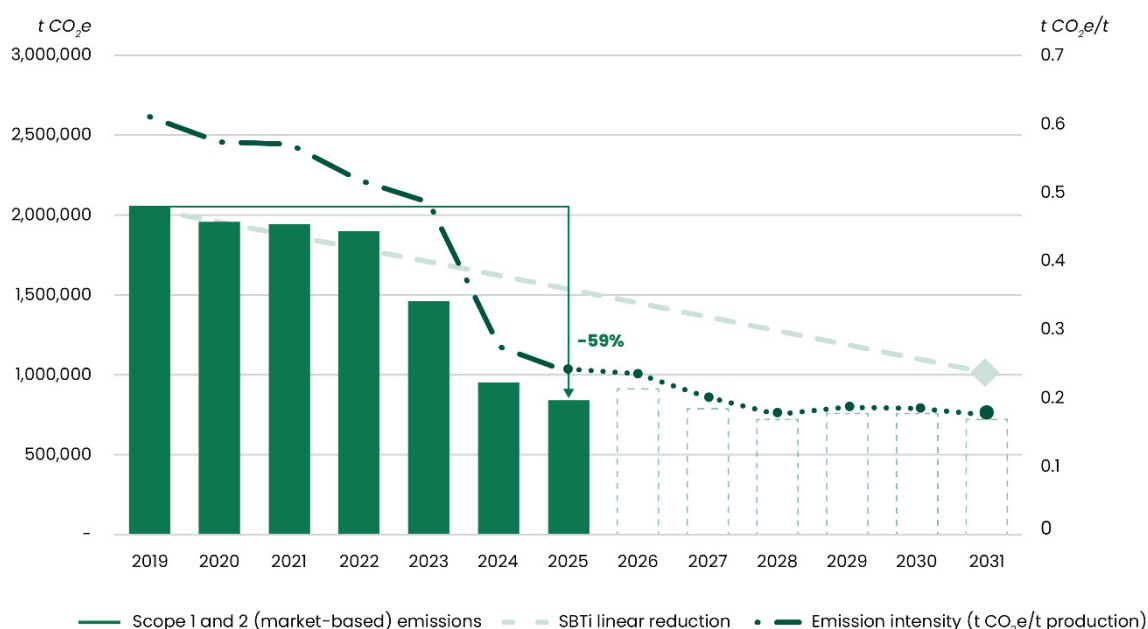
The climate-related risk assessment is based on Representative Concentration Pathway (RCP) climate scenarios provided by the International Institute for Applied Systems Analysis (IIASA) which have been integrated into the Intergovernmental Panel on Climate Change (IPCC) AR6 assessment report. The risks

considered are based on the European Commission list in Annex A of Annex 1 of EU Regulation 2020/852, as they are also relevant for EU taxonomy reporting.

Transition plan

[E1.14][E1.16(a)(b)(g)] The MM Group's decarbonisation strategy is in line with the 1.5 °C pathway of the Paris Agreement. The targets have been approved by the Science Based Targets initiative (SBTi), which means that, based on a 2019 baseline, Scope 1 and 2 emissions must be reduced by 50.4 % (1,037,077 t CO₂) and Scope 3 emissions by 58 % per value creation by 2031. To ensure compatibility with the transition to a sustainable economy and the goal of limiting global warming to 1.5 °C, the following key decarbonisation levers and measures have been identified following business model adjustments: transitioning to renewable or low-carbon electricity across all production sites, increasing the share of renewable energy in Board & Paper mills, and sourcing raw materials with a reduced carbon footprint. The MM Group is not excluded from the EU's Paris benchmarks.

MM transition plan



MM achieved a 59 % decrease of Scope 1 and Scope 2 (market-based) emissions compared to the 2019 SBTi base line and reached the target level. The future development of emissions is characterised by assumed growth in production volumes, the implementation of investment projects, and a further switch to renewable electricity.

[E1.16(c)(j)(e)] The MM Group's emission reduction targets are gross targets, which means that offsetting, emission credits or avoided emissions are not included. The historical development of our Scope 1 and 2 emissions and the expected development based on the CO₂e reduction measures are shown graphically in the MM transition plan. As part of the "MM Sustainability Bonus 2025", all production sites have received CO₂-related targets.

The investments to implement our transition plan include energy efficiency measures, the switch to electricity from renewable and low-carbon sources and the continuous replacement of fossil fuels with renewable or low carbon energy sources. The replacement of fossil fuels is mainly linked to the investments in our Board & Paper mills.

The goal is to achieve net-zero emissions by 2050, which is supported by targets for electricity from renewable energy sources and commitments to reduce energy consumption, as well as our internal carbon pricing system and the avoidance of investments in the expansion of fossil fuels. Progress is continuously monitored by a monthly monitoring of energy consumption and associated Greenhouse Gas (GHG) emissions. The Management Board and Supervisory Board are informed of the developments on a monthly basis.

[E1.16(d)(f)] Minor maintenance investments were made for the natural gas power plants. These investments have no material impact on the transition plan. Some emissions from fossil fuels are locked-in, as switching to renewable energy is only economically viable once the return on investment (ROI) is achieved. These emissions will not jeopardise the transition plan. Further information on investment plans related to climate change mitigation and adaptation can be found in the chapter on the "EU taxonomy".

[E1.16(h)] The transition plan is aligned with MM's overall business strategy as it follows our Group-wide decarbonisation targets. The achievement of these targets and thus the implementation of the transition plan is closely linked to our CapEx management and is therefore part of the Group's financial planning.

[E1.16(i)(j)] This transition is being led by the Group Sustainability function, Energy Sourcing and Technology Board & Paper and approved by the Management Board and Supervisory Board. In the reporting year, absolute Scope 1 and Scope 2 emissions were reduced by 59 % (2024: 54 %) compared to 2019, which means that MM is on track to achieving the target. Scope 1 and Scope 2 emissions were reduced by 11 % at the Group level in 2025 compared to 2024. Scope 3 emissions per Euro of value added were reduced to 0.96 t CO₂e/tEUR in 2025 (1.18 t CO₂e/tEUR in 2024) and are on track towards the target.

Divestments

Following the divestment of the TANN Group, MM has assessed the impact of this transaction on its greenhouse gas inventory. The TANN Group accounted for approximately 1 % of MM's total Scope 1 and 2 emissions and around 3 % of total Scope 3 emissions. These shares are considered not material and therefore do not affect the MM Group's climate transition plan or its progress toward emission reduction targets. Furthermore, the sale of the TANN Group contributes to a decrease in total emissions per production, supporting a continued improvement in MM's overall emissions intensity. Please refer to the paragraph on "E1 Metrics" for more details.

El Policies

[E1.24] The MM Group is committed to promoting environmental sustainability and a circular economy as an integral part of its business activities, including climate change, consumption of raw materials and responsible procurement practices. Publicly available frameworks and guidelines define our values and goals, including our own activities and our value chain, as we expect our suppliers to also maintain high sustainability standards. The MM Group has adopted the following policies to manage the significant impacts on climate change and the associated significant risks and opportunities:

Policy		Environmental policy	MM Supplier Code of Conduct
Key content	[ESRS2.65(a)]	Climate change, energy and decarbonisation	Reduction of GHG emissions as focus topic for suppliers
Scope of policy	[ESRS2.65(b)]	Own operations	Upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, suppliers	Suppliers
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	2-7	1, 2, 7

The above-mentioned policies and guidelines are publicly available on the MM Group's website. Internal and external stakeholders were involved in defining the material content of the guidelines during the materiality assessment. The above-mentioned documents apply to all fully consolidated companies of the MM Group and include the Group's own operations and the value chain of MM, without any geographical exceptions. The guidelines are approved by the Management Board, and the Head of Group Sustainability & Marketing Communications is responsible for their organisational implementation in the Group. Relevant KPIs (environmental, waste, etc.) are closely monitored and controlled accordingly.

[E1.25] We are committed to reducing our CO₂e emissions in our own operations and our value chain, increasing the share of renewable/low-carbon electricity, improving energy efficiency and not investing in the expansion of fossil fuels or financing climate-damaging lobbying. This relates to the significant impacts, risks and opportunities defined as material with regard to energy and climate protection and explicitly includes the areas of climate change mitigation, energy efficiency and the expansion of renewable energy. Adaptation to climate change is considered particularly important in connection with the procurement of forest-related products.

El Targets

Target	[ESRS2.80(b)(e)]	Increase annual sourcing of renewable and/or low-carbon electricity to 100 % by 2031 (and 93 % by 2030)	Reduce absolute scope 1 and 2 GHG emissions by 50.4 % by 2031 vs. 2019 (and 46.2 % by 2030)	Reduce absolute scope 1 and 2 GHG emissions by 100 % by 2050 vs. 2019
Target scope	[ESRS2.80(c)]	Scope 2 (market-based) emissions from own operations	Absolute Scope 1 and 2 (market-based) emissions from own operations	Absolute Scope 1 and 2 (market-based) emissions from own operations
Science-based target	[ESRS2.80(g)]	No	Approved by SBTi and in line with 1.5°C reduction pathway	No
Value in base year	[ESRS2.80(d)]	15.6 % in 2019	2,057,692 t CO ₂ e (0 %) in 2019	2,057,692 t CO ₂ e (0 %) in 2019
Value in 2025	[ESRS2.80(j)]	96 %	59 % (847,385 t CO ₂ e)	59 % (847,385 t CO ₂ e)
Progress comment	[ESRS2.80(j)]	Further increase vs. 2024 - on track	Further decrease vs. 2024 - target achieved ahead of schedule	Further decrease vs. 2024 - on track
Related policies	[ESRS2.80(a)]	Environmental policy	Environmental policy	Environmental policy
IROs addressed	[ESRS2.79(a)]	3-6	3-7	3-7

Target	[ESRS2.80(b)(e)]	Reduce scope 3 GHG emissions by 58.1 % per EUR value added by 2031 vs. 2019 (and 53.2 % by 2030)	Reduce scope 3 GHG emissions by 58.1 % per EUR value added by 90 % by 2050 vs. 2019	Reduce absolute Scope 3 Category 1 (Purchased Goods and Services) GHG emissions by 40 % by 2031 vs. 2024	Engage with 80 % of key suppliers with the aim of reducing Scope 3 emissions by 2026
Target scope	[ESRS2.80(c)]	Specific Scope 3 emissions from value chain	Specific Scope 3 emissions from value chain	Absolute Scope 3 Category 1 emission from purchased goods and services	Scope 3 emissions from value chain
Science-based target	[ESRS2.80(g)]	Approved by SBTi and in line with 1.5°C reduction pathway	No	No	No
Value in base year	[ESRS2.80(d)]	2.56 t CO ₂ e/tEUR (0 %) in 2019	0 % in 2019	1,049,430 t CO ₂ e (0 %) in 2024	0 % in 2024
Value in 2025	[ESRS2.80(j)]	0.96 t CO ₂ e/tEUR (63 %)	63 %	11 %	16 %
Progress comment	[ESRS2.80(j)]	Further decrease vs. 2024 - target achieved ahead of schedule	Further decline vs. 2024 - on target	Decline vs. 2024 - on track	Program started in 2025 - on track
Related policies	[ESRS2.80(a)]	Environmental policy and procurement policy for responsible sourcing	Environmental policy and procurement policy for responsible sourcing	Environmental policy and procurement policy for responsible sourcing	Environmental policy and procurement policy for responsible sourcing
IROs addressed	[ESRS2.79(a)]	3-7	3-7	3-7	3-7

Reporting principles for targets

[E1.32][E1.33][E1.34(b)(e)] The MM Group has established science-based targets to guide its climate action in line with the Paris Agreement and the Group's long-term sustainability strategy. These targets provide a clear pathway toward reducing greenhouse gas emissions and enhancing operational resilience.

Increasing the share of renewable and low-carbon electricity is central to the MM Group's approach. By reaching full coverage by 2031, the Group significantly lowers indirect emissions from purchased electricity (Scope 2) while also improving energy independence and stability in energy costs. This shift will further contribute to reducing emissions by approximately 29,000 t CO₂e by 2031 and lays the foundation for achieving long-term net-zero operations.

Reducing direct and indirect operational emissions is equally important. Measures to cut Scope 1 and 2 emissions by more than half by 2031 include improvements in energy efficiency, process optimisation, and the adoption of renewable and low-carbon fuels at all production sites. The lever energy efficiency will further contribute ~35,000 t CO₂e and the lever adoption of renewable and low-carbon fuels will further contribute ~180,000 t CO₂e by 2031. The ambition to fully eliminate these emissions by 2050 demonstrates the Group's commitment to science-based decarbonisation and aligns with global climate goals, while supporting compliance with European regulations.

The MM Group also focuses on reducing emissions across its value chain, where the majority of its climate impact occurs. The target to lower specific Scope 3 emission intensity by 58 % by 2031 encourages collaboration with suppliers and logistics partners, promotes material efficiency, and advances circular packaging solutions. These efforts not only improve the sustainability of MM's products but also help customers achieve their own climate objectives.

The 2019 base year was selected (adjusted for 2021/2022 acquisitions and divestments/closures) because it represents a consistent and representative operational year with complete and reliable data coverage across the MM Group's sites. It provides a stable benchmark for tracking emission reductions and reflects the most recent period before major structural or market changes, ensuring comparability and accuracy of long-term performance evaluation. The 2019 base year was subsequently adjusted to account for data related to acquisitions and divestments or site closures in 2021 and 2022, ensuring that the baseline remains consistent with the MM Group's current organisational boundaries. The 2019 base year was not adjusted due to the 2025 divestments, as these are not material for these targets.

The MM Group further strengthens its climate ambition by addressing emissions from purchased goods and services, which represent a significant share of its Scope 3 value chain footprint. The target to reduce absolute Scope 3 Category 1 greenhouse gas emissions by 40 % by 2031 compared to 2024 focuses on engaging suppliers, increasing the use of lower-carbon materials, and improving procurement practices. By addressing emission reductions at the source, MM Group supports the transition toward more sustainable supply chains and reinforces the climate performance of its products.

Engagement with key suppliers (those business partners that contribute the largest share of the Scope 3 emissions, based on spend, volume, and relevance of purchased materials) is critical for realising Scope 3 reductions. By working with suppliers responsible for the largest share of upstream emissions, the Group encourages data transparency, shared innovation, and measurable improvements throughout the supply chain. The 2024 base year was selected for this target as it represents the first year with comprehensive supplier information and engagement levels following the implementation of the MM Group's supplier sustainability assessment process, providing a reliable baseline for tracking progress toward engaging 80 % of key suppliers by 2026.

These targets position the MM Group on a credible path toward net zero, supporting regulatory readiness, strengthening stakeholder confidence, and embedding low-carbon operations, responsible sourcing, and energy transition into the core business strategy.

Inclusions, exclusions, and boundary definitions

Emissions are calculated in accordance with the GHG Protocol, incorporating Scope 1 direct emissions (e.g. fuel combustion on site) and Scope 2 indirect emissions from purchased energy (market-based). For Scope 3, we include relevant upstream emissions categories (see the chapter on “EI Metrics”) in the value chain.

Emissions are reported in CO₂ equivalents (CO₂e), which include all greenhouse gasses, such as carbon dioxide (CO₂), methane (CH₄), nitrous oxide (N₂O), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride (SF₆), and nitrogen trifluoride (NF₃). The calculation is based on the Global Warming Potential (GWP) provided values to ensure a consistent representation of the climate impact of each greenhouse gas.

Data collection, consolidation, and monitoring for target setting are managed by the Group Sustainability department, which ensures traceability, consistency, and quality control. All emissions-related data undergo independent third-party assurance aligned with our annual audit process to strengthen credibility and transparency.

El Actions and measures

[E1.28] The reduction of energy-related CO₂e emissions is seen as a strategic issue with high priority, as all business activities of the MM Group are assigned to climate-intensive sectors. The reduction is due to decarbonisation measures in the area of energy efficiency, the switch to renewable and low-carbon electricity, the reduction of fossil fuel consumption and the replacement of fossil fuels by energy from renewable sources. In addition, we are focusing on reducing our Scope 3 emissions by working with our suppliers. All CO₂-related product information is transparently communicated to the downstream value chain to support our customers in achieving their decarbonisation targets. To achieve our decarbonisation targets, CapEx projects are necessary. OpEx expenditures are disclosed in connection with the purchase of renewable/low-carbon electricity.

Energy and climate change mitigation (own operations)

Energy efficiency

[E1.28][E1.29(a)(b)(c)] Our energy management is aimed at sustainably reducing energy consumption at our sites, increasing efficiency and procuring higher proportions of renewable energy and electricity. The ISO 50001 certification is applied primarily in the mills of the more energy-intensive MM Board & Paper division, but we also strive for comprehensive energy management at the sites of the Packaging divisions. 44 out of 66 production entities are certified according to ISO 50001, EMAS or ISO 14001. In order to further promote energy efficiency, the following projects were implemented or planned in 2025:

- At Kwidzyn mill a heat boiler recovery project was started in 2025 and will continue throughout 2026. It will deliver annual steam and electricity savings, resulting in a reduction of coal consumption and thereby cutting CO₂ emissions by around 30,500 tonnes annually.
- At Kotka mill a hood air project was implemented in 2025. It will reduce steam consumption, achieving significant energy savings and lowering CO₂ emissions by around 1,100 tonnes annually through reduced steam use, supporting energy efficiency initiatives.
- At Kotka mill a project to improve condensate collection was implemented in 2025. It will deliver annual savings in steam and demineralised water consumption, while cutting CO₂ emissions by 1,763 tonnes.
- Kwidzyn mill has implemented a project to modernise outdoor and road lighting by replacing outdated fixtures with LED technology in 2025, improving energy efficiency and reducing maintenance costs, while achieving annual electricity savings of about 1,000 MWh (reduction of CO₂ emissions by around 700 tonnes)
- Ongoing efficiency measures: energy efficiency is a by-product of a wide range of projects involving the replacement of old machinery, heating and cooling systems, and the renovation of buildings.

Renewable/low-carbon electricity

[E1.28][E1.29(a)(b)(c)] In 2025, the share of renewable and low-carbon electricity rose to 96 % (2019: 15.6 %; 2024: 94 %). In 2025, the MM Group operated 11 photovoltaic systems and 2 solar power plants for the self-generation of renewable energy. In order to further increase the share of renewable/low-carbon electricity, the following actions were implemented or planned in 2025:

- 51 production sites, out of 66, obtained 100 % of their electricity from renewable or low-carbon sources in 2025.
- 8 production sites changed to 100 % renewable and/or low-carbon electricity in 2025 (lowering market-based Scope 2 emissions by 38,952 t CO₂).

Substitution/reduction of fossil fuels

[E1.28][E1.29(a)(b)(c)] Reducing our Scope 1 emissions is closely linked to replacing fossil fuels with biofuels (e.g. biomass). 48 % of the primary energy sources used in the Board & Paper division are from renewable sources (2024: 51 %). Another way to replace fossil fuels is to generate biogas as part of the wastewater treatment process by adding an an-aerobic digestion stage. The following projects were implemented or planned in 2025 to further replace fossil fuels as a primary energy source:

- Kwidzyn mill is taking a decisive step towards a more sustainable future with the installation of a state-of-the-art continuous digester in its integrated pulp mill, complemented by additional energy improvement measures focusing on the reutilisation of residual heat and reducing overall energy consumption. Scheduled to become operational at the end of 2026, reducing CO₂ emissions by around 100,000 t CO₂ annually.
- In 2025 Gernsbach mill has implemented a project that will increase the treatment capacity of the wastewater treatment plant to meet regulatory requirements and enable biogas production for natural gas substitution, reducing CO₂ emissions by around 2,080 tonnes annually.
- Kotka mill has implemented a project in 2025 to replace steam-based heating with waste-heat-based heating in pulp washing, achieving an annual reduction in CO₂ emissions by around 2,100 t CO₂.
- Kotka mill has implemented a project in 2025 to replace 3-bar steam heating with green-certified heat, achieving annual steam savings of 1,674 MWh and reducing CO₂ emissions by around 378 tonnes.

Additionally, there are major electrification projects, such as the installation of electric boilers for heat and steam generation, planned and budgeted at two Board & Paper mills to further cut emissions.

Future projects regarding substitution of fossil fuels in Kotka and Frohnleiten mills concern the reduction of waste water streams, which will reduce water pollution and improve fibre efficiency. These projects are planned to be implemented over the next few years.

[E1.28][E1.29(c)] In 2025, EUR 54 million (CapEx) (2024: EUR 9 million) have been invested in energy efficiency measures, renewable electricity and the substitution of fossil fuels. Expenses (OpEx) for renewable or low carbon electricity amounted to EUR 1 million in 2025 (2024: EUR 3 million).

The MM group plans to make further investments of EUR 127 million over the next few years. By implementing the planned investment projects, MM will reduce Scope 1 emissions by approximately 214,588 t CO₂e.

Further projects are currently being developed but are not yet included in any investment plan. For the coming years, MM plans to further increase the share of purchased electricity from renewable or low-

carbon sources. Contracts for the purchase of electricity from renewable or low-carbon sources generally run for several years and are therefore part of the total energy budget.

Mitigation of climate change (upstream value chain)

[E1.28][E1.29(a)(b)(c)] In 2025, MM continued to drive its supplier engagement to reduce Scope 3 emissions. In this programme, the focus is on most affected product categories (pulp and cartonboard) and the relevant suppliers are contacted directly. Due to the business activities of the production of cartonboard and paper as well as related products, the MM Group is dependent on the availability of raw materials such as wood and water. Therefore, it is particularly important for the MM Group to understand how climate change affects the wood and water supply. As climate change progresses, precipitation patterns will change, extreme weather events will become more frequent, and natural resources such as wood and water will come under increasing pressure. A new project to collect Scope 3 emission data directly from the key suppliers through the Responsible Sourcing team is underway, ensuring the use of high-quality primary data that enhance the accuracy and transparency of value chain emissions reporting. In 2025 absolute emission reduction KPIs have been defined to track the effectiveness of the actions. Deforestation risk assessment is implemented in 2025 and its goal is to confirm deforestation-free sourcing.

Mitigation of climate change (downstream value chain)

[E1.28][E1.29(a)(b)(c)] The MM Group is committed to promoting sustainability through product and process innovation. Since 2021, MM conducts internal life cycle assessments (LCA) to quantify the performance of products. To this end, MM developed a tool ("meta-model") that is used to calculate the carbon footprint of products semi-automatically, enabling MM to provide customers with the results even faster. Product-level life cycle assessments are conducted in accordance with the international standards of the GHG Protocol and ISO 14040. Tools such as the meta-model help to understand the need for a transformation of the business model in line with sustainability, since investments already made not only affect the Group's carbon footprint, but ultimately also have an impact at the level of the products. MM can also use these assessments to better understand and manage the transition of energy supply from non-renewable to renewable/low-carbon energy. This helps to adapt to climate change in order to reduce future non-renewable energy-related costs. In addition, MM supports customers in adapting their business models to climate change. The MM Group focuses on promoting circular economy concepts and the substitution of plastics to promote product safety and sustainability. The core business is the production of consumer packaging made of cartonboard and paper, which are predominantly made from renewable raw materials and can be fully recycled after use. MM offers innovative and competitive cartonboard and paper solutions that can substitute plastics and create attractive future potential. As a producer of virgin fibre cartonboard, recycled cartonboard, and folding cartons made from both virgin and recycled fibres, the MM Group covers key elements of a circular business model in the field of fibre-based packaging solutions. The Scope 1, 2 and 3 reduction targets will have an impact on product-related emissions, hence reducing the customers GHG emissions and having a positive impact on the mitigation of climate change.

Adaptation to climate change

Wood procurement strategy

[E1.28] Climate change is leading to altered weather patterns and thus to droughts, heat waves, and extreme weather events, which affect the condition of forests. This leads to more volatile timber markets. To meet this challenge, the MM Group is adapting its wood procurement strategy (for the period between

2024–2028) by committing to deforestation-free wood sourcing, continuously monitoring timber markets, their impact on climate change and being more flexible in the procurement of assortments.

The MM Group is adapting to climate change by procuring wood from deforestation-free and sustainably managed forests. The Group Responsible Sourcing function steers deforestation-free sourcing procedures to prevent environmental hazards within the wood supply-chain. This ensures that forests are managed in a way that promotes their health and resilience to climate change (see the chapter on “E4 Biodiversity and ecosystems”).

Adaptation to flooding

[E1.28] To minimise the impact of flooding on the production sites, analyses were first carried out for the affected Board & Paper plants (2022) to assess the risk for each plant. Various measures have already been implemented at the plant level, ranging from flood plans to physical flood protection. Since these are individual, plant-specific requirements, the topic of flood protection has not been included in the Group-wide environmental policy. Since the financial year 2025, the MM Group is using additional software tools to analyse climate-related risks and explore adaptation options at site level.

Measures to mitigate climate change which also lead to adaptation

[E1.28] The above-mentioned measures relating to energy efficiency, renewable electricity, fossil fuel substitution, and the internal CO₂ pricing system also contribute to climate change adaptation by reducing emissions. Specifically, the MM Group applies these measures to adapt to the increasing costs of climate change policies.

El Metrics

Energy consumption

[E1.37(a)(b)(c)][E1.38(a)(b)(c)(d)(e)]

(in MWh, unless otherwise stated)	2025	2024	+/-
Energy consumption of own operations	9,104,018	9,370,431	- 3 %
Energy intensity (MWh/thousands of EUR net sales)	2.3	2.3	+ 2 %
Energy consumption by source			
Renewable energy	5,051,667	5,066,663	- 0 %
% of renewable sources in total energy consumption	55 %	54 %	+ 3 %
Fossil fuels	3,454,678	3,749,301	- 8 %
% of fossil sources in total energy consumption	38 %	40 %	- 5 %
Nuclear sources	597,673	554,549	+ 8 %
% of nuclear sources in total energy consumption	7 %	6 %	+ 1 %
Fuel consumption by source			
Renewable fuels	4,160,998	4,105,359	+ 1 %
Natural gas	1,944,576	2,427,543	- 20 %
Coal and coal products	863,367	931,267	- 7 %
Crude oil and petroleum products	42,932	45,585	- 6 %
Other fossil fuels	222,266	226,531	- 2 %
Consumption of purchased energy			
Electricity, heat, steam and cooling (renewable sources)	886,353	961,222	- 8 %
Electricity, heat, steam and cooling (fossil fuels)	979,210	672,924	+ 46 %

Self-generated energy

[E1.39]

(in MWh)	2025	2024	+/-
Self-generated energy (total)	6,858,057	7,507,529	- 9 %
Renewable fuels	4,160,998	4,109,093	+ 1 %
Non-renewable fuels	2,692,743	3,394,704	- 21 %
Self-generated non-fuel-based renewable energy	4,315	3,732	+ 16 %

In 2025, total energy consumption amounted to 9,104,018 MWh (2024: 9,370,431 MWh). The energy mix continued to shift towards lower-carbon sources, with 55 % of total energy consumption derived from renewable sources (2024: 54 %). Fossil fuels accounted for 38 % of total energy use (2024: 40 %), while nuclear energy represented 7 % (2024: 6 %). Overall energy consumption developed in line with operational activity, while the increased share of renewable energy reflects ongoing efforts to decarbonise the Group's energy supply and reduce reliance on fossil-based energy sources.

Reporting principles for metrics

The MM Group's energy consumption data cover all significant sources of energy used across operations, including fuel consumption by source (natural gas, biomass, heating oil, and other fuels), purchased energy (electricity, steam, and district heating), as well as self-generated energy from renewable and non-renewable sources. In 2024, the self-generated non-fuel-based renewable energy has not been included in total energy consumption of own operations figure; this approach was updated in 2025, which is why the figures for 2024 were recalculated. Energy consumption is reported in MWh and data are collected at the divisional level through site-specific metering systems and consolidated via internal controlling processes to ensure completeness and accuracy. The electricity purchase evidences (e.g. certificates, electricity supply contracts, guarantees of origin, etc.) are collected yearly from all plants to verify the sources and sustainability attributes of purchased electricity. Energy data are monitored on a monthly basis and reviewed regularly by the Group Sustainability team to verify data quality and consistency across sites. There is no external validation beyond the statutory limited assurance.

[E1.43] Energy intensity is calculated as total energy consumption (fuel and purchased) per sales, and all our business activities are considered to be in the high climate impact sector according to the NACE list of activities. Energy intensity is calculated using sales as reported in the consolidated income statement in the consolidated financial statements of the Annual Report.

Greenhouse gas emissions (AR48)

[E1.44(a)(b)(c)(d)][E1.48(a)(b)][E1.49(a)(b)][E1.52(a)(b)]

(in t CO ₂ e)	Retrospective				Milestones and target years		
	2019 (Base year)	2024	2025	+/-	2030	2050	Annual % target/Base year
Combined Scope 1 and Scope 2 (market-based) emissions	2,057,692	957,024	847,385	- 11 %	-	0	- 5 %
Scope 1 greenhouse gas emissions (GHG)							
Gross Scope 1 GHG emissions	1,456,424	880,116	758,534	- 14 %	-	0	- 5 %
Percentage of Scope 1 GHG from regulated emissions trading schemes (in %)	98 %	97 %	97 %	- 0 %	-	-	-
Scope 2 GHG emissions							
Gross location-based Scope 2 GHG emissions	510,715	560,155	641,665	+ 15 %	-	-	-
Gross market-based Scope 2 GHG emissions	601,268	76,908	88,851	+ 16 %	-	0	- 5 %
Significant Scope 3 GHG emissions							
Total gross indirect (Scope 3) GHG emissions	2,805,321	1,491,144	1,315,785	- 12 %	-	280,532	- 5 %
Purchased goods and services	2,149,167	1,049,430	929,014	- 11 %	-	-	-
Fuel and energy-related activities (not included in Scope 1 or Scope 2)	279,426	317,250	257,923	- 19 %	-	-	-
Waste generated in operations	375,610	117,382	121,431	+ 3 %	-	-	-
Employee commuting	1,118	7,082	7,416	+ 5 %	-	-	-
Total GHG emissions							
Total GHG emissions (location- based)	4,772,460	2,931,415	2,715,983	- 7 %	-	-	-
Total GHG emissions (market- based)	4,863,013	2,448,168	2,163,170	- 12 %	-	280,532	- 5 %

Total greenhouse gas emissions (Scope 1, Scope 2 and Scope 3) amounted to 2,163,170 t CO₂e in the reporting year (2024: 2,448,168 t CO₂e). Scope 1 emissions were 758,534 t CO₂e (2024: 880,116 t CO₂e), reflecting developments in on-site fuel consumption, production activity, and implemented investments. Scope 2 emissions (market-based) amounted to 88,851 t CO₂e (2024: 76,908 t CO₂e), influenced by changes in electricity and steam sourcing.

Scope 3 emissions remained the largest share of total emissions at 1,315,785 t CO₂e (2024: 1,491,144 t CO₂e), primarily driven by the category of upstream purchased goods and services. The combined Scope 1 and Scope 2 (market-based) emissions amounted to 847,385 t CO₂e (2024: 957,024 t CO₂e), reflecting continued efforts to improve energy efficiency and decarbonisation. The metric "Annual % target/Base year" was derived from the 2031 SBTi targets.

Reporting principles for metrics

[E1.44][E1.AR46(i)] Scope 1 and 2 emissions are mainly generated in the Board & Paper division. TANN Group figures are included until the end of May. The MM Group's business activities are assigned to NACE codes 17.1 and 17.2 and thus correspond to the definition of high climate impact sectors. Most Scope 3 emissions arise in the upstream value chain. The largest share is attributable to (1) purchased goods and services, followed by (3) fuel- and energy-related activities not included in Scope 1 and 2 from our own operations, (5) waste generated in the production process and (7) employee commuting.

[E1.AR46(h)] The carbon footprint calculation follows the guidelines of the GHG Protocol and includes all consolidated entities. Energy-related KPIs are reported monthly by the production sites. After an internal verification process, the emissions for the amount of energy consumed are calculated at the Group level by the Group Sustainability department. Greenhouse gas emissions are calculated automatically in a data management tool using predefined formulas. Annual and plant-specific CO₂e factors can be stored for the calculation as the general formula is "consumption x CO₂e factor". The CO₂e factors are obtained from recognised secondary data providers and the calculation is carried out automatically in the data management tool. The emission factors for Scope 1 are updated annually and the most recent ETS factors are used for entities included in the ETS. Since ETS factors only reflect CO₂, other greenhouse gasses are added (e.g. CH₄, N₂O). Market-based factors (electricity-supplier factors) are used to calculate Scope 2 emissions where available; if not, location-based or residual mix factors are used. Location-based calculation is based on emission factors from secondary data providers.

Scope 1 and Scope 2 (market-based) emissions of TANN Group equalled around 3 % of the MM Group's total emissions in 2024. Scope 2 (market-based) emissions of TANN Group equalled around 5 % of the MM Group's total Scope 2 (market-based) emissions in 2024.

[E1.AR46(g)(i)] Scope 3 emissions are calculated mainly using emission factors from external secondary databases. Around 4.4 % of Scope 3 emissions are based on primary emission factors. According to the findings of MM's assessment of Scope 3 emissions purchased raw materials, fuel- and energy-related activities (not included in Scope 1 or 2), employee commuting, and waste generated in operations account for over 96 % of the impact.

The following Scope 3 categories are not considered relevant because they have no significant influence on Scope 3 emissions (numbering corresponds to the Scope 3 emission categories defined by the GHG protocol):

2. Capital goods: not material to Scope 3 reporting. Emissions from CAPEX investments represent less than 1 % of our Scope 3 greenhouse gas emissions.
4. Upstream transport and distribution: not material.
6. Business travel: based on a worst-case calculation before COVID, emissions from the category business travel were less than 1 %. After the pandemic, the percentage further declined. In addition, MM's business is mainly within Europe, so there is only limited long-distance travel.
8. Leased assets (upstream): not material.
9. Downstream transport and distribution: not material.
10. Processing of sold products: not material.
11. Use of sold products: not included in MM's Scope 3 reporting due to non-materiality as there are no emissions in the use of sold products.
12. End of life treatment of sold products: not material.
13. Leased assets (downstream): no significant emissions.
14. Franchises: no significant emissions.
15. Investments: no significant emissions.

For the Purchased Goods and Services category, the Board & Paper and Packaging divisions of the MM Group both monitor key KPIs to track environmental impacts. In the Board & Paper division, fibre consumption and chemical usage data are sourced from controlling and procurement, while other materials are recorded through internal data management tools. CO₂ factors are derived from MLC Managed LCA Content (MLC), 2025.2. Software-System and Database for Life Cycle Engineering" (including Heat, Steam, Electricity and Cooling) and Ecoinvent database (3.11), with emissions calculated using Excel for fibre and chemicals, and automatically for other materials. In MM Packaging, KPIs include cartonboard and paper, chemicals, and other materials, with emissions calculated automatically using data management tools and the same CO₂e factors. Emissions are adjusted for intercompany sales.

For the other three Scope 3-relevant categories, fuel- and energy-related activities, waste generated in operations and employee commuting, the calculation is fully integrated into our data management tool using predefined formulas. The CO₂e factors are obtained from recognised providers of secondary data. A location-based approach is used for the fuel- and energy-related activities category.

Our Scope 1, 2 and 3 emissions are externally assured by an external body other than the statutory assurance provider on an annual basis. CO₂e emissions from non-manufacturing units (0.001 % of our total emissions) where primary data is not available are estimated based on average energy consumption per person.

Post-publication verification identified overstated figures of Scope 3 Category 1 (Purchased Goods & Services) emissions data for one production site in 2024. Incorrect values for purchased raw materials were reported at plant level due to a manual data input error. The respective figures were reviewed and corrected in the 2025 sustainability statement. As a result of this correction, the total Scope 3 emissions for 2024 decreased from 1,543,198 t CO₂e (previously reported) to 1,491,144 t CO₂e, representing a 3 % change on Group level. While this adjustment is not material at Group level, the restatement of the 2024 data was implemented due to the reporting of greenhouse gas emissions at divisional level (Packaging Pharma & Healthcare division). The correction does not reflect any change in actual purchasing activities and does not affect the undertaking's assessment of impacts related to climate change.

Greenhouse gas (GHG) emissions per division

[E1.50(a)(b)]

(in t CO ₂ e)	MM Food & Premium		
	2025	2024	+/-
Gross Scope 1 GHG emissions	18,435	21,661	- 15 %
Percentage of Scope 1 GHG from regulated emissions trading schemes (in %)	0 %	0 %	+ 0 %
Gross location-based Scope 2 GHG emissions	70,649	82,855	- 15 %
Gross market-based Scope 2 GHG emissions	15,514	30,200	- 49 %
Significant Scope 3 GHG emissions	430,611	519,039	- 17 %
Total GHG emissions (location-based)	519,694	624,455	- 17 %
Total GHG emissions (market-based)	464,560	571,799	- 19 %

(in t CO ₂ e)	MM Pharma & Healthcare		
	2025	2024	+/-
Gross Scope 1 GHG emissions	2,308	2,158	+ 7 %
Percentage of Scope 1 GHG from regulated emissions trading schemes (in %)	0 %	0 %	+ 0 %
Gross location-based Scope 2 GHG emissions	23,021	16,506	+ 39 %
Gross market-based Scope 2 GHG emissions	13,964	14,309	- 2 %
Significant Scope 3 GHG emissions	124,372	127,031	- 2 %
Total GHG emissions (location-based)	149,701	145,695	+ 3 %
Total GHG emissions (market-based)	140,644	143,498	- 2 %

(in t CO ₂ e)	MM Board & Paper		
	2025	2024	+/-
Gross Scope 1 GHG emissions	737,753	856,235	- 14 %
Percentage of Scope 1 GHG from regulated emissions trading schemes (in %)	100 %	100 %	+ 0 %
Gross location-based Scope 2 GHG emissions	547,724	460,363	+ 19 %
Gross market-based Scope 2 GHG emissions	59,102	31,663	+ 87 %
Significant Scope 3 GHG emissions	760,270	837,092	- 9 %
Total GHG emissions (location-based)	2,045,747	2,153,690	- 5 %
Total GHG emissions (market-based)	1,557,125	1,724,990	- 10 %

Reporting principles for divisional metrics

To ensure transparency and comparability, the MM Group discloses GHG emissions separately for its divisions – MM Food & Premium Packaging, MM Pharma & Health Packaging, and MM Board & Paper. This structure reflects the different operational characteristics, production technologies, and material profiles of each business area. The division-specific presentation allows for a more accurate assessment of performance and supports targeted emission reduction strategies aligned with the Group's climate goals.

Scope 1 emissions of TANN Group equalled around 31 % of the Food & Premium Packaging division's total emissions in 2024. Scope 2 emissions (location- and market-based) of TANN Group equalled around 15 % and 14 % of the Food & Premium Packaging division's total emissions in 2024. Scope 3 emissions for

categories Fuel and energy-related activities and waste generated in operation of TANN Group equalled around 22 % and 20 % of the Food & Premium Packaging division's total emissions in 2024.

Higher Scope 1 and 2 emissions in the MM Board & Paper division are primarily linked to the energy-intensive nature of paper and cartonboard production, which requires significant heat, steam and electricity for fibre processing and drying. In contrast, the Packaging divisions are less energy-demanding, as their processes mainly involve converting pre-produced board and paper into finished packaging. This differentiation underlines the importance of division-specific reporting to accurately represent each business's impact and progress within the Group's overall decarbonisation and transition plan.

GHG emissions per net sales

[E1.53][E1.54][E1.55]

(in t CO ₂ e/thousands of EUR)	2025	2024	+/-
GHG emissions/net sales (location-based)	0.70	0.73	- 4 %
GHG emissions/net sales (market-based)	0.56	0.61	- 9 %
Net sales in thousands of EUR	3,885,304	4,079,633	- 5 %

GHG emissions are total Scope 1, 2 and 3 emissions. Net sales correspond to sales in the consolidated income statement in the consolidated financial statements of the Annual Report.

Biogenic emissions

MM reports biogenic CO₂ emissions within Scope 1 and Scope 2, reflecting emissions from the combustion of biomass-based fuels used in energy generation at production sites. These emissions result from sustainable renewable sources such as wood residues and other biomass materials and are reported separately from fossil-based Scope 1 emissions. In 2025, Scope 1 biogenic CO₂ emissions amounted to 1,451,667 t CO₂ (2024: 1,431,251 t CO₂). Scope 2 biogenic emissions were calculated based on the location-specific grid mix biogenic portion and amounted to 37,998 t CO₂ in 2025.

Internal CO₂ pricing

[E1.63(a)(b)(c)(d)] There is a regulatory risk concerning the costs of emission certificates. The EU Emissions Trading System (EU ETS) is the central European climate protection instrument for reducing greenhouse gas emissions in the EU and a few non-EU countries, such as Norway. It covers the energy industry and selected energy-intensive industrial sectors such as the cartonboard and paper industry and thus also the six MM Board & Paper mills in the EU and the MM FollaCell mill in Norway. For the years 2021 up to and including 2025, the CO₂ certificates were allocated free of charge. This was done on the basis of benchmarks and technical criteria set by the EU authorities. In the financial year 2024, an internal CO₂ pricing system was introduced at the MM Group level. The internal CO₂ price is a shadow pricing method and creates cost transparency for CapEx projects and electricity procurement, and promotes CO₂ reduction solutions. The definition of the internal pricing system was influenced by earlier developments of the EU ETS pricing system, but also includes Scope 2 emissions with an applied price of EUR 90/t CO₂e in addition to Scope 1 emissions. The defined price is based on at expected medium-term CO₂ prices within the EU ETS. This pricing system goes beyond the scope of the EU ETS, as all the MM Group sites are taken into account. The internal CO₂e pricing system serves to ensure cost transparency for upcoming projects and decisions regarding changes in the electricity mix and can be used by decision-makers for all projects/decisions made in this context. 100 % of the MM Group's Scope 2 emissions and 100 % of the Scope 1 emissions of the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisions are covered.

The Scope 1 emissions of the MM Board & Paper division are included in the EU-ETS. The integration of Scope 3 emissions into the internal CO₂ pricing system is planned as a next step.

6.4 E2 Environmental pollution

Description of impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
8	Temperature differences between discharged water and freshwater as well as pollutants impact water bodies.	Impact negative actual	Short - medium	Own operations	Pollution of water
9	A failure or restriction of wastewater treatment in the Board and Paper division can lead to significant operational disruptions, up to complete shutdowns, due to high wastewater volumes.	Risk	Short - long	Own operations	Pollution of water
10	Air pollution from exhaust gases at production sites (e.g. NO _x , CO).	Impact negative actual	Short - long	Own operations	Pollution of air
11	Exhaust gases from transports of goods and materials.	Impact negative actual	Short - long	Own operations	Pollution of air
12	Solvent recovery reduces consumption, cuts emissions from thermal disposal, and supports circular sourcing (e.g., reuse by paint manufacturers).	Opportunity	Short - long	Own operations	Pollution of air

Air pollution can be caused by fuels in the Board & Paper division's mills, particularly during the combustion process. The relevant emissions include carbon dioxide, sulphur dioxide, nitrogen oxides, carbon monoxide, and microparticles. In addition, air pollution also results from exhaust gases at production sites and from the transport of goods and materials. To reduce these impacts, the MM Group carefully controls combustion processes, including cleaning flue gases. Solvent recovery is also implemented to reduce consumption, cut emissions from thermal disposal, and support circular sourcing (e.g., reuse by paint manufacturers).

Water pollution can occur in the context of wastewater treatment, which is carried out at Board & Paper division mills on their own premises. The water is first mechanically cleaned and then treated in a multi-stage biological wastewater treatment process before being discharged into adjacent bodies of water. However, temperature differences between discharged water and freshwater as well as pollutants can impact water bodies. A failure or restriction of wastewater treatment in the Board & Paper division could lead to significant operational disruptions, and even to complete shutdowns, due to high wastewater volumes.

In terms of materiality, air and water pollution are particularly relevant for the MM Board & Paper division. Six out of seven production sites in this division use fossil fuels in the production process. In contrast, only a negligible amount of fossil energy is used in the production process at the packaging plants. A similar situation applies with regard to wastewater management, where untreated or insufficiently treated wastewater must be prevented from being discharged into bodies of water. To ensure optimum water treatment, five of the seven mills in the division have their own wastewater treatment plants. Water pollution is therefore particularly relevant for the Board & Paper division.

E2 Policies

Policy	Environmental policy	
Key content	[ESRS2.65(a)]	Climate, forests and natural ecosystems, water and air pollution including waste
Scope of policy	[ESRS2.65(b)]	Own operations
Most senior level accountable	[ESRS2.65(c)]	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, suppliers
Availability of policy	[ESRS2.65(f)]	Public, online
IROs addressed	[ESRS2.65(a)]	8-12

Policies on environmental pollution

[E2.15(a)] With regard to air and water pollution, the MM Group operates in strict compliance with legal requirements and binding regulations and goes beyond mandatory standards. MM prevents, minimises, and controls pollution through state-of-the-art technologies and certified management systems. For water, MM uses and reuses process water efficiently and cleans and treats it in modern, multi-stage wastewater treatment plants before discharge to protect freshwater ecosystems. To further reduce water-related pollutants, MM continuously measures, reports, and reduces pollutants such as nitrogen (N), adsorbable organic halogens (AOX), chemical oxygen demand (COD), biological oxygen demand (BOD), and phosphorus (P).

For air pollution, emissions such as sulphur dioxide (SO₂) and nitrogen oxides (NO_x) are measured, reported, reduced, and the best available technologies are implemented to minimise exhaust gases from production and transport. Solvent recovery systems are applied to reduce consumption, cut emissions from thermal disposal, and support circular sourcing. To manage substances of concern, the MM Group follows strict internal standards and continuously works on projects to reduce or eliminate substances of very high concern in line with global regulations. Also, emergency preparedness and response processes are maintained to avoid or mitigate pollution incidents. Relevant pollution KPIs are monitored and controlled accordingly.

E2 Targets

[E2.20] The effectiveness of strategies and measures is tracked based on compliance with legal regulations in the area of environmental pollution. Deviations from the limits at Group level have been tracked and disclosed since the financial year 2024. The MM Group does not set internal targets for pollution. Instead, operations are guided by stringent requirements under the Environmental Protection Act and the emission limits defined in the environmental permits for each production site. These permit conditions serve as binding internal benchmarks for the respective units. In line with the environmental policy, MM aims to minimise negative environmental impacts and enhance environmental performance by continuously improving processes in accordance with sustainability principles and regulatory compliance.

E2 Actions and measures

[E2.18] In 2025, a focus was placed on modernising and expanding the wastewater treatment plants at cartonboard and paper mills to reduce negative impacts and minimise risks associated with environmental pollution. The aim is to further reduce water- and air-related pollutants. In this context, CapEx projects are required. The following projects can be highlighted:

- At Frohnleiten mill, new biofilters have been installed to improve exhaust air purification at the wastewater treatment plant (2025).
- At Kotka mill, a new electrostatic precipitator has been installed into the recovery boiler, cutting particulate matter emissions (2025).
- At FollaCell an additional anaerobic treatment step is implemented at the waste water treatment plant (2025). This further reduces the amount of water pollutants.
- Smaller ongoing modernisation measures of wastewater treatment plants (2025).
- Installation of measuring devices for wastewater flows at Kwidzyn mill (2024/2025).

Future projects regarding water pollution in Kotka mill is regarding waste water streams reductions which will reduce water pollution and improve fibre efficiency, with implementation period over next few years.

A total of EUR 6.6 million was invested in the reduction of pollutants in 2025 (2024: EUR 8 million). Over the next few years, we plan to invest a further EUR 7.6 million in reducing pollutants. A side effect of anaerobic treatment is that the resulting biogas is used as a substitute for natural gas. This is why these projects are covered in the chapter on "E1 Climate change", but these investments contribute in the area of environmental pollution. With regard to OpEx expenditure, there is no significant expenditure in this area.

E2 Metrics

Air and water emissions

[E2.28(a)]

(in kg)	2025	2024	+/-
Air emissions			
Sulphur oxides (SO _x /SO ₂)	334,048	381,814	- 13 %
Fine dust (particles)	107,528	97,186	+ 11 %
Carbon monoxide (CO)	1,017,727	697,001	+ 46 %
Nitrogen oxides (NO _x /NO ₂)	1,170,508	1,276,112	- 8 %

(in kg)	2025	2024	+/-
Water emissions			
Chemical oxygen demand (COD)	20,173,599	17,412,378	+ 16 %
Biochemical oxygen demand (BOD)	1,229,757	1,238,759	- 1 %
Total suspended solids (TSS)	1,688,626	2,490,758	- 32 %
Nitrogen	276,849	279,374	- 1 %
Phosphorus	28,670	29,462	- 3 %

The development of air and water emissions is contingent on operational modes and events in the Board & Paper mills. In 2025, carbon monoxide levels increased significantly compared to 2024, primarily due to operational challenges experienced at the boilers in one mill. Total suspended solids decreased significantly in 2025, primarily as a result of the optimisation of the water treatment plant and reduced production in one mill.

Reporting principles for metrics

[E2.30(a)(b)(c)] The Board & Paper division's mills emit substances both into the adjacent bodies of water and into the air. These emissions are reported to the authorities. Emissions to water are recorded by laboratory measurements and calculated based on a combination of water flow and concentrations for all mills that treat their wastewater on site. Only harmless nutrients are permitted in water that is directly discharged, and approval from the authorities is required. The pollutant parameters of the wastewater after on-site and off-site treatment are continuously monitored and measured. Among other things, the following parameters are monitored in accordance with international standards: chemical oxygen demand (COD) in accordance with ISO 15705, suspended solids (TSS) in accordance with NS 4733/NS 4760. Water samples are analysed in order to compare the pollutant content of the discharged water with that of the returned water. The wastewater values are continuously recorded and evaluated by our own specially trained staff and by regular external analyses. Compliance with the relevant legal regulations is monitored by the responsible national and regional authorities. Each plant complies with the applicable local legislation regarding measurement methods and intervals as well as reporting obligations.

Air emissions that are also relevant for the packaging plants, such as CO, NO_x, and SO₂, are measured at regular intervals and analysed and calculated by external laboratories in order to comply with national requirements. Due to a different cutoff date set by the Slovenian authorities, the data for Kolicvevo mill was derived from the latest available authority report. The values are regularly submitted to national authorities as part of the emissions reports. The authorities are informed immediately of any deviations from the

applicable limits. Data from all MM entities are collected centrally through our ESG Platform, ensuring consistency, traceability and consolidated reporting across the Group.

Since pollutant emissions from the TANN Group accounted for less than 1 % of the MM Group's total emissions, the impact of the divestment on the relevant environmental KPIs is considered non-material. Post-publication verification identified overstated figures of 2024 water pollutant data. An incorrect unit scale was applied for one production site during data input, resulting in overstatements of COD, BOD and TSS emissions. In addition, for another production site, an average value was reported instead of the annual total for BOD. The respective figures were reviewed and corrected in the 2025 sustainability statement. Corrected 2024 Group values are: COD 17,412,378 kg (previously: 24,257,595 kg), BOD 1,238,759 kg (previously: 2,883,918 kg), and TSS 2,490,758 kg (previously: 3,151,726 kg). The correction does not reflect any increase in actual water pollutant emissions and does not affect the undertaking's assessment of impacts related to water and marine resources.

6.5 E3 Water and marine resources

Description of impacts risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
13	High water consumption in board and paper production processes leads to large quantities of water that are withdrawn from rivers.	Impact negative actual	Short - long	Own operations	Water
14	Water extraction permits for surface and groundwater are granted only for limited periods; renewals or new approvals may reduce permitted volumes, potentially limiting water availability for production sites.	Risk	Short - long	Own operations	Water

The MM Group attaches great importance to effective and efficient water management, particularly in the Board & Paper division, where water is essential for the production of cartonboard, pulp, and paper. The main focus of water management is on the most efficient extraction of fresh water, as this is an important raw material for our activities. As a result, the Board & Paper division produces considerably more wastewater than the MM Packaging divisions, where water consumption is comparatively low. Water-related issues, including consumption, wastewater treatment, and water quality, are particularly linked to the production process in our Board & Paper division.

The water withdrawal of process and cooling water is continuously measured and reported monthly in a reporting system. Water consumption is the difference between the process water input and the process water output. Cooling water is kept in a separate circuit, which is why treatment is not required. The cooling water is discharged back into the natural watercourse without any quantity or quality restrictions.

MM's water strategy is based on four main pillars: Assessment, Strategy, Act and Monitoring, all of which aim to systematically improve water management within the MM Group and are aligned with internationally recognised frameworks, including the Alliance for Water Stewardship (AWS) Standard and the UN Global Compact's CEO Water Mandate. The implementation of this strategy is tailored to the specific needs of the catchment areas of production sites to ensure that local availability quality and environmental impact with regard to water withdrawals is taken into account.

Efficient water use is ensured by compliance with high water quality standards. When purified water is returned to natural bodies of water, strict criteria are complied with to ensure that the discharged water has no negative impact on local biodiversity.

Water is an important resource for the production of pulp, cartonboard, and paper, and the Board & Paper division relies on the abstraction of water from rivers and groundwater. MM is aware of the potential impact of its water consumption and has taken measures to reduce it. While the majority of the water is only temporarily needed in the necessary production process and can be reused, a small proportion is consumed and either remains in the product or evaporates. The Group takes into account the risk of water scarcity during periods of drought, which can lead to a reduction in production capacity. In addition, permits to withdraw water from surface waters and groundwater are only granted for a limited period of time, which means that less water may be available to a production site if an extension or a new permit is not granted. To reduce water consumption, the MM Group collects and condenses water vapour during production processes, which can then be returned to the process water cycle. This helps to close water cycles in the production process and thus reduce water consumption. The MM Group is committed to a responsible use of water and strives to monitor and improve its practices in order to further minimise its impact on the environment.

E3 Policies

Policy		Environmental policy
Key content	[ESRS2.65(a)]	Water efficiency and water management
Scope of policy	[ESRS2.65(b)]	Own operations
Most senior level accountable	[ESRS2.65(c)]	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals and ISO 14001
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders
Availability of policy	[ESRS2.65(f)]	Public, online
IROs addressed	[ESRS2.65(a)]	13, 14

Water-related policies

[E3.12(a)(c)] The policies on the responsible use of water focus on an efficient and economical use of water throughout the production process of the Board & Paper division. We are therefore committed to full compliance with the relevant legal requirements and regulations, which are regularly reviewed by national and regional authorities. In line with this, we recognise the human right to water and sanitation by adhering to the principles of water, sanitation, and hygiene (WASH) at all our sites and supporting the United Nations Sustainable Development Goal 6 (SDG 6) on clean water and sanitation. The Group's Environmental Policy is publicly available on the MM Group's website. Internal and external stakeholders were involved as part of the materiality analysis in defining the most important contents of the policy.

MM strives to reduce its water withdrawal and consumption and therefore continuously measures both water input and water output at our production sites. By implementing recirculation systems and innovations to improve efficiency, we strive to further increase water efficiency. We pursue a process of water reuse in which we extract groundwater or surface water for cooling and then reuse it at various stages as process water. Before the water leaves our plants, it is purified and treated in state-of-the-art wastewater treatment plants to ensure it meets environmental standards. Our efforts go beyond operational efficiency - we are also committed to preserving freshwater ecosystems and minimising their pollution. Water

efficiency in the area of cartonboard and paper production has a direct impact on the water footprint of our products. The consumption of water in areas affected by water scarcity is not explicitly mentioned, as this only applies to a few of our MM Food & Premium Packaging sites, where water does not play a significant role in the production process. Relevant water KPIs are monitored and controlled accordingly.

[E3.13] While there are some packaging production sites located in high-water stress areas, there is no significant or material water withdrawal on such sites, and therefore no additional policy on water withdrawal in high-water-stress areas is required.

E3 Targets

Target	[ESRS2.80(b)(e)]	Improve water efficiency by 35 % by 2030 vs. 2019	Acquire third-party certification for water management at all Board & Paper mills by 2030	100 % of employees use safely managed sanitation services
Target scope	[ESRS2.80(c)]	Board & Paper mills	Board & Paper mills	WASH access to all MM facilities
Science-based target	[ESRS2.80(g)]	No	No	No
Value in base year	[ESRS2.80(d)]	0 % in 2019	4 out of 7 (57 %) in 2020	-
Value in 2025	[ESRS2.80(j)]	27 %	5 out of 7 (71 %)	100 %
Progress comment	[ESRS2.80(j)]	On track	On track	On track
IROs addressed	[ESRS2.79(a)]	13, 14	13, 14	-

Reporting Principles for Targets

[E3.23(a)(c)] All targets are set voluntarily and are not prescribed by law. The targets are based on data collected internally in previous years. None of our Board & Paper mills are located in areas at risk of water pollution or in areas of high water stress. Internal stakeholders were involved in the target-setting process as part of the materiality assessment.

The MM Group's target to improve water efficiency by 35 % by 2030, using 2019 as the baseline year, covers all MM Board & Paper production sites and includes total water withdrawal and consumption within operations, such as process water, cooling water, and other site-specific uses. The target excludes offices and non-production facilities, as their water use is considered immaterial. The 2019 baseline was chosen as it represents the first full year with consistent, Group-wide water data following the implementation of a unified reporting system. Water withdrawal and consumption data are collected monthly from all production sites through MM's internal reporting system and consolidated on the ESG platform. The data are reviewed through internal quality control processes and verified as part of the annual audit of the Annual Report to ensure consistency and reliability. Water efficiency is calculated using the formula: water efficiency = water output / water input, which allows for consistent measurement of performance improvements across all sites. The water efficiency improvement relates to the remaining percentage-point to reach 100 % water efficiency. The target contributes to the achievement of UN Sustainable Development Goal 6 (Clean Water and Sanitation).

The target to obtain third-party certification for water management at all Board & Paper mills by 2030, demonstrates the commitment to responsible and transparent water stewardship. The MM Group seeks to ensure that all mills operate in line with internationally recognised standards for sustainable water use, such as ISO 14001, thereby strengthening trust among stakeholders and contributing to the protection of local water resources. The certification process covers all aspects of water management, including

withdrawal, consumption, recycling, and efficiency practices, and supports the Group's broader environmental goals.

Progress toward certification is tracked through MM's internal reporting system, which gathers water management data from all production sites on a regular basis. Key indicators such as water withdrawal, consumption, and recycling rates are reviewed to ensure compliance with certification requirements and to identify areas for improvement. Internal quality controls help secure the reliability and consistency of the data, which are not validated by any external body other than the statutory assurance provider.

The MM Group aims to ensure access to safe water, sanitation, and hygiene (WASH) services for all employees, in alignment with the human right to water and sanitation and the objectives of SDG 6. To achieve this, infrastructure upgrades were implemented where needed, including improved sanitation facilities and clean water access points. WASH standards have been integrated into facility management systems to maintain consistent quality across sites. Regular internal assessments and compliance checks are conducted to ensure ongoing access, safety, and functionality of WASH services. By setting and monitoring this target, MM Group strengthens proper working conditions and contributes to improved employee well-being. The 2025 divestments did not have an impact on the base-year data.

E3 Actions and measures

[E3.17] Our water management approach involves the multiple use of groundwater or surface water within the production process, first as cooling water and then as process water, in order to minimise consumption. Increasing water efficiency is closely linked to the cartonboard and paper production process. Investments in new production facilities and maintenance measures help us to achieve higher efficiency rates in water consumption. The amount of water consumed is relatively low, as only ~7 % of the water used is consumed through evaporation or binding to the cartonboard produced.

In 2025, the following projects were carried out with regard to water consumption reduction:

- Kolicveo Mill has implemented a project in 2025 to replace the old Flo-jet system with an energy-efficient ground diffuser aeration system in the wastewater treatment plant, improving COD reduction, reducing electricity and maintenance needs, and enhancing water discharge efficiency to support lower resource outflow and better water quality. This project is also contributing to E2 Pollution.
- Kwidzyn mill is implementing online water quantity and quality measuring devices, improving water efficiency and consumption (2024-2026).

Future projects regarding water discharges in Kotka Mill are dedicated to clearing filtrate usage in wire section showers (waste water reduction); these projects are planned to be implemented over the next few years.

In 2025, investments amounting to EUR 0.1 million (2024: EUR 3 million) were made to reduce water consumption. MM plans further investments of EUR 0.1 million in the coming years. With regard to OpEx, it was determined that there is no significant expenditure in this area.

[E3.19] Few of the MM Group's plants are located in areas affected by water shortages. These are plants of the Packaging divisions. Water is not used in the production process of the Packaging divisions but only as drinking water, for sanitary and cleaning purposes. For this reason, no measures were implemented in connection with water scarcity, and no targets were defined for this area. At these sites, essential aspects such as drinking-water supply, sanitary water availability (WASH continuity), and potential utility interruptions

are monitored by the site management and the responsible environmental, health and safety officers as part of routine facility controls. As water use is minimal and poses no operational risk, no additional resources or contingency measures are allocated beyond standard monitoring.

E3 Metrics

Water use

[E3.26] [E3.28(a)(b)(c)] [E3.29]

(in m ³ unless otherwise stated)	2025	2024	+/-
Water withdrawal	68,053,749	68,714,620	- 1 %
Water discharge	63,094,117	63,851,802	- 1 %
Water consumption	4,959,632	4,862,818	+ 2 %
Total water consumption in water-prone areas including areas with high water stress	29,888	36,951	- 19 %
Total amount of water recycled and reused	10,056,005	5,911,554	+ 70 %
Water intensity ratio (m ³ /thousands EUR)	17.5	16.8	+ 4 %
Water withdrawal by source			
Surface water	60,166,560	60,445,820	- 0 %
Groundwater	6,759,389	6,763,632	- 0 %
Seawater	523,309	811,300	- 35 %
Water from third parties	604,491	693,869	- 13 %

Water withdrawal in 2025 was 1 % below the 2024 level, reflecting the production trend. Water consumption rose slightly by around 2 % in 2025. The increase in the total amount of water recycled and reused is primarily attributable to enhanced water management practices and improved optimisation of process water flows, as well as the recirculation of water within an integrated system involving a third-party facility. The reduction in seawater consumption is mainly attributable to a shift in sourcing, with a higher proportion of river water being used in the cooling system, resulting in a corresponding decrease in the use of seawater. Total water consumption in water-prone areas including areas with high water stress decreased by 19 % mainly driven by lower water consumption in two packaging plants which implemented various water reduction measures.

Reporting principles for metrics

[E3.28(e)] Water data are collected monthly from all production sites through the ESG platform and is then aggregated at Group level to ensure consistency and comparability across all locations. The data are reviewed through internal quality control procedures at both site and corporate levels and are not validated by any external body other than the statutory assurance provider within the perimeter of its scope of work. Furthermore, selected MM Board & Paper mills are certified in accordance with ISO 14001 (Environmental Management Systems) or EMAS (Eco-Management and Audit Scheme) registration, which includes independent verification of environmental performance data. The major MM Board & Paper mills draw water from local river basins and groundwater bodies, some of which experience seasonal fluctuations or stricter regulatory monitoring. Sites track basin conditions – such as water availability and quality limits – set by local authorities, and this information is used to guide withdrawal planning and investments in water-efficiency and treatment measures. TANN Group water figures are included until the end of May. The divestment of TANN Group has a minor impact on water withdrawal from groundwater which amounted to

around 4 % of the total water withdrawal from groundwater in 2024. The impact is considered to be insignificant.

Water withdrawal includes the withdrawal of process and cooling water in the board and paper mills as well as water withdrawal in the packaging plants. Water discharge includes the volume of water treated in wastewater treatment plants (Board & Paper division) and the total volume of water in the Packaging divisions. Water consumption is an estimate of the amount of water that evaporates during the production process and wastewater treatment, as well as the water contained in the products and in the sludge (only in the Board & Paper division) and the water for cleaning or sanitary purposes in all divisions. Recycled and reused water is the amount of cooling water required for wastewater treatment processes that is recirculated and therefore reused. Wastewater is mechanically cleaned and then treated in a multi-stage biological purification process before being safely discharged to prevent overuse or pollution (see the chapter on "E2 Environmental pollution"). The data point "stored water" is not applicable to the business activities of the MM Group. The indicator "Total amount of water recycled and reused" reflects the volume of cooling water reused within the Board & Paper division, demonstrating efforts to improve water efficiency in production processes. The "Water intensity ratio (m³/thousand EUR sales)" measures total water withdrawal in relation to sales, providing an indicator of the Group's water use efficiency relative to its economic output.

6.6 E4 Biodiversity and ecosystems

Description of impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
15	The MM Group sources wood for board and paper production from suppliers who manage forests, which has an impact on forests and their biodiversity.	Impact negative actual	Short - long	Upstream value chain	Impacts and dependencies on ecosystem services
16	By sourcing wood exclusively from certified sources, the MM Group is contributing to the sustainable management of forests and safeguarding biodiversity.	Impact positive actual	Short - long	Upstream value chain	Impacts on the state of species
17	If forest ecosystems and their biodiversity are degraded, the forests' primary production decreases, leading to lower resource outputs and therefore less certified wood available for the MM Group to procure.	Risk	Long	Upstream value chain	Impacts and dependencies on ecosystem services

[E4.11] The MM Board & Paper division produces pulp, cartonboard, and paper at seven sites in Europe and therefore relies on renewable raw materials such as wood. In addition to wood, large quantities of water are required for production. The production processes and the forest-related supply chain of MM Board & Paper are therefore material for the assessment of nature-related dependencies, impacts, risks and opportunities. The identified impacts, risks and opportunities actively inform strategic decisions, such as the adaptation of the wood sourcing strategy for the Board & Paper division. The two Packaging divisions are less resource-intensive, but are also dependent on the availability of cartonboard, which is required for the production of folding cartons and packaging solutions, hence the IROs are similar but located one step further up the value chain (e.g. manufacturers of board and paper).

[E4.12][E4.13(a)] The resilience of the strategy of the MM Group regarding dependencies, impacts, risks and opportunities (DIROs) related to biodiversity and ecosystems was conducted based on the framework of the Taskforce on Nature-related Financial Disclosures (TNFD) and particularly the Locate, Evaluate, Assess, Prepare (LEAP) approach described therein.

[E4.13(b)(c)] The resilience analysis covers all the MM Group's own activities and focuses on the forestry related supply chain, as this is the most important interface with nature. As it is very complex to measure and model biodiversity, ecosystems and how they interact with the operations of the MM Group, certain assumptions were applied to the resilience analysis. The assumptions made are all based on state-of-the-art scientific knowledge. One of the key assumptions is that biodiversity loss through climate change will be a key driver of biodiversity- and ecosystem-related risks for the MM Group; therefore, climate scenarios were used to project these risks into the future. Further assumptions based on current scientific consensus are that tree species will shift within European forests and that current strategic projects of the MM Group will be followed through.

[E4.13(d)] For the resilience analysis the same time horizons were used as for the materiality assessment: short, medium and long-term horizons of 0-1, 1-5 and >5 years, respectively.

[E4.13(a)(e)] The dependence on wood as a raw material to produce cartonboard and paper represents a key ecosystem-related physical risk for the MM Group. At the same time, the forest management of the forests from which wood is sourced has a potentially greater impact on biodiversity than the operation of MM's own production sites. Ultimately, the most important impacts on biodiversity and ecosystems are to be found in the forestry supply chain. The management of forests for timber production has a negative impact on biodiversity compared to primary forests. Even if certification systems that guarantee certain standards for sustainable forest management can mitigate these impacts, they must still be considered as material. As the MM Group's activities are affected by the loss of biodiversity through the dependency on ecosystem services, we are increasing our resilience through active procurement policies and strategies, resulting in a high resilience of the MM Group's business model. The key strategy for this area is the wood procurement strategy. An important driver of biodiversity loss is climate change, which is caused by greenhouse gases that are also generated in the MM Group's production processes. MM therefore recognises the effects of climate change and our role as an emitter of greenhouse; this is further discussed in the chapter entitled "El Climate change".

[E4.13(f)] The resilience analysis included only internal stakeholders. External stakeholders, such as indigenous communities, have not been included.

E4 Policies

Policy		Environmental policy	Policy for forests and natural ecosystems	MM Supplier Code of Conduct
Key content	[ESRS2.65(a)] [E4.23(d)]	Climate change, ecosystems- and water-related issues relating to use and pollution	Responsible sourcing and traceability of wood and wood-based raw materials	Reduction of GHG emissions as focus topic for suppliers
Scope of policy	[ESRS2.65(b)]	Own operations	Upstream value chain	Upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	Management Board
Respected third party-standards or initiatives	[ESRS2.65(d)]	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN SDGs	UN SDGs, Taskforce for Nature-related Financial disclosure (TFND)	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN SDGs
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, suppliers	Internal stakeholders, suppliers	Suppliers
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)] [E4.23(b)(c)]	15-17	15-17	15, 16

[E4.23(a)][E4.24(a)(b)] The policies related to biodiversity and ecosystems contribute to mitigating direct impact drivers of biodiversity loss by recognising and addressing climate change as a key driver of biodiversity loss. Therefore, the Environmental policy and the MM Supplier Code of Conduct have a strong focus on cutting GHG emissions. A further significant impact driver within our own operations is the use and pollution of freshwater in the MM Board & Paper mills. This issue is addressed in the Environmental policy. The direct impact drivers across the supply chain include the direct exploitation of forest ecosystems, which is addressed in the policy for forests and natural ecosystems, as well as the impacts on the state of species. The policies also give the user an introduction to and overview of the MM Group's impacts and dependencies on ecosystem services. Relevant biodiversity KPIs are monitored and controlled accordingly.

[E4.23(d)(e)(f)] A cornerstone of the policy for forests and natural ecosystems is the responsible sourcing of wood and wood-based raw materials with the commitment for the MM Board & Paper division to source such raw material certified and/or controlled according to third party Chain of Custody certification.

[E4.24(d)] This contributes to and addresses the traceability of raw materials and thus maintains or enhances biodiversity and ecosystem condition within the forests (positively contributing to no degradation and deforestation), and also takes into account the social aspects of forest management and wood sourcing.

E4 Actions and measures

[E4.27] In recognition of the value on biodiversity for the MM Group and the importance of preserving biodiversity and thus functioning ecosystems, the MM Group has already implemented or is in the process of implementing the following actions and measures:

Building a solid, data-driven basis: The MM Group has already assessed the potential impact of its own sites on biodiversity and is currently working together with external partners to develop robust indicators to assess the condition of forests in its upstream supply chain. Implementation began in 2023 with the analysis of MM's own sites. Key forest suppliers have been added to the analysis in the 2025 financial year,

and further ecosystem indicators were implemented to analyse them. This will help MM to increase the level of detail of its analyses of the impacts of its own operations and the forest-related supply chain on ecosystems.

Action plans: Based on the data, the MM Group will develop action plans within the upstream forestry value chain by 2028 to mitigate negative impacts on biodiversity and thus reduce risks to biodiversity resulting from the dependence on wood as a raw material.

Adaptation of strategies: The MM Group continuously reviews and adapts its strategies in relation to the upstream forestry value chain to make the supply chain more resilient. This measure is implemented on an ongoing basis. With this action the MM Group will be able to retain its high resilience level.

E4 Targets

Target	[ESRS2.80(b)(e)]	Assess biodiversity at all MM plants and key wood-supplier locations by 2028
Target scope	[ESRS2.80(c)]	Own operations and upstream value chain
Science-based target	[ESRS2.80(g)]	-
Value in base year	[ESRS2.80(d)]	0 % in 2022
Value in 2025	[ESRS2.80(j)]	60 %
Progress comment	[ESRS2.80(j)]	Within the reporting period a first share of key wood suppliers was added to the assessment and their biodiversity performance has been assessed. All own operations have already been assessed previously to the reporting period.
Related policies	[ESRS2.80(a)]	Policy for forests and natural ecosystems
IROs addressed	[ESRS2.79(a)]	15-17
Ecological thresholds	[E4.32(a)]	None applied
Mitigation hierarchy	[E4.32(f)]	Avoidance

Reporting Principles

[E4.32(b)(c)(e)] The actions and measures as well as targets are informed by the EU Biodiversity Strategy for 2030 and contribute to its objectives. The target set supports the resilience of the MM Group in relation to biodiversity-related dependencies and risks. Additionally, the target helps to avoid negative impacts on biodiversity within the upstream value chain. The MM Group does not use any compensation mechanisms in connection with biodiversity. Regarding CapEx and OpEx, it was determined that there is no significant expenditure in this area.

E4 Metrics

Methodology for measuring biodiversity and ecosystem metrics

[E4.32(a)] The MM Group engages the services of an external specialist provider to conduct biodiversity- and ecosystem-related assessments at site level. This provider uses science-based geospatial datasets and provides audit-ready outputs in compliance with ESRS E4, CSRD, and TNFD LEAP frameworks. All metrics and the target disclosed under ESRS E4 are derived from these assessments unless otherwise noted. Where a disclosure requirement is not reported, this is because our materiality assessment found no material impacts in that area.

Sites in or near biodiversity-sensitive areas

[E4.35] Sites are screened against global and regional datasets for protected areas (e.g. Natura 2000, UNESCO World heritage, and Key Biodiversity Areas. (KBAs)). Distances between MM's sites and these areas are calculated by means of geospatial analysis. No material impacts have been identified beyond the scope of this screening.

Land-use change and ecosystem extent/condition

[E4.36] [E4.37] [E4.38] The assessment includes:

- Land-cover change as a proxy for land-use change.
- Connectivity indices and biodiversity intactness scores as proxies for ecosystem condition.

These metrics are calculated using global habitat and connectivity models. No material impacts have been identified that would require additional land-use disclosures.

Invasive alien species

[E4.39] Our materiality assessment found no material impacts related to invasive alien species (IAS); therefore, no IAS-specific metrics are reported.

State of species

[E4.40] Species-level screening uses authoritative conservation datasets to identify threatened species within defined buffer zones around sites. No material impacts have been identified beyond those recorded in a species richness screening.

Ecosystem extent and condition

[E4.41] The assessment calculates:

- Habitat cover by type (extent) using land-cover classifications.
- Condition proxies such as biodiversity intactness and connectivity indices relative to reference states.

No material impacts that would require additional ecosystem condition metrics beyond those provided in the assessment have been identified.

6.7 E5 Resource use and circular economy

Resource inflows

[E5.30] The most important resource inflows relate to virgin and recovered fibres, and therefore predominantly to renewable raw materials. The most important properties and facilities for the production of cartonboard and paper are pulp mills, board machines, effluent treatment plants, and power stations. In addition, warehouses and storage areas are used for raw materials and finished products. In the packaging plants, the most important properties are printing presses, cutting machines, and warehouses. In the upstream value chain, the most important properties and machine equipments are connected to forestry, chemical industry and pulp production. The fibres are wood-based and therefore biological materials. A distinction is made between virgin fibres and recycled fibres. Both types of fibres are procured externally. In addition to fibres, water (see chapter “E3 Water and marine resources”) and energy (see chapter “E1 Climate change”), coating chemicals for cartonboard surfaces are the most important input factors in cartonboard production. The most important inputs for the production of folding cartons are virgin fibre-based or recycled cartonboard as well as paper, printing inks, varnishes, and energy. To avoid double counting at the Group level, internally sold cartonboard is only recorded in the cartonboard production of the Board & Paper division. It is assumed that all materials that the MM Group uses for packaging and are branded as renewable are also considered recyclable, materials such as wooden pallets and cover plates, corrugated cartons, wrapping paper and labels, paper cores and others.

Resource outflows: products

[E5.35][E5.36] The MM Group manufactures packaging solutions for consumers. In view of the “end-of-life”, the recyclability of the products is an important requirement. To quantify the performance of the products, MM conducts internal life cycle assessments (LCAs). The product carbon footprints include the greenhouse gas emissions generated during a product’s life cycle. MM uses various LCA methods to take into account the different life cycle phases (e.g. cradle-to-gate). To ensure the accuracy and credibility of greenhouse gas accounting, MM undergoes a final external audit in accordance with ISO 14064-3, 2019. The amount of recycled content is estimated based on the use of fibres in the Board & Paper division and the use of cartonboard in the Packaging divisions. The fibre-based packaging and cartonboard products of the MM Group are short-life products which are meant to provide a defined protective or transport function. Their environmental performance is better reflected by how well they enter circular streams (recycling, recovery) than by a lifetime metric. Generally, packaging is not designed to be repaired or maintained after use, but rather to be recycled, reused, or composted in line with circular design.

Description of the impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
18	The production of products by the MM Group produces waste.	Impact negative actual	Short - long	Own operations	Waste
19	The recyclability of the MM Groups products allows to substitute non-recyclable products.	Opportunity	Short - long	Own operations	Resource outflows in connection with products and services
20	The use of primary raw materials such as wood is reduced by using recycled fibres.	Impact positive actual	Short - long	Own operations	Resource inflows, including resource utilisation
21	Producing and offering recyclable products based on renewable resources has a positive impact on the transition to a circular economy.	Impact positive actual	Short - long	Own operations	Resource outflows in connection with products and services

The procurement organisation of MM is geared towards ensuring optimal origin and quality control as well as maximum supply security. This is why particular attention is paid to responsible sources of supply when using virgin fibres in cartonboard and paper production. This enables MM to ensure that 100 % of the virgin fibres used come from certified and/or controlled sources. The purchased recovered paper is subject to strict quality requirements which are defined in the EN 643 standard.

Circular economy is at the core of MM Group's business model. Through the production of virgin fibre and recycled cartonboard and the processing of both materials into recyclable packaging solutions, the MM Group's business model comprises key process steps of a circular economy for fibre-based packaging.

MM places particular emphasis on independent monitoring of raw material procurement and verifiable compliance of suppliers working practices with international environmental standards. Efficient resource consumption, waste avoidance in production and a positive contribution to the long-term preservation of natural areas and biodiversity are a high priority for MM. Waste management is implemented at the sites by the respective waste officers. Depending on the type of waste, disposal itself is carried out by approved waste disposal companies in accordance with country-specific legal requirements.

The most important positive impact of MM is the contribution to a circular economy through the production of recyclable or recycled products based on renewable raw materials. This leads to a reduction in primary raw materials such as wood. The increase in resource efficiency reduces the use of primary raw materials and thus procurement costs.

Although MM contributes positively to the circular economy, the use of resources also entails actual negative impacts, particularly through the consumption of primary raw materials, energy use associated with material processing, and waste generated during production. These effects reflect the inherent environmental burden linked to resource extraction and material conversion, even when responsibly sourced. Therefore, alongside the positive contributions described, MM recognises that its operations inevitably entail negative impacts related to resource use.

In line with the requirements of the EU Green Deal, MM expects to see growing demand for recyclable products and for products made using recycled raw materials, both of which are part of the MM Group's product portfolio. Substitution of products with poorer recyclability than that of the fibre-based products of the MM

Group enables the entry into new markets and thus increases in sales. The EU has set targets for reducing packaging material in general, which could have a negative impact on the business model. The stated legal requirements pursue an overarching goal, namely the reduction of waste. This is also relevant for production processes. MM fulfils all legal requirements for waste treatment. Nevertheless, it can be expected that regional legislation will become stricter, which may require investments in waste treatment in the future.

E5 Policies

Policy		Environmental policy	MM Supplier Code of Conduct	MM Policy for Forests and Natural Ecosystems
Key content	[ESRS2.65(a)]	Resource use and recycling	Supplier Code of Conduct	Ensuring the sustainable supply and use of wood and wood-based materials
Scope of policy	[ESRS2.65(b)]	Own operations	Upstream value chain	Upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals and ISO 14001	Guiding principles of the UN Global Compact, Paris Climate Agreement, UN Sustainable Development Goals	European Union Timber Regulation, EU Deforestation Regulation and responsible forest certification schemes
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders	Suppliers	Suppliers
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	18-21	21	21

Policies on resource use and the circular economy

[E5.14][E5.15(a)(b)] MM is committed to producing recyclable packaging and paper products from renewable, fibre-based raw materials to replace plastic packaging. Promoting environmental sustainability and the circular economy is an integral part of the MM Group's business activities and includes raising awareness of environmental issues among stakeholders. As the products are based on forest-related raw materials, MM is committed to responsible sourcing. In accordance with the Policy for Forests and Natural Ecosystems, MM ensures responsible sourcing by complying with the requirements of third-party certification schemes. In addition to wood, large quantities of water are also used in the entire production process of cartonboard and paper. When it comes to water use, we rely on the concept of reusing the extracted groundwater or surface water multiple times, first as cooling water and then at several stages as process water. The water is then cleaned and treated in state-of-the-art water treatment plants before it is discharged (see the chapters on "E2 Environmental pollution" and "E3 Water and marine resources"). In terms of waste management, MM is committed to utilising process waste as raw materials or energy in line with the waste hierarchy (avoid, reduce, reuse, recycle, and responsibly dispose) while minimising the amount of waste sent to landfill. MM's policies explicitly address the transition away from the use of virgin resources by embedding circular economy and resource efficiency principles into its sourcing and product design standards. Through its Policy for Forests and Natural Ecosystems and related supplier requirements, MM promotes the procurement of certified and recycled fibres, encourages the use of recovered materials in production processes and continuously increases the share of secondary (recycled) resources in

packaging solutions. These measures are intended to reduce dependency on virgin raw materials, support material circularity, and lower the overall environmental footprint of MM's operations. Relevant resource use and circular economy KPIs are monitored and controlled accordingly.

E5 Targets

Target	[ESRS2.80(b)(e)]	Purchase all wood from certified or controlled responsible sources	Purchase all wood-based materials from verified responsible suppliers by 2030	Reduce waste to landfill to <10,000 t by 2030 and zero waste to landfill by 2050
Target scope	[ESRS2.80(c)]	Certified and/or controlled sources (upstream value chain)	Wood-based material supplier	Reduction of non-hazardous waste from own operations sent to landfill
Science-based target	[ESRS2.80(g)]	No	No	No
Value in base year	[ESRS2.80(d)]	100 % in 2023	Project start in 2025	38,600 t in 2019
Value in 2025	[ESRS2.80(j)]	100 %	96 %	21,034 t
Progress comment	[ESRS2.80(j)]	Fulfilled, maintaining 100 %	On track	On track
IROs addressed	[ESRS2.79(a)]	21	21	18

Reporting principles for targets

[E5.24][E5.25][E5.27] The MM Group is committed to sourcing all wood from certified or controlled responsible sources and all wood-based materials from verified responsible suppliers by 2030, ensuring sustainable and traceable raw materials in line with FSC® or PEFC standards. Supplier data are collected and reviewed through internal reporting, audits, and quality controls and are not validated by any external body other than the statutory assurance provider.

The Group also aims to reduce non-hazardous waste sent to landfill to less than 10,000 t per year by 2030, while maximising recycling and recovery, with a long-term goal of zero waste to landfill by 2050. The target covers all operational non-hazardous waste streams. Waste data are collected monthly from all production sites, consolidated at Group level, reviewed internally, and verified externally. Key actions include waste segregation, process optimisation, and monitoring of landfill disposal.

Targets are directly linked to resource inflows and outflows, addressing both material efficiency and circularity. Specifically, the sourcing targets contribute to the minimisation of primary raw material use by increasing the share of certified, controlled, and recycled inputs in production. The waste reduction target supports the increase of circular material use rate through enhanced recycling, reuse of production residues, and recovery of process by-products within MM operations and across the value chain. Together, these measures ensure that the Group's targets actively promote circular material flows and reduce dependency on virgin resources. These targets form part of the MM Group's broader sustainability strategy, supporting responsible sourcing, circular economy principles, and environmental stewardship. All targets are set on a voluntary basis. The 2019 base year was not adjusted due to the 2025 divestments, as these are not material for these targets.

E5 Actions and measures

Resource inflow and consumption

[E5.19] [E5.24(c)(d)] We use management systems and certifications – such as FSC® or PEFC – to ensure that our forestry raw materials are procured responsibly. In 2025, all MM Board & Paper mills are certified according to FSC® standards (License FSC-C003336, License FSC-C005528, License FSC-C007894, FSC-C118559) or PEFC criteria (License PEFC/06-33-215, License PEFC/ 02-32-40, License PEFC/32-31-049, PEFC/03-31-54). We verify that all virgin fibres used in the production of cardboard and paper come from responsibly managed forests or controlled sources. In the financial year 2025, we worked on implementing the requirements of the European Deforestation Regulation (EUDR), which comes into force in 2026 and contains new provisions for sustainable forestry-related supply chains.

As part of the efficient use of fibres, various measures are being implemented at our plants:

- MM Packaging has implemented a comprehensive waste-management optimisation programme designed to enhance resource efficiency across all production sites. The programme establishes processes, digital tools, and knowledge platforms that enable each plant to systematically reduce process waste. A key component is the application of data analysis to identify the primary waste drivers within production processes, supporting targeted improvement actions. Additional programme elements include a centralised best-practice database, standardised machine-setting guidance, and tailored awareness and communication measures that promote continuous improvement in waste reduction.
- Future actions regarding resource consumption that will start in the near future are considering an upgrade of Kotka mill's chip handling and agitator modernisation, which will optimise the efficiency and consumption of resources; implementation is planned for the next few years.

Resource outflow/products

[E5.24(a)] In the financial year 2025, MM has made significant progress in developing more sustainable packaging solutions that meet the highest standards of recyclability and set new standards for more environmentally friendly packaging solutions. This progress is in line with the European Packaging and Packaging Waste Regulation and the Single-Use Plastics Directive (SUPD). The main aim of these regulations is to reduce and harmonise packaging waste across Europe and also to ensure that all packaging is reusable or recyclable in an economically viable way by 2030. Measures are also planned to reduce the consumption of resources by avoiding secondary packaging. The following investment projects are related to these developments:

- Kwidzyn mill has implemented a project in 2025 to install a new moulded pulp production line with a capacity of 500-1000 tonnes of pulp per year, expanding operations and the product portfolio, introducing sustainable packaging solutions to replace plastics, and strengthening MM's market position through synergies between the MM Board & Paper and MM Packaging divisions.
- MM Premium France plant has implemented a project in 2025 that will continue in 2026 to introduce Green Peel fibre-based trays for plastic substitution and extend factory's capacity with a new production line by 110 tonnes per year.

Resource outflow/waste

[E5.24(e)] The cartonboard and paper mills are constantly working on projects to optimise the use of fibres. Technological innovations to update machines aim, among other things, to increase the efficiency of fibre use and reduce fibre consumption. Continuous monitoring ensures optimum capacity utilisation during operation. The projects include:

- At Frohnleiten mill, a project to optimise reject handling was implemented in 2025 and will continue in the future, improving overall waste handling efficiency.
- Innovaprint plant has implemented a waste preparation process optimisation project in 2025 to replace the old waste paper bailing press with a new, automated press, ensuring reliable operation, improving resource efficiency by optimising waste handling, and reducing operational outflow.
- Several MM plants have acquired equipment for more efficient waste preparation (waste chopper, shredder, etc.).

In 2025, investments of EUR 7.6 million were made to increase resource efficiency in the production process and promote the substitution of plastics. We are planning further investments of EUR 6 million over the next few years. These investments are included in our CapEx plan. No relevant expenditure was identified with regard to OpEx.

E5 Metrics

Resource inflows and outflows

[E5.31(a)(b)(c)]

(in t)	2025	2024	+/-
Resource inflows			
Total weight of inflows (products and technical and biological materials used)	3,583,496	3,779,346	- 5 %
Percentage of biological materials from sustainable sources	85 %	85 %	+ 0 %
Secondary reused or recycled materials	1,251,819	1,348,239	- 7 %
Percentage of secondary reused or recycled materials	35 %	36 %	- 1 %
Resource outflows			
Total weight of recyclable products	2,870,070	3,039,470	- 6 %
Percentage of recyclable products	100 %	100 %	- 0 %

Reporting principles for metrics

The reported metrics on material inflows and product composition cover key aspects of the MM Group's resource efficiency and circularity performance. The total weight of inflows includes all products and technical as well as biological materials used, specifically fibre input and externally purchased cartonboard. The percentage of biological materials from sustainable sources refers to materials certified under FSC® or PEFC schemes, including those from controlled sources.

The percentage of biological materials from sustainable sources is derived from procurement data, where all fibre inputs are categorised by certification status (FSC®, PEFC, or controlled sources). Likewise, the value and percentage of secondary reused or recycled materials are calculated using production and procurement records that track recycled fibre and other secondary inputs, measured against total material use at Group level. A methodological change and the availability of more granular data led to an adjustment of the reported "Total weight of inflows", "Secondary reused or recycled materials" and "Total weight of recyclable products" metrics. The respective figures were reviewed and adjusted in the 2025 sustainability statement. Adjusted 2024 Group values are: Total weight of inflows 3,779,346 t (previously: 4,726,481 t), Secondary reused or recycled materials 1,348,239 t (previously: 1,557,476 t) and Total weight of recyclable products 3,039,470 t (previously: 3,550,244 t). As a consequence, the related percentages presented in the table have also been adjusted accordingly. The correction does not reflect any change in the actual material flows and does not affect the undertaking's assessment of impacts related to resource use and circular economy.

[E5.32] The use of secondary reused or recycled materials encompasses secondary intermediates and materials applied in the production of the Group's products and services, including packaging. Correspondingly, the percentage of secondary reused or recycled materials indicates their share in total material use.

[E5.31(b)(c)] The total weight and percentage of recyclable products are determined by the fibre material composition of the MM Group's products. Intercompany sales between divisions are excluded to prevent double counting. These metrics are based on internal production and procurement data which are consolidated at Group level to provide a transparent view of material efficiency and sustainability performance.

Waste

[E5.37(a)(b)(c)(d)][E5.39]

(in t)	2025	2024	+/-
Waste			
Total amount of waste	420,839	435,423	- 3 %
Non-recycled waste	159,365	166,747	- 4 %
Percentage of non-recycled waste	38 %	38 %	- 0 %
Total amount of hazardous waste	3,905	3,937	- 1 %
Total amount of radioactive waste	0.02	0.05	- 55 %
Waste treatment			
Non-hazardous waste reused	1,268	1,313	- 3 %
Non-hazardous waste recycled	260,464	266,470	- 2 %
Non-hazardous waste recovered	71,678	83,080	- 14 %
Incineration of non-hazardous waste with energy recovery	61,320	62,868	- 2 %
Incineration of non-hazardous waste without energy recovery	1,298	1,387	- 6 %
Landfilling of non-hazardous waste	20,906	16,367	+ 28 %
Hazardous waste reused	0.00	0.26	- 100 %
Hazardous waste recycled	1,010	1,502	- 33 %
Hazardous waste recovered	734	628	+ 17 %
Incineration of hazardous waste with energy recovery	1,301	1,133	+ 15 %
Incineration of hazardous waste without energy recovery	731	309	+ 137 %
Landfilling of hazardous waste	128	366	- 65 %

The total amount of waste generated across the MM Group's operations in 2025 amounted to 420,839 t (2024: 435,423 t), thereof 3,905 t of hazardous waste (2024: 3,937 t). The overall volume of waste generated developed broadly in line with production activity during the reporting year.

The total amount of waste sent to landfill, including both hazardous and non-hazardous waste, was 21,034 t in 2025 (2024: 16,733 t). Of this, 20,906 t were related to non-hazardous waste (2024: 16,367 t). The increase compared to 2024 is mainly attributable to site-specific operational developments. Reducing the share of landfilled waste remains a key environmental objective for the MM Group and supports the Group's commitment to the circular economy by prioritising waste prevention, increased material recovery, and higher recycling rates across its production processes. The deviation in non-hazardous waste recovered is primarily attributable to a positive regulatory decision received at the end of 2024, which allowed certain output materials to be reclassified as by-products rather than waste.

Reporting principles for metrics

The total waste is divided according to treatment methods, covering reuse, recycling, recovery, incineration, and landfilling.

TANN Group figures are included until the end of May. The divestment of TANN Group has an impact on total hazardous waste of around 8 %, incineration of hazardous waste with energy recovery of around 21 % and incineration of hazardous waste without energy recovery of around 5 % of total Group hazardous waste and the mentioned KPIs in 2024, explaining the deviation in 2025 compared to the year before.

Internal waste treatment is not included in total waste figures, since it is processed internally and not by external third parties. There are two categories "Incineration of non-hazardous waste with energy recovery", amounting to 12,517 t (2024: 9,328 t), and "Landfilling of non-hazardous waste", amounting to 9,345 t (2024: 9,833 t).

The reported waste metrics cover all waste generated by all the MM Group's operations and are presented by type and treatment method. Total waste includes all waste from production and non-production activities, while non-recycled waste, its percentage of total waste, and the amounts of hazardous and radioactive waste are disclosed separately to provide transparency on waste composition and management. Waste treatment is divided into internal and external processes. Internal treatment covers activities such as incineration of non-hazardous waste with energy recovery and landfilling of non-hazardous waste within Group premises. External treatment includes reuse, recycling, recovery, incineration (with or without energy recovery), and landfilling managed by third parties.

Non-hazardous waste recycled and reused refer to recovery operations in which waste materials are re-processed into products, materials, or substances, either for their original purpose or for other uses. Non-hazardous waste recovered represents processes where waste is put to use within the facility or the wider economy by replacing other materials that would otherwise have been used to fulfil a specific function. Landfilling of non-hazardous waste also includes non-production waste such as construction waste.

All data are compiled from site-level environmental records and verified disposal documentation. Information is consolidated at Group level to ensure completeness, comparability, and consistency with the MM Group's environmental management systems and applicable regulatory requirements.

Resource outflows: waste

[E5.38(a)(b)] Waste figures are collected according to hazardous and non-hazardous waste, on-site or off-site treatment, and the type of treatment according to the waste hierarchy (reuse/recycling, with energy recovery, without energy recovery, and landfill). The largest proportion of waste by volume in the recycled cartonboard mills consists of residues from wastepaper processing, the so-called rejects. Sewage sludge and commercial waste similar to household waste are handed over to authorised disposal companies. During pulp processing, black liquor is produced as an energy-rich by-product that is recycled and used as an energy source to generate electricity and process heat; therefore it is not reported as waste. Hazardous waste such as waste oil, chemicals, contaminated liquids, wastewater contaminated with chemicals, workshop waste, and rechargeable batteries are handed over to authorised disposal companies, which dispose of the waste in accordance with legal regulations.

In the MM Packaging divisions, by far the largest proportion of waste consists of non-hazardous fibre-based materials that are fed into the recycling loop. The most significant waste category in terms of volume is cartonboard waste from the die-cutting process. Cartonboard waste is largely recycled and processed into new cartonboard. Solvent residues, ink and varnish residues, waste oils as well as wet and dirty water from printing presses are classified as hazardous waste, which only makes up a small proportion of

the total waste volume. All waste generated by the Packaging divisions is processed by external waste management companies.

[E5.40] Primary data, such as invoices or purchase quantities, are used to calculate the amount of waste generated. Waste is classified as hazardous or non-hazardous in accordance with applicable national regulations.

6.8 S1 Own workforce

Description of the impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
22	Fair and flexible working hours can have a positive impact on employees' work-life balance, leading to higher employee satisfaction.	Impact positive potential	Short - long	Own operations	Working conditions
23	Injuries or temporary and permanent damage to health due to accidents at work and work-related illnesses.	Impact negative potential	Short - long	Own operations	Working conditions
24	Inequalities can be discriminatory and have a negative impact on employee satisfaction.	Impact negative potential	Short - long	Own operations	Equal treatment and opportunities for all
25	Workplace accidents and illnesses can cause severe financial risks through legal penalties, reputational damage, productivity losses, and operational downtime.	Risk	Short - long	Own operations	Working conditions
26	Improve employee retention and reduce costs by promoting fair pay, balanced working hours, supportive policies, and a safe workplace	Opportunity	Short - long	Own operations	Working conditions
27	Influence on employee satisfaction through attractive employment contracts.	Impact positive actual	Medium - long	Own operations	Working conditions
28	Adequate wages have a positive impact on employees' living conditions and thus on employee satisfaction.	Impact positive actual	Short - long	Own operations	Working conditions
29	Supportive policies for adequate working conditions have a positive impact on employee well-being.	Impact positive actual	Short - long	Own operations	Working conditions
30	Offering trainings to employees allows them to further develop their social and professional skills.	Impact positive actual	Short - long	Own operations	Equal treatment and opportunities for all
31	Enabling the organisation and participation of employees in works councils has a positive impact on the ability of employees to have a say in the creation of appropriate working conditions.	Impact positive actual	Short - long	Own operations	Working conditions
32	Poor HR management can lead to high turnover, absenteeism, and low productivity, causing financial and operational risks.	Risk	Short - long	Own operations	Working conditions
33	Measures against violence and harassment lead to a safe workplace, which positively impacts employee satisfaction.	Impact positive potential	Short - long	Own operations	Equal treatment and opportunities for all

[S1.14(a)(b)(c)(d)] The MM Group takes responsibility for the well-being and labour rights of its employees, with a strong focus on workplace safety, optimal working conditions, and the protection of human rights. Our management approach to our own workforce includes MM employees who are in an employment relationship with MM, encompassing permanent employees, temporary workers, and students. The term "own workforce" is defined more broadly than the aforementioned definition of employees and includes both employees and non-employees. Individuals who are not directly employed by MM but perform work for MM for a specific period of time are classified as non-employees, which includes freelancers and temporary agency workers. In general, a distinction is made between blue-collar and white-collar employees. For internal reporting purposes, employees are generally classified as blue-collar or white-collar based on the nature of their role and responsibilities, regardless of their workplace location. Both categories may be

present across different organisational units and locations, including production sites. When it comes to workplace safety, employees in production facilities face a higher level of risk compared to office employees. This is due to the operation of heavy machinery, exposure to noise, heat or chemicals, and the need to perform physically demanding tasks in dynamic industrial environments. In the MM Group's mills and packaging plants, these operational conditions naturally entail a potential for accidents or injuries, which is why targeted safety measures, technical safeguards, and specialised training programmes are prioritised for production roles. Ensuring safe working conditions is actively managed and counts among Management's highest priorities. Therefore, an Occupational Health and Safety (OSH) Key Performance Indicator (KPI) is integrated into the compensation structure of the Management Board (see also ESRS 2) as well as the remuneration of managers at the production sites and the headquarters. Fair treatment applies to all employees. Forced labour can be ruled out within the MM Group's operations. The scope of MM's ESRS disclosures fully covers all people within MM's own workforce who may be affected by the Group's operations. This includes all employee categories as well as non-employees working under MM's direct supervision or operational control. MM's own workforce that is subject to material actual or potential impacts comprises permanent and temporary employees (both blue-collar and white-collar), apprentices and students, individual contractors, as well as workers provided by third-party entities such as temporary work agencies. These groups may experience different types of impacts depending on their role and working environment; for example, higher occupational health and safety risks for production workers, or specific employment and development-related impacts for office staff and non-employees working at MM sites. By including all these categories within the reporting scope, MM ensures that its disclosures reflect the full range of workforce groups potentially affected by its activities. Ensuring adequate working conditions, fair wages, reasonable working hours, employee participation, supportive measures, and a safe working environment creates a positive working environment that leads to greater satisfaction, engagement, and retention of employees. Working in a safe and balanced working environment is an important factor in promoting well-being and productivity. There is potential financial risk for the MM Group if low wages, non-supportive corporate policies, long working hours, and unsafe workplaces result in a high rate of employee absenteeism or reputational damage and penalties.

[s1.14(e)] [s1.14(f)(g)] [s1.15] [s1.16] MM has assessed the workforce-related implications of its transition and decarbonisation plans and has not identified any material actual or potential impacts. The planned initiatives do not require restructuring, job reductions, or changes to roles that would materially affect employees. In general, we are continuously expanding our organisation's knowledge of decarbonisation through training sessions and workshops. Any evolving skill needs can be addressed through regular training programmes. MM will continue to monitor this topic as transition plans evolve. No risks of forced or child labour have been identified in the MM Group's own operations. The scope of MM's ESRS disclosures covers all individuals within MM's own workforce who may be affected by the Group's operations, including non-employees working under MM's direct supervision or operational control. By defining the reporting scope in this way, MM ensures that its disclosures capture the full range of material actual and potential impacts across different workforce groups.

MM has an opportunity to improve employee retention and reduce costs by ensuring fair and transparent compensation practices, promoting balanced working hours, and fostering supportive workplace policies. A safe and healthy working environment further strengthens employee well-being and long-term engagement. By cultivating these conditions, MM can enhance workforce stability, minimise turnover-related costs, and support higher productivity across the organisation and profitability of each site.

A violation of labour rights can result in human suffering, inequality, and a deterioration in the quality of life of employees and their families. The reputation of the MM Group would suffer as a result. Employee satisfaction and workforce engagement with the Group would decrease, which in turn could undermine MM's ability to maintain a stable and skilled workforce, which is essential to the Group's business model and strategic objectives. This connection highlights the importance of embedding labour-rights considerations

into MM's strategic planning and long-term value creation approach. The assessment did not highlight any material risks or opportunities that affect distinct groups within our workforce. The matters identified are relevant to the employee population of the MM Group.

S1 Policies

[s1.19] The implemented policies and tools of the MM Group encompass all of its own workforce.

[s1.20(a)(b)(c)] MM is committed to responsible corporate governance. Mutual trust forms the basis for constructive collaboration within the Group and with business partners. To meet the high standards in the best possible way, MM sets high expectations for both its employees and customers, suppliers, service providers and other contractual partners in terms of responsible and integral behaviour.

MM operationalises its commitments on human and labour rights through structured processes that focus on material matters affecting its own workforce. These include regular internal and external HR and compliance reviews, human rights risk assessments integrated into the Group-wide risk management system, and the use of defined procedures to evaluate employment conditions, workplace practices, and potential rights-related impacts. Mandatory Code of Conduct trainings ensure that responsibilities and expected behaviours are well understood across the workforce. A Group-wide grievance and whistleblowing mechanism, accessible to employees and non-employees, enables the reporting of concerns relating to potential violations of human or labour rights. Reported concerns are handled through formal procedures that may lead to corrective and remedial actions, ensuring consistency with the UN Guiding Principles on Business and Human Rights, the ILO Fundamental Principles and Rights at Work, and the OECD Guidelines for Multinational Enterprises.

MM's general approach to providing and enabling remedy for human rights impacts is based on the principles of the UN Guiding Principles on Business and Human Rights. When potential or actual impacts are identified, MM applies a structured remediation process which includes assessing the nature of the impact, engaging with the affected individual or group where appropriate, determining suitable corrective and preventive measures, and ensuring that these measures are implemented and monitored. Remedies may include changes to working conditions, training, managerial intervention, conflict resolution, disciplinary measures, or improvements to site-level practices. MM also enables remedy by ensuring that all employees and non-employees have access to effective grievance mechanisms, including the MM Integrity Line, and by following up on cases to confirm that issues have been resolved and that no retaliation has occurred. This approach ensures that remediation actions are aligned with international human rights standards.

The MM Group has implemented the following policies and guidelines to manage its significant impacts on internal and external employees, as well as the associated significant risks and opportunities:

Policy		MM Code of Conduct	Policy statement on human rights	Safety policy statement	HR Guidelines – creating value together
Key content	[ESRS2.65(a)]	Framework and guideline for sustainable and responsible conduct both within the Group and in its partnerships	Describes the MM Group's approach to implementing and dealing with human rights issues.	Defines the MM Groups' commitment and vision for a safe workplace.	A strategic guideline that serves to manage critical dimensions of modern workforce management and establishes a standardised approach to various important HR topics.
Scope of policy	[ESRS2.65(b)]	Own operations, upstream, downstream value chain	Own operations	Own operations	Own operations
Most senior level accountable	[ESRS2.65(c)]	Management Board	CEO	CEO	CEO
Respected third-party standards or initiatives	[ESRS2.65(d)]	ILO Core Labour Standards, OECD Guidelines for Multinational Enterprises, UN Global Compact Initiative	UN Declaration of Human Rights	ILO Core Labour Standards, UN Declaration of Human Rights	ILO Core Labour Standards
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders	Internal stakeholders	Internal stakeholders	Internal stakeholders
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	24, 26, 31, 33	24	23, 25, 33	22, 26, 27, 28, 29, 30, 32

[S1.21] The policies and guidelines of the MM Group and participation in certification systems cover human and labour rights aspects. Through them, we ensure that all employees, affected communities, and customers across our value chain, regardless of age, gender, culture, religion, origin or other diversity characteristics, are granted equal rights and opportunities. This is done in accordance with the following international standards and frameworks:

- UN Sustainable Development Goals
- 10 Principles of the UN Global Compact
- UN Guiding Principles on Business and Human Rights
- OECD Guidelines for Multinational Enterprises
- ILO Core Labour Standards
- International Bill of Human Rights

MM's alignment with the UN Guiding Principles (UNGP) on Business and Human Rights is ensured through the way our policies are developed, implemented, and monitored. The UNGPs form the basis for our Human Rights Policy Statement, our Code of Conduct, and our global HR Guideline, which explicitly incorporate UNGP principles on the respect for human rights, due diligence, and access to remedy. This alignment is reflected in MM's human rights risk assessment processes, the integration of human rights considerations into recruitment, employment and sourcing practices, mandatory Code of Conduct trainings, and the operation of a Group-wide grievance and whistleblowing mechanism accessible to employees and non-employees. Reported concerns are addressed through defined procedures consistent with the UNGP

requirements for remediation, ensuring that human rights commitments are effectively embedded in daily operations and continuously monitored.

The listed policies and the MM Code of Conduct apply to all fully consolidated companies of the MM Group and include MM's own activities and value chain without geographical exceptions. All documents mentioned are publicly available and approved by the Management Board or the CEO. Relevant own workforce KPIs are monitored and controlled accordingly.

[s1.23] The MM Code of Conduct is a framework and guideline for sustainable and responsible conduct both within the Group and across its business and contractual relationships, including customers, suppliers, service providers, and other business partners. The MM Group expects all employees, customers, suppliers, and other partners to fully comply with the principles of the MM Code of Conduct.

[s1.24(a)(b)(c)(d)] The Management Board of the MM Group is the highest level in the Group and responsible for implementing the MM Code of Conduct. The MM Code of Conduct is derived from the core values of the MM Group and is in line with the ILO Core Labour Standards, the OECD Guidelines for Multinational Enterprises, and the UN Global Compact Initiative, of which MM is a member. Awareness of diversity, equality, inclusion, and non-discrimination are promoted through the MM Code of Conduct and the implementation of local training initiatives in line with local legislation. MM strives to create an inclusive environment where everyone feels valued and respected. Such practices can create a positive work environment that leads to higher employee satisfaction, engagement and retention. The principle of non-discrimination applies throughout the employee cycle, whether it is a permanent, temporary or part-time employment, and underscores our commitment to equal treatment and equal opportunities for all. The document is publicly available on the Group's website. MM's policies addressing non-discrimination and equal opportunity explicitly prohibit discrimination based on age, gender, race, skin colour, religion, national or ethnic origin, disability, and sexual orientation, in accordance with applicable EU and national legislation. Every local entity is responsible for ensuring its compliance with the respective legislation.

The Policy Statement on Human Rights describes the MM Group's approach to implementing and dealing with human rights issues based on the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, the ILO Core Labour Standards, and the International Declaration of Human Rights.

[s1.23] The Safety Policy applies to all employees, temporary workers, and visitors of the MM Group and defines the Group's preventive approach to occupational health and safety. It requires full compliance with applicable regulations and focuses on identifying and mitigating risks, with each site conducting regular risk assessments and monitoring high-risk areas. Safety performance is evaluated through leading and lagging indicators, such as near misses and Lost Time Accident Rates, which are reported monthly and shared transparently across the Group. The policy assigns clear responsibilities to all organisational levels, with the CEO and site management acting as role models for safe behaviour. Training is a central element: all employees receive task-specific and regularly updated safety training and are empowered to stop work in unsafe situations. Additional rules apply to high-risk tasks, including machine safety, lockout/tagout, work at height, and internal transport. Through these measures, the Safety Policy ensures a consistent Group-wide safety culture aimed at enabling everyone to return home safely every day.

Policies on the interests of our own workforce

[s1.22][s1.24] In addition to the formal guidelines, there is also the global HR guideline *Creating Value Together*, which provides an overview of MM's global HR policy and is a strategic guideline that serves to manage critical dimensions of modern workforce management and establish a standardised approach to various important HR topics. The document lays the foundations for MM's commitment to promoting diversity. It ensures that recruitment processes are fair and transparent, and that compensation and benefits packages reflect the dignity of employees. It also promotes flexibility and development in the organisation of work to meet the changing needs of employees. MM has a zero-tolerance attitude towards harassment in the workplace. The policy not only requires compliance with the MM Group's standards, but also MM's commitment to setting standards for ethical and sustainable business practices. In essence, this Group-wide HR policy is not just a set of guidelines, but a clear expression of MM's vision as an employer that transcends boundaries, where each individual receives the tools and support they need for their own development: an environment characterised by passion, collaboration, results orientation, and responsibility. The MM Group HR Guideline is relevant for all MM stakeholders, including employees, customers, suppliers, and the associated communities. In the HR Guideline, the MM Group reaffirms its commitment to Directive 2011/36/EU on preventing and combating trafficking in human beings and protecting its victims. In addition to combating human trafficking, the MM Group's HR Guideline explicitly addresses forced or compulsory labour and child labour. MM strictly prohibits any form of forced or compulsory labour, in accordance with international labour standards. MM does not use child labour, and is committed to safeguarding the rights and welfare of young people. Given the MM Group's global operations, potential risks related to forced labour, child labour and trafficking in human beings may vary depending on geographical context. These risks are assessed through structured HR and compliance processes, including regular internal and external reviews and risk assessments integrated into the Group-wide risk management system. Based on these assessments, the MM Group does not operate in countries where it identifies a high risk of child labour for its own operations. All sites operate within the applicable legal framework, and risk evaluations are regularly reviewed to identify potential emerging risks. The above mentioned policies were not significantly changed in 2025..

Involvement of the workforce and complaint management

[s1.27(a)(b)(c)(d)(e)][s1.28] Engaging with its own employees plays a crucial role in defining MM's vision for all employees. Communication with employees occurs at multiple levels, including a European Works Council, joint discussions at country level, and site-specific engagement. At senior level, a number of meetings were held during the course of the year, including a Senior Leadership conference to discuss priorities for the following years. The outcomes were communicated throughout the organisation via the respective senior leader. At plant level, the managing director is responsible for involving employees. Measures were defined in workshops and supported for instance by local or business-unit-specific workshops and surveys. The European Works Council meets at least twice a year with the aim of promoting the internal information flow within the Group and contacts between the Group HR team in Vienna and the Group's employees. Additionally, MM conducts ad-hoc employee surveys when appropriate, for example a monthly pulse survey has been sent out to employees as part of our "Fit For Future" journey. The insights gathered through employee surveys and engagement processes are systematically analysed and used to shape MM's decisions and actions addressing actual and potential impacts on the Group's own workforce. Survey results feed into the development of local and Group-wide improvement plans, influence decisions on working conditions, training and development priorities, organisational changes, and health and safety measures. Identified concerns or recurring themes are escalated to senior management and integrated into the annual planning processes, ensuring that the perspectives of employees directly inform MM's activities and continuous improvement efforts. In addition, MM takes specific steps to ensure that the perspectives of employees who may be particularly vulnerable or marginalised, such as women, migrants, or people with disabilities, are gathered and considered. This is done through targeted discussions at site level, the inclusion of diversity-related questions in surveys, and the involvement of HR and local management to proactively identify and address specific barriers or needs.

Complaint management and remedial measures

[S1.32(a)(b)(c)(d)(e)] The MM Group's employees have various options for raising concerns. They can contact their direct supervisor, the occupational health and safety officer, or the HR Department. Alternatively, they can anonymously use our MM Integrity Line complaints channel.

All employees have access to the MM Integrity Line if they observe misconduct or non-compliance with the MM Code of Conduct, or any unlawful behaviour that may affect the MM Group or the well-being of MM employees (see GI Governance "Actions and measures"). All complaints and integrity inquiries concerning the Group's own workforce are investigated by a member of the HR management team, and the HR department has insight into all complaints. Each complaint is communicated and may include suggestions for improvement and solutions. Regarding the identification of human rights impacts, the MM Integrity Line is an important tool for MM to review and assess issues. Where MM identifies that it has caused or contributed to a material negative impact on people in its own workforce, remediation is managed in line with the Group-wide structured remediation process described under "SI Policies".

HR or Compliance conducts follow-up activities to confirm that any issue has been effectively resolved and to ensure that no retaliation has occurred. MM assesses the effectiveness of the remedial actions taken through structured follow-up procedures. After a case is closed, HR or Compliance evaluates whether the corrective measures have resolved the issue, whether similar incidents reoccur and whether additional preventive actions are required. Where the identity of the reporting person is known, MM may conduct follow-up discussions to confirm that the situation has been effectively addressed and that no retaliation has occurred. Assessments are reviewed by Management to ensure continuous improvement of the grievance mechanism and the effectiveness of the remedies provided. MM ensures the effectiveness of its grievance channels, including the MM Integrity Line, through the involvement of the intended users. Employees are regularly informed about the channels through trainings, onboarding sessions, and internal communication, and their feedback is collected during employee surveys, local HR consultations, and Works Council meetings. Insights from these interactions are used to assess whether the channels are accessible, trusted, and well understood by employees, and to improve the design, communication, and usability of the mechanisms. This stakeholder involvement ensures that the grievance channels function as intended and remain effective for those who rely on them.

In 2025, the Integrity Line received 36 personnel-related cases, none of which indicated human rights issues within the Group (2024: 60 cases, 0 human rights issues).

[S1.33] The protection of individuals who report concerns, including workers' representatives, is ensured through the MM Group's Whistleblowing Guideline. As this requirement is covered in detail in ESRS G1 (Business Conduct), MM refers to the disclosures provided in section G1. An assessment of the awareness of our own employees of the processes described above is not available for 2025.

SI Targets

Target	[ESRS2.80(b)(e)]	Achieve a Lost-Time Accident Rate below 1 by 2031	3 % increase of taken MM-Academy training hours per employee (FTE) in 2025 compared to 2024.
Target scope	[ESRS2.80(c)]	Own operations	Own operations
Value in base year	[ESRS2.80(d)]	1.01 [2024]	4.13 h [2024]
Value in 2025	[ESRS2.80(j)]	0.96	4.43 h
Progress comment	[ESRS2.80(j)]	4 % reduction vs. 2024	Target achieved. 7 % increase in 2025
Related policies	[ESRS2.80(a)]	Safety Policy Statement - MM Code of Conduct	HR Guidelines – Creating Value Together, MM Code of Conduct
IROs addressed	[ESRS2.79(a)]	23, 25, 33	26, 30, 32

The following new target was set: Establish a standardised internal mobility process including transparent publication of vacancies for defined employee groups by 2027.

Reporting Principles for Targets

[S1.47(a)(b)(c)] With regard to our own workforce, we have set ourselves the targets of improving safety and training opportunities and introducing a Group-wide HR IT system that will help the MM Group in its efforts to collect key figures for HR reporting, and provide a better experience for employees and external applicants. The targets were set by the Group Sustainability & Marketing Communications department and the HR department and approved by the Management Board. No direct engagement with the MM Group's own workforce or workers' representatives took place in the formal process of defining or setting these targets. The occupational safety target is part of the MM Group's bonus structure as described in ESRS 2 "Sustainability-related remuneration".

Further employee-related targets will be defined in the coming years. The effectiveness of the guidelines is monitored by tracking relevant KPIs via the internal platform for sustainability data management, the MM Integrity Line, as well as local training hours and the type of training. Performance against the targets is monitored centrally by the responsible Group functions. Insights from performance monitoring and implementation are reviewed internally and may inform future improvements and the definition of additional targets.

SI Actions and measures

Working conditions

[s1.37] Ongoing measures to ensure the best possible working conditions are particularly focused on safe working and employment conditions, working hours and work-life balance, appropriate remuneration and social dialogue. MM offers a secure workplace with fair remuneration, including salary, bonuses, and variable remuneration. Many locations work in shifts, which allows for great flexibility in working hours and promotes a good work-life balance. In all countries in which MM operates local legislation is complied with. MM ensures that all employees are paid at least in accordance with minimum wage standards, but usually they are paid more. Remuneration is reviewed annually to ensure that an appropriate level is maintained.

[s1.38(a)(b)(c)] All our employees have the opportunity to join a works council or trade union, and collective bargaining agreements are in place at some locations, for example France, Germany, and Spain. In the event of changes in corporate strategy, MM will always try to limit new hires and transfer employees before reducing jobs. Any restructuring is carried out in accordance with the relevant legislation in the respective country and in consultation with the relevant trade union, works council, and employees with the aim of avoiding permanent losses. MM's remediation approach includes engaging directly with affected employees, restoring working conditions, and ensuring access to the whistleblowing mechanism for formal complaints. Remedies may include corrective actions, reassignment, compensation, or procedural improvements, depending on the nature of the impact. At present, MM has not identified the need for additional planned measures beyond those already implemented or underway. MM will continue to monitor potential risks and will introduce further actions if emerging impacts require it.

[s1.38(c)] In the financial year 2025, the MM Group continued with its wellbeing and health initiatives. Through measures that promote employee wellbeing, MM not only supports the personal health and wellbeing of employees, but also promotes a more productive and engaged workforce.

[s1.38(d)] The effectiveness of these measures is monitored by means of a set of occupational health and wellbeing indicators, regular employee surveys, absenteeism and turnover analysis, and site-level safety performance reviews. Trends are evaluated monthly and annually by HR and HSE management to determine whether the initiatives achieve their intended outcomes. Where indicators show limited progress, additional corrective actions are defined and implemented.

[s1.39] The ongoing monthly collection and evaluation of occupational health and safety indicators for all operational organisational units allows for timely measures. In 2025, numerous site visits were carried out that went far beyond basic inspections. The focus is always on long-term and sustainable improvement of our safety culture. This is done using modern, holistic methods and a clear definition of responsibilities. Potential hazards arise from shift work, handling chemicals, working in confined spaces, working with fire, and work involving high temperatures. Mental stress can also impact the health of employees. For this reason, the major risks and opportunities are visualised in each of our plants to focus on continuous improvements. The priorities are determined based on a detailed assessment of retrospective and prospective performance indicators. The evaluation shows the specific situation of each individual location. Centrally managed, individual targets are used for further development. In the area of prevention, the aim is to overachieve in order to significantly reduce the risk of accidents. At the same time, the continuous reduction in the severity of accidents is an important indicator. The high importance of occupational safety is also reflected in our internal remuneration policy which includes performance indicators from this area.

In order to determine which actions are needed in response to actual or potential negative impacts on our workforce, MM applies a structured identification and escalation process. Material impacts are first detected through our monthly health and safety reporting system, incident investigations, near-miss analyses, and site-level risk assessments. Once an impact or elevated risk is identified, a root-cause analysis

is conducted jointly by site management, the local health and safety officer and, where appropriate, employee representatives. Based on this assessment, specific corrective and preventive measures are defined, prioritised, and approved. Actions are selected according to their effectiveness, urgency, and ability to mitigate the identified impact, and may include technical measures, procedural adjustments, targeted training, or organisational changes. Implementation responsibilities are clearly assigned, and the effectiveness of the measures is monitored through follow-up evaluations and performance indicators. This process ensures that MM systematically translates identified negative impacts into appropriate and timely actions.

Equal treatment and equal opportunities

[s1.40(a)] MM's vision is to promote gender equality and equity as well as diversity and inclusion as part of the Group's continuous development. In 2025, a further pay gap review was conducted. Improvements in the traditionally male-dominated packaging industry are seen as a challenge in the context of MM's social responsibility. In 2025, MM also launched a Job Architecture project with a aim to design and implement a clear, scalable, and equitable job architecture that aligns roles and responsibilities. The project will greatly aid MM in the gender pay gap analysis.

[s1.40(b)] The MM Group's learning and development activities are centrally managed by the Group HR Department and delivered through the MM-Academy. The MM-Academy provides a comprehensive portfolio of online and in-person programmes covering leadership, professional, and functional skills. Leadership development programmes include, for example, "Leading Together", a group-wide leadership programme focused on strengthening leadership effectiveness, collaboration, and alignment with the MM Group's values and leadership competencies. Professional development offerings include, for example, project management training focused on strengthening structured project planning, execution, and cross-functional collaboration, with the objective of improving project delivery and effectiveness across the organisation.

In the financial year 2025, the MM-Academy expanded its portfolio with several new programmes, including "Lead@Next Level", a people-management programme designed for first-time managers and shopfloor managers, and two AI-focused courses providing an introduction to AI technologies as well as practical prompting skills. During the reporting year, a total of 8,710 employees participated training courses offered by the MM-Academy, resulting in 59,120 recorded training hours (2024: 8,095 employees; 60,769 training hours). Additional training activities are conducted locally, with respective records maintained at site level. These learning and development initiatives support MM's opportunity to improve employee retention and reduce costs by strengthening managerial capabilities, enhancing employees' skills, and fostering a supportive and engaging work environment.

[s1.41] In 2025 the MM Group advanced the implementation of a centralised HR system, which will eventually include all employees. The continuous development of including all employees in the HR system will enable the MM Group to compile the necessary reports and analyse information that will support strategic business decision. By the end of 2024, just over 25 % of the workforce were included. As part of our target by the end of 2025, 75 % of the workforce have been included in the centralised system. In 2026, this process will be completed, and we will continue to implement further measures and improvements to the HR systems landscape on an ongoing basis in order to ensure the best possible support to managers and employees for the everyday management of their teams.

Other work-related rights

To ensure that there are no cases of child labour, forced labour or human rights violations among our own employees, an annual survey is conducted at plant level. Guidelines for the prevention of child and forced labour are defined in our policies and are addressed, among other things, as part of the onboarding process for new employees.

[S1.43] No significant CapEx investments were made in 2025, and there are no significant CapEx investments planned for this area in the future. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here. These OpEx mainly relate to ongoing HR and compliance activities, including recruitment and onboarding processes, training and awareness-raising activities, and internal controls and reviews performed by the HR function. Consistent and legally compliant practices managed and controlled by the HR team across all the sites ensure that all recruitment and onboarding measures throughout the employee lifecycle are managed in accordance with local legislation and best practice to avoid any human rights violations at the individual sites.

SI Metrics

Metrics presented in this report reflect the situation as of 31st December 2025. Consequently, data relating to the former TANN perimeter is not included in the reported metrics. Exceptions apply to occupational safety KPIs, which are reported until the end of May and therefore still cover that perimeter. For the KPI on site-specific plant training, an estimate was applied based on 2024 data, as no complete dataset was available following the divestment.

These employee-related key figures are collected annually as part of non-financial reporting. Key figures on occupational safety are collected monthly and reported to the management. All relevant data are gathered and processed via our ESG platform, which ensures a standardised data collection process across all sites, supports validation checks, and facilitates the consolidation of information for internal steering and external reporting. The KPIs and metrics disclosed under SI are not validated by any external body other than the statutory assurance provider.

Employees by gender

[S1.50(a)]

(in headcount)	2025	2024	+/-
Male	10,029	11,026	- 9 %
Female	3,543	3,825	- 7 %
Other	0	0	+ 0 %
Not reported	0	0	+ 0 %
Total	13,572	14,851	- 9 %

Employees per country

[S1.50(a)]

(in headcount)	2025	2024	+/-
Poland	3,027	3,114	- 3 %
Germany	2,091	2,198	- 5 %
Austria	1,515	1,841	- 18 %
Other countries	6,939	7,698	- 10 %
Total	13,572	14,851	- 9 %

Other countries include among others France, the UK, the USA, Turkey, Spain and Finland

Employees by type of contract and gender

[§1.50(b)] [§1.50(d)]

(in FTE)	2025	2024	+/-
Number of employees (total)	13,347	14,710	- 9 %
thereof female	3,440	3,637	- 5 %
thereof male	9,907	11,073	- 11 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
Number of permanent employees (total)	12,649	13,887	- 9 %
thereof female	3,177	3,342	- 5 %
thereof male	9,472	10,545	- 10 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
Number of temporary employees (total)	699	823	- 15 %
thereof female	263	295	- 11 %
thereof male	435	528	- 18 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
Number of non-guaranteed hours employees (total)	0	0	+ 0 %
thereof female	0	0	+ 0 %
thereof male	0	0	+ 0 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
Number of full-time employees (total)	13,033	14,315	- 9 %
thereof female	3,199	3,327	- 4 %
thereof male	9,834	10,988	- 11 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
Number of part-time employees (total)	314	395	- 20 %
thereof female	241	310	- 22 %
thereof male	74	85	- 13 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %

Employees by region

[S1.51]

(in FTE)	2025	2024	+/-
Number of employees (total)	13,347	14,710	- 9 %
Europe (excl. Austria)	9,849	10,495	- 6 %
Austria	1,464	1,785	- 18 %
America	1,486	1,587	- 6 %
Asia and Africa	549	843	- 35 %
Number of permanent employees (total)	12,649	13,887	- 9 %
Europe (excl. Austria)	9,365	9,896	- 5 %
Austria	1,458	1,759	- 17 %
America	1,276	1,389	- 8 %
Asia and Africa	549	843	- 35 %
Number of temporary employees (total)	699	823	- 15 %
Europe (excl. Austria)	484	599	- 19 %
Austria	5	26	- 79 %
America	210	198	+ 6 %
Asia and Africa	0	0	+ 0 %
Number of non-guaranteed hours employees (total)	0	0	+ 0 %
Europe (excl. Austria)	0	0	+ 0 %
Austria	0	0	+ 0 %
America	0	0	+ 0 %
Asia and Africa	0	0	+ 0 %
Number of full-time employees (total)	13,033	14,315	- 9 %
Europe (excl. Austria)	9,631	10,179	- 5 %
Austria	1,372	1,713	- 20 %
America	1,481	1,581	- 6 %
Asia and Africa	549	842	- 35 %
Number of part-time employees (total)	314	395	- 20 %
Europe (excl. Austria)	217	316	- 31 %
Austria	92	72	+ 28 %
America	5	6	- 17 %
Asia and Africa	0	1	- 100 %

Employee turnover

[S1.50(c)]

(in FTE)	2025	2024	+/-
Employee turnover rate (%)	16 %	15 %	+1 %
Number of employees who left the Company	2,228	2,214	+1 %
thereof male	1,574	1,595	- 1 %
thereof female	654	619	+ 6 %
thereof other	0	0	+ 0 %
thereof not reported	0	0	+ 0 %
thereof under 30	562	612	- 8 %
thereof between 30 and 50	1,030	1,154	- 11 %
thereof over 50	636	447	+ 42 %

Reporting principles for metrics

The total number of employees reported (headcount) is aligned with the most representative employee figure disclosed in the consolidated financial statements, which is used as the primary reference for workforce-related disclosures. With regard to our employees, our workforce includes permanent and temporary employees. Permanent employment contracts include direct employees of MM, with the exception of interns and trainees. Interns, trainees, and temporary workers generally have fixed-term contracts. Full-time employees work the standard weekly working hours in accordance with the collective agreement and the statutory provisions defined by the respective country and correspond to one FTE (Full Time Equivalent). Part-time employees are all employees who work fewer hours per week than defined by statutory provisions in the collective agreement. MM reports workforce figures based on FTE rather than headcount because the Group's current financial and workforce reporting processes are structured around FTE. This approach provides a more accurate reflection of actual working capacity across sites, especially in countries where part-time arrangements or fixed-term contracts are prevalent. MM is in the process of integrating all employees into the central Human Resources Information System (HRIS), which is expected to enable consistent reporting of both headcount and FTE from the next financial year onward.

MM acknowledges that the definitions of permanent, temporary, full-time, part-time and non-guaranteed-hours employees may differ by country due to variations in collective agreements and national labour legislation. While these structural differences exist, no additional methodologies or assumptions were necessary for the current reporting year because FTE serves as a harmonised metric across jurisdictions. Once the implementation of a new supporting tool for reporting of workforce-related datapoints is complete, MM will be able to apply fully standardised definitions and improve comparability across all reporting dimensions.

Employees include directly employed workers, interns, trainees, and temporary workers. Gender information is self-declared by employees.

In the tables Employees by type of contract and gender and Employees by region, the FTE figures include all full-time and part-time employees, including those on long-term sick leave, leaves of absence, or maternity leave.

The divestment of the TANN Group does not have a material impact on the S1 metrics and KPIs. In 2024, the TANN Group accounted for 649 employees, representing approximately 4.37 % of the total of the MM

Group's own workforce. Given the limited proportional weight, the exclusion of TANN Group data does not lead to inconsistencies or material changes in the interpretation of year-on-year developments.

The Employee Turnover KPI reports the total number of employees who left the company during the reporting year (January to December), including voluntary resignations, dismissals, retirements, and deaths in service. This figure represents the aggregate number of employment terminations for MM's own workforce and is used as the numerator for calculating the employee turnover rate. Data on employee departures are collected locally at site level and consolidated group-wide via our ESG platform, ensuring consistency, accuracy, and alignment across all entities in scope.

Collective bargaining and social dialogue

[S1.60(a)(b)(c)][S1.63(a)]

Coverage rate 2025	Collective bargaining coverage		Social dialogue
	Employees – EEA only for countries with >50 employees who make up >10 % of the total number	Employees – non-EEA estimation for regions with >50 employees, which account for >10 % of the total number	Workplace representation – EEA only for countries with >50 employees who make up >10 % of the total number
0–19 %	-	-	-
20–39 %	-	Americas	Poland
40–59 %	-	-	-
60–79 %	Poland	-	Austria
80–100 %	Germany, Austria	-	Germany

Reporting principles for metrics

The coverage rates disclosed are based on the number of employees formally included in collective bargaining agreements, as reported by local HR functions via our ESG platform.

The percentage of the undertaking's total employees covered by collective bargaining agreements is 71 % (2024: 70 %).

[S1.63(b)] The MM Group has established two European Works Councils (EWCs), one covering the Board & Paper division and one covering the Packaging divisions. For both EWCs, formal EWC Agreements are in place, which regulate the cooperation and information exchange between the Group headquarters and the respective European Works Council.

Further diversity KPIs

[S1.66(a)(b)]

(in FTE)	2025	2024	+/-
Number of employees in management positions by gender	1,299	1,397	- 7 %
Male	980	1,022	- 4 %
Female	319	375	- 15 %
Other	0	0	+ 0 %
Not reported	0	0	+ 0 %
Gender ratio in management positions (%)			
Male	75 %	73 %	+ 2 %
Female	25 %	27 %	- 2 %
Other	0 %	0 %	+ 0 %
Not reported	0 %	0 %	+ 0 %
Number of employees in top management positions by gender	121	137	- 12 %
Male	104	120	- 13 %
Female	17	17	+ 0 %
Other	0	0	+ 0 %
Not reported	0	0	+ 0 %
Gender ratio in top management positions (%)			
Male	86 %	88 %	- 2 %
Female	14 %	12 %	+ 2 %
Other	0 %	0 %	+ 0 %
Not reported	0 %	0 %	+ 0 %

(in FTE)	MM Group		
	2025	2024	+/-
Distribution by age			
under 30	1,688	2,001	- 16 %
between 30 and 50	7,086	7,891	- 10 %
over 50	4,573	4,818	- 5 %

Reporting principles for metrics

For the metric "Gender ratio in management positions", managers are defined as employees who have at least one employee reporting to them. For the purpose of identifying top management, MM applies its internal definition of "Leaders". Leaders are defined as Senior Managers and Function Heads at MM headquarters or in the different divisions, and also include all Managing Directors of plants, mills, or other relevant legal entities.

The data shows the gender distribution, in numbers and percentages, at management and top management levels, as well as the distribution of employees by age group.

Appropriate remuneration

[S1.70]

	2025	2024	+/-
Percentage of employees receiving less than the applicable benchmark for fair pay	0 %	0 %	+ 0 %

Reporting principles for metrics

The benchmarks refer to the legal minimum wage levels established in each country. These nationally defined thresholds are used to determine whether employees receive an adequate wage, in line with applicable regulatory requirements and the assessment criteria of this Disclosure Requirement. The 2024 KPI „Appropriate remuneration“ required correction after the underlying definition was misinterpreted in the reporting process. The term “applicable adequate wage” was incorrectly interpreted at some sites during the data collection process, leading to the result that 1% of employees received a remuneration below the applicable adequate wage. Following a clarification of the ESRS definition of “adequate wage” and a review of the affected data, it was confirmed that all employees were paid in accordance with applicable statutory minimum wage or living wage requirements. The corrected value for 2024 is therefore 0 %, replacing the previously reported figure of 1 %. The correction does not affect the undertaking’s assessment of impacts related to fair remuneration.

Employees with disabilities

[S1.80]

(in FTE)	2025	2024	+/-
Employees with disabilities	2.2 %	2.4 %	- 0.2 %
Male (%)	1.7 %	1.8 %	- 0.1 %
Female (%)	0.5 %	0.6 %	- 0.1 %
Other (%)	0.0 %	0.0 %	+ 0.0 %
Not reported (%)	0.0 %	0.0 %	+ 0.0 %

Reporting principles for metrics

For reporting on employees with disabilities, MM applies the definition of disability as referring to long-term physical, mental, intellectual, or sensory impairments that, in interaction with barriers, may prevent a person from participating fully and effectively in society on an equal basis with others. Data are collected locally according to national legal definitions, which may vary across countries, and consolidated via our ESG platform to ensure consistency and comparability. MM reports only on data that have been shared voluntarily.

Training and further education

[S1.83(a)(b)]

(in hours, unless otherwise stated)	2025	2024	+/-
Total training hours	301,627	402,781	- 25 %
thereof average number of hours per employee	22.2	27.1	- 18 %
thereof average number of hours per employee - male	22.8	27.8	- 18 %
thereof average number of hours per employee - female	20.3	21.7	- 7 %
thereof average number of hours per employee - other	0.0	0.0	+ 0 %
thereof average number of hours per employee - not reported	0.0	0.0	+ 0 %
Site-specific plant training	242,507	342,012	- 29 %
thereof average number of hours per employee	17.9	23.0	- 22 %
thereof average number of hours per employee - male	18.6	24.1	- 23 %
thereof average number of hours per employee - female	15.7	16.5	- 5 %
thereof average number of hours per employee - other	0.0	0.0	+ 0 %
thereof average number of hours per employee - not reported	0.0	0.0	+ 0 %
Group-wide training courses of the MM-Academy	59,120	60,769	- 3 %
thereof average number of hours per employee	4.4	4.1	+ 6 %
thereof average number of hours per employee - male	4.1	3.7	+ 12 %
thereof average number of hours per employee - female	4.6	5.2	- 12 %
thereof average number of hours per employee - other	0.0	0.0	+ 0 %
thereof average number of hours per employee - not reported	0.0	0.0	+ 0 %
Group-wide training portfolio of the MM-Academy	416	437	- 5 %
Participants in MM-Academy training courses (headcount)	8,710	8,095	+ 8 %
Total percentage of employees who have received a regular performance and career development review (headcount)	61 %	66 %	- 5 %
thereof male	42 %	43 %	- 1 %
thereof female	19 %	23 %	- 4 %
thereof other	0 %	0 %	+ 0 %
thereof not reported	0 %	0 %	+ 0 %

In 2025, MM continued to prioritise the expansion of the centrally managed MM-Academy with its e-learning offerings. This is reflected in the development of site-specific training hours, which declined more sharply in 2025. Overall, training hours were below the 2024 level due to divestments and a reduction in the workforce.

Reporting principles for metrics

The metrics show the total hours of training by gender category and categorised into training at plant level and offered by the MM-Academy. It also highlights the percentage of employees who have participated in regular performance reviews.

For the metric "Group-wide training courses of the MM-Academy" (in hours), the data are recorded centrally in the learning management system.

For the metric “Employees who have received a regular performance and career development review”, 100% of MM employees are planned to receive such a review, and therefore the number of performance appraisals carried out corresponds to the number of completed performance appraisals.

Employee health and safety

[S1.88(a)(b)(c)(d)(e)]

	2025	2024	+/-
Employees covered by a health and safety management system based on legal requirements and/or recognised standards or guidelines (%)	100 %	100 %	+ 0 %
Accidents at work with more than one day lost	114	128	- 11 %
Lost Time Accident Rate (calculated for 1 million h)	4.81	5.03	- 4 %
Lost Time Accident Rate (calculated for 200,000 h)	0.96	1.01	- 4 %
Working hours (in million h)	24	26	- 9 %
Prevention - number of reports of near misses	24,643	19,835	+ 24 %
Days lost due to work-related injuries	2,580	2,144	+ 20 %
Plant visits by Group Occupational Health & Safety managers	36	67	- 46 %
Occupational accidents with fatal consequences	0	0	+ 0 %
Number of cases of notifiable work-related illnesses of employees	4	19	- 79 %

The increase in reported “Prevention - number of reports of near misses” is primarily attributable to enhanced awareness initiatives and improved reporting practices across the plants.

Reporting principles for metrics

Lost time accidents refer to the number of recordable work-related injuries that result in more than one planned workday or shift away from work. Commuting accidents and illnesses arising from internal, non-work-related causes are excluded from this metric.

Fatalities represent the number of deaths resulting from work-related injuries during the reporting period.

The Lost Time Accident Rate (LTAR) is calculated as a numerical value without dimension, based on lost time accidents in relation to total working hours. LTAR is reported using both a one million hours basis ($LTA \times 1,000,000$)/working hours and a 200,000 hours basis ($LTA \times 200,000$)/working hours, ensuring comparability with internal management targets and external benchmarks.

Near misses include all incidents that did not result in injury but had the potential to do so. This comprises managed hazards, such as unsafe acts and unsafe conditions, as well as STEPs, provided that a documented root cause analysis, preventive actions, and effectiveness checks are in place.

For the KPI “Days lost”, the number of days is calculated based on calendar days and includes both the first full day and the last day of absence. This metric also includes days lost due to work-related illnesses.

The number of notifiable work-related illnesses is determined in accordance with the definition of occupational diseases provided in the ILO List of Occupational Diseases. This list identifies internationally recognised occupational diseases caused by exposure to chemical, physical and biological agents, as well as respiratory, skin, musculoskeletal, mental and behavioural disorders, and occupational cancers (see ILO List of Occupational Diseases, revised 2010). Only illnesses that fall within the categories outlined in this classification and that meet national reporting criteria are included in this KPI.

Pay Gaps

[s1.97(a)(b)]

	2025	2024	+/-
Gender Pay Gap	18 %	22 %	- 4.1 %
Remuneration Gap	1:136	1:134	+ 1.5 %

Reporting principles for metrics

[s1.97(c)] The gender pay gap is defined as the relative difference between the average total remuneration of female and male employees. Total remuneration includes fixed salary components as well as variable components, such as performance-related bonuses and other variable cash incentives, where applicable. The annual ratio of the total remuneration of the highest-paid individual to the median annual total remuneration of all employees (excluding the highest-paid individual) is calculated using the same definition of total remuneration, including both fixed and variable components. Remuneration data are collected locally at entity level based on payroll records and subsequently consolidated via the MM Group's ESG platform. During consolidation, data is validated through consistency controls and reviewed at Group level to ensure comparability across entities.

Incidents and complaints

[s1.103(a)(b)(c)]

	2025	2024	+/-
Reports via the complaints channel (whistleblower hotline)	36	60	- 40 %
Confirmed cases of discrimination and harassment	0	0	+ 0 %
Confirmed severe human rights incidents (human trafficking, child labour, forced labour)	0	0	+ 0 %

Reporting principles for metrics

[s1.103(c)] [s1.104(b)] No incidents of discrimination, including harassment, and human rights violations were reported in 2025 (2024: 0). As a result, there were no penalties or compensation payments in this context.

[s1.103(d)] Cases concerning the Group's own workforce are mainly received through MM's whistleblowing channel, the MM Integrity Line. Cases received through other channels, e.g. direct reports to management or corporate mailboxes, are entered into the MM Integrity Line by Group Internal Audit and have been included in the above figures. All cases are reviewed and investigated, as per the Group's Whistleblowing Guideline.

For the metric "Reports via the complaints channel (whistleblower hotline)", the figure refers to personnel-related reports recorded via the MM Integrity Line within the reporting period.

For the metric "Confirmed cases of discrimination and harassment", the data are collected annually through the data management process for non-financial indicators.

A review of the 2024 KPI "Confirmed cases of discrimination and harassment" identified an inaccuracy in the previously reported figure. One case was reported in 2024; however, following a clarification of the ESRS

definition of confirmed cases of discrimination and harassment and a reassessment of the incident, it was concluded that the case did not meet the criteria for classification as a confirmed case under ESRS. The incident concerned inappropriate behaviour. While no discriminatory intent was identified, the potential impact of the gesture was acknowledged. The matter was addressed through appropriate disciplinary action, and civility awareness training was implemented at the respective site to reinforce expected standards of behaviour. As a result of this reassessment, the corrected value for 2024 is 0, replacing the previously reported figure of 1. This correction does not affect the undertaking's assessment of impacts related to discrimination and harassment.

6.9 S2 Workers in the value chain

Description of impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
34	We require our suppliers to live up to standards beyond regulatory requirements.	Impact positive potential	Short - long	Upstream value chain	Working conditions
35	Inadequate working conditions and health and safety standards may cause third-party injuries at MM sites, creating reputational risk for the MM Group.	Risk	Short - long	Upstream value chain	Working conditions
36	Sourcing materials from countries with a higher risk of rights violations may result in a higher risk of violating workers' rights.	Impact negative potential, human-rights-related	Short - long	Upstream value chain	Working conditions

[S2.10] MM procures significant quantities of materials for the production of cartonboard, paper, and packaging products and employs contractors for projects at the locations. The MM Group follows high environmental and social standards which apply to the value chain. The MM Supplier Code of Conduct ensures adequate working conditions and equal treatment and opportunities for all worker across the value chain. The Safety Policy Statement considers specific topics that relate to workers in the value chain. The Group uses supplier monitoring to identify and address any risks concerning value chain workers.

[S2.11(a)] The MM Group's value chain comprises all workers who are not part of the Group's own workforce but who are or can be significantly influenced by the MM Group. This includes employees of suppliers and sub-contractors who work at the MM Group's sites, employees of logistics providers, and external employees who provide services in the MM Group's value chain. However, sole contractors and workers provided through employment services are considered to be part of the Group's own workforce.

The employees of sub-contractors are responsible for the further processing of the MM Group's products and contribute to the fulfilment of customer requirements. The employees of logistics service providers are responsible for the transportation of raw materials and other production components to the plants and for the transportation of manufactured products for further processing or to customers. External workers who provide services to the Group include contractors, consultants, and other service providers who work for the MM Group on a project basis or on a daily basis. For example, they carry out maintenance work on the Group's machines, systems, and premises. The MM Group recognises the importance of these stakeholders and is committed to ensuring that their working conditions comply with legal requirements to ensure fair treatment.

Based on the current assessment, the MM Group has not identified specific groups of value chain workers that are particularly vulnerable to inherent characteristics. Nevertheless, the MM Group acknowledges that workers operating in certain geographical or sector-specific contexts, in particular within upstream supply chains, may be more exposed to potential negative impacts due to contextual risk factors. Potential risks are addressed through the MM Supplier Code of Conduct, supplier monitoring activities, and audits. The MM Group continues to monitor potential risks related to value chain workers as part of its ongoing due diligence processes.

The MM Group works with various stakeholders in different ways and has established policies, procedures and reporting channels to ensure that they are treated fairly and that their contribution is recognised. The MM Supplier Code of Conduct sets out the Group's expectations regarding ethical behaviour and environmental responsibility. Regular meetings and audits are conducted with suppliers to ensure that they comply with the defined standards. The MM Group works closely with its suppliers to build long-term

relationships based on mutual trust and respect. The MM Group adheres to its Sanction Policy and does not conduct business activities in sanctioned areas or with sanctioned persons.

[s2.11(b)] The MM Group has worldwide operations, and supply chains reach different geographical areas and countries. Wood-based materials play a key role and country-specific risks are managed with wood Chain of Custody processes which require following the laws of countries of origin, including the risks of child labour, forced labour, human rights violation, and labour rights violation. Risk country classifications are maintained and updated by PEFC and FSC® Chain of Custody certification bodies and the EUDR country benchmark, for example. Based on these assessments, Brazil has been identified as a country with potential risks within the scope of the MM Group's risk assessment framework, even where sourcing volumes may be limited or indirect. Additionally, our risk monitoring tools and due diligence system analyse different country indices in the risk assessment. The analysed risk types include international human rights protection and employee rights. The implementation of these tools for systemic country risk analyses is ongoing.

[s2.11(c)] The MM Group's group-wide HR policy considers specific impacts that may affect workers in the value chain. Some of the impacts may be systemic, such as those related to equal treatment, while others may be related to individual incidents, such as workplace accidents. A potential negative impact that has been identified relates to the sourcing of materials from countries with a higher risk of human and labour rights violations, which may result in an increased risk of violations of workers' rights within the value chain. This impact is considered potentially systemic, as it may arise from broader country-specific conditions rather than from individual incidents or specific business relationships. The MM Group addresses this potential risk through its Supplier Code of Conduct, country risk assessments, supplier monitoring activities, and due diligence processes. In addition, the MM Group has considered potential impacts on value chain workers arising from the transition to greener and climate-neutral operations, including changes in raw material sourcing, sustainable forestry practices, and recycling and circular economy initiatives. Based on the current assessment, no material negative impacts related to these transition activities have been identified. The MM Group continues to monitor these aspects as part of its ongoing due diligence.

[s2.11(d)] Activities that result in a positive impact are the updated Supplier Code of Conduct affecting workers of direct suppliers and their subcontractors, the updated Procurement Policy for Responsible Sourcing, and the upstream and downstream supply chain development and information sharing related to EUDR. The Supplier Code of Conduct requires suppliers to comply with social and labour standards that go beyond regulatory requirements, promoting fair working conditions, equal treatment and respect for workers' rights. These requirements are embedded into purchasing practices through the Procurement Policy for Responsible Sourcing and are supported by supply chain development and information sharing related to the implementation of the EU Deforestation Regulation (EUDR). These activities may positively affect workers employed by direct suppliers and their subcontractors, as well as workers involved in raw material sourcing and logistics, by contributing to improved labour standards, increased awareness of social requirements and more responsible and stable business relationships, supporting a just transition towards more sustainable supply chains.

[s2.11(e)] Material risks arising from impacts and dependencies on value chain workers are included in the IRO overview.

[s2.12] As a globally operating Group with production sites and suppliers on different continents, it is of great importance to the MM Group that suppliers comply with the MM Supplier Code of Conduct. Non-compliance can have negative impacts on the workforce in the value chain and lead to human rights violations, especially in high-risk countries with a poor Rule of Law Index. This understanding has been developed through the MM Group's due diligence and risk assessment processes, including supplier monitoring and audits, certification-based risk classifications in the wood supply chain, and country risk analyses applied across the value chain. We have not identified particular characteristics, working contexts or activities

where value chain workers are at a particularly high risk. This entails the risk of legal consequences, supply chain disruptions, unavailability of key raw materials and associated reputational damage if violations occur within the value chain, this can have a negative impact on financial performance, such as possible fines and loss of sales. Exemplary behaviour, on the other hand, has a positive impact on talent attraction and external ratings, which in turn can lead to improved credit conditions and strengthened customer relations. The MM Group has a Supplier Code of Conduct, which ensures that its suppliers are audited for compliance with the specified standards. Wood supply chain certifications require that suppliers comply with local laws and regulations, respect the rights and culture of indigenous peoples, respect the rights of workers, and ensure safe working conditions. The certification standards define geographical risk categories and corresponding assessment criteria.

The MM Group's strategy is supported by standardised quality management systems such as ISO 45001 (safety). The Group continuously adapts to changing legal requirements and the expectations of stakeholder groups. Failure to adapt to these requirements can represent a potential risk that can lead to fines. The MM Group attaches great importance to equal treatment and equal opportunities in its relationships with suppliers and customers to avoid violations along the entire value chain that could damage the Group's reputation.

[s2.13] Material risks arising from impacts and dependencies on value chain workers have not been identified as impacts on specific groups.

S2 Policies

Policy		Policy for Forests and Natural Ecosystems	MM Supplier Code of Conduct	Policy Statement on Human Rights	Procurement Policy for Responsible Sourcing
Key content	[ESRS2.65(a)]	The policy ensures wood sourcing from legal, sustainable, and known sources that respect environmental, community, and traditional rights, including FPIC.	The Supplier Code of Conduct promotes transparency on MM's expectations for supplier compliance, regulatory adherence, and transparent documentation throughout cooperation.	The Policy Statement commits MM to respect human rights and prevent violations across its own operations and throughout the entire value chain.	The objective is to ensure sustainable, safe, and continuous supply and use of materials, aligned with MM's strategy, values, and continuous improvement.
Scope of policy	[ESRS2.65(b)]	Own operations	Upstream and downstream value chain suppliers	Own operations, upstream value chain	Own operations, upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	CEO	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	<ul style="list-style-type: none"> - traditional and civil rights and Free, Prior and Informed Consent (FPIC) - Convention on International Trade in Endangered Species of Wild Fauna and Flora (CITES) - FSC® Chain of Custody, FSC® Controlled Wood, PEFC Chain of Custody certification 	<ul style="list-style-type: none"> - ILO Core Labour Standards - Guiding Principles of the UN Global Compact Initiative - OECD Guidelines for Multinational Enterprises - UN Universal Declaration of Human Rights - International Bill of Human Rights 	<ul style="list-style-type: none"> - UN Guiding Principles on Business and Human Rights - OECD Guidelines for Multinational Enterprises - ILO Core Labour Standards - International Bill of Human Rights 	Third-party standards or initiatives respected through references to other the MM Group policies
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, customers, shareholders, public community	Internal stakeholders, suppliers, customers, shareholders, public community,	Internal stakeholders, customers, shareholders, public community	Internal stakeholders, customers, shareholders, public community
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	34, 36	34-36	34-36	34-36

Policies on workers in the value chain

[s2.17(a)(b)(c)] [s2.18] [s2.19] The MM Group is committed to respecting internationally recognised human rights in all its activities, as set out in the MM Code of Conduct, the MM Supplier Code of Conduct, the Policy Statement on Human Rights and Safety Policy Statement, with no exceptions based on geographical or ethnic origin. This explicitly includes the prohibition of human trafficking, forced labour, and child labour. The MM Group pays particular attention to regions with a low Rule of Law Index in which MM operates directly or has suppliers. Suppliers must provide appropriate safety training for their personnel, and they must have necessary information, knowledge, and skills to maintain a safe and secure work environment. The MM Supplier Code of Conduct is communicated to business partners when purchase contracts are concluded and is included in the General Terms and Conditions of Purchase. The obligation to comply with international human rights standards is valid even if regional legislation would legally permit a weakening. The actions therefore meet the highest ethical standards and protect MM from both sanctions and fines. MM understands that ensuring Human Rights Due Diligence is a continuous process. Own business activities and relationships are assessed regularly to identify potential risks and violations. Through this analysis, MM determines human rights risks categorised by their severity and prioritises them accordingly. This approach allows to derive appropriate measures to eliminate or reduce these risks. In the event of actual incidents, MM engages suppliers through a multi-tiered mechanism: MM addresses the specific incident directly, requests preventive measures from the supplier, and subsequently monitors the progress of these measures to ensure effective resolution. In 2025, no cases that would have implied a violation of the UN Guiding Principles on Business and Human Rights, the ILO Core Labour Standards or the OECD Guidelines were reported in either the upstream or downstream supply chain (2024: no cases).

Processes for engaging with value chain workers about impacts

[s2.22(a)(b)(c)(d)(e)] [s2.23] The involvement of the labour force in the value chain is an integral part of the due diligence process and is taken into account in the certification protocols. Engagement with the labour force is either direct or through appropriate representatives, depending on the nature of the engagement. Suitable representatives can for example be managing directors of sites, project or production managers, persons responsible for occupational safety, key account managers, or auditors. There are various models of involvement that are used depending on the type of collaboration, such as the evaluation of supplier contracts, project planning, safety training, and project follow-up. The purchasing organisation within the MM Group is operationally responsible for the involvement of employees or corresponding representatives along the value chain. Operational responsible persons are defined in the procurement agreements or corresponding documents. The managing director of the respective plant is responsible for ensuring that the views of the value chain workforce are considered in the Group's decisions. Relevant Group-level functions might also have responsibility to ensure that engagement happens, e.g. based on monitoring or auditing activities. In case of concerns, mitigation measures are performed. In 2025, the MM Group has developed a Group-wide supplier engagement process to ensure that the perspective of workers in the value chain is taken into account. A supplier ESG engagement programme was internally launched, and we also started to implement the programme with suppliers. The MM Group has implemented two processes to identify and assess potential violations of human and employee rights in the value chain. Firstly, there is the MM Integrity Line, a publicly accessible complaints channel that is available to all internal and external stakeholders. Secondly, a supply chain risk management tool based on artificial intelligence has been introduced to monitor and assess potential risks and events that have occurred in the supply chain using a 360° risk scoring model. Both processes are an important part of the procedure for preventing and remedying negative impacts in human and employee rights and are described in more detail in the chapter on "GI Governance". The results can be used for comprehensively assessing suppliers and planning audits. By using these processes and tools, the MM Group can take appropriate measures to eliminate any negative impacts on employees in the value chain and ensure compliance with the MM Supplier Code of Conduct and other relevant standards and regulations. The frequency of involvement varies according to the type of involvement and therefore ranges from ad hoc to continuous.

Processes to remediate negative impacts and channels for value chain workers to raise concerns

[s2.27(a)(b)(c)] The MM Group has implemented processes to remedy negative impacts based on the OECD due diligence process. The MM Integrity Line is a publicly accessible complaints channel that is available to all internal and external stakeholders to report negative impacts. In the event of a report, the reported cases are investigated via the above-mentioned channels, and appropriate measures are taken to prevent similar violations in the future. In the event of damage, appropriate remedial measures are offered. In 2025, no incidents concerning labour rights in the value chain were reported (2024: 0). The MM Group has taken relevant measures to minimise material risks arising from the impact and dependencies of workers in the value chain. The MM Group monitors the effectiveness of its efforts through appropriate KPIs (e.g. resolved incidents) and the monitoring of reports of misconduct. In 2025, no cases of serious human rights violations in either the upstream or downstream supply chain were reported (2024: 0). In addition, the MM Group supports and requires the availability of grievance mechanisms for value chain workers through its Supplier Code of Conduct, which obliges suppliers to provide accessible and effective channels for raising concerns at the workplace level. The MM Integrity Line is also made available to external stakeholders, including value chain workers, as an additional reporting channel. The accessibility and effectiveness of grievance mechanisms are addressed through supplier monitoring activities, audits, and follow-up actions, including the review of reported cases and remediation measures, where applicable.

[s2.27(d)] The 360° risk incidents are monitored frequently by the risk monitoring team of internal users. Regular analysis confirms the effectiveness of the channel. In case of major incidents, a manual mitigation process is conducted. The 360° risk scoring system is complemented by other supplier assessment and auditing processes. Processes related to the MM Integrity line for tracking and monitoring issues and ensuring effectiveness of this channel are further described in the "GI Governance" section.

[s2.28] In the future, the extent to which workers in the value chain are aware of or trust these channels to report complaints will be analysed. The MM Group has a Whistleblowing policy which states that MM will protect the whistleblower and any person who cooperates in the investigation from harassment, bullying, or mere attempts thereof.

S2 Targets

Target	[ESRS2.80(b)(e)]	Evaluate and assess 80 % of key suppliers on ESG performance by 2028
Target scope	[ESRS2.80(c)]	Upstream value chain
Value in base year	[ESRS2.80(d)]	0 % in 2024
Value in 2025	[ESRS2.80(j)]	57 %
Progress comment	[ESRS2.80(j)]	Suppliers with 360° or EcoVadis evaluation are included.
Related policies	[ESRS2.80(a)]	Supplier Code of Conduct, Procurement Policy for Responsible Sourcing
IOs addressed	[ESRS2.79(a)]	34-36

Reporting principles for targets

The target to evaluate and assess 80 % of key suppliers on ESG performance by 2028 refers to suppliers representing approximately 75 % of the Group's total procurement expenditure. The target values have been set to cover the most impactful suppliers for which information is available at Group level. ESG performance evaluation takes into account the topics included in the MM Supplier Code of Conduct and Procurement Policy for Responsible Sourcing. Evaluating suppliers on ESG performance helps MM to ensure that suppliers meet the requirements in these policies and that they are committed to further ESG development. This target is also addressed in the "GI Governance" section, reflecting its relevance for both responsible business conduct and the management of risks related to value chain workers.

[s2.42(a)(b)(c)] The targets were set on the basis of the results of the materiality analysis. No other external stakeholders were involved in the target-setting and tracking process.

S2 Actions and measures

[s2.32(a)] The MM Group has various means of influence to manage its impact on labour in the value chain through its business relationships, including economic leverage. This may include enforcing contractual requirements such as termination clauses to ensure compliance with the MM Supplier Code of Conduct. A breach of the MM Supplier Code of Conduct may be considered a material breach of contractual terms, giving the MM Group the right to terminate the main contract. This reaffirms the importance of protecting the rights of workers in the value chain.

Concerning potential gaps in our Supplier Code of Conduct that could lead to negative impacts for stakeholders and workers in the value chain, the MM Supplier Code of Conduct, the EUDR risk assessment, and the due diligence process were updated in 2025. The potential negative impact of sourcing materials from countries with a higher risk of rights violations, which may result in a higher risk of violating workers' rights, is mitigated by means of FSC® and EUDR risk classifications for wood sourcing, and profound trainings on the risk mitigation process have been carried out throughout the organisation, also extending to upstream and downstream business partners. To prevent negative impacts, MM is only sourcing certified or controlled wood raw material. By 2030, all wood-based materials are planned to come from certified or controlled sources. Additionally, risks identified through a tool-based monitoring process are mitigated by contacting the supplier directly and requiring corrective measures.

[s2.32(b)] No actual material negative impacts have been identified, and therefore no remedy actions have been initiated.

[s2.32(c)] To promote cooperation with suppliers regarding responsible business conduct, we created the Responsible Sourcing department in 2024 and defined the relevant resources, including Group

Sustainability, Responsible Sourcing, and HR departments, to manage their material impact. The Group Responsible Sourcing function develops group-wide harmonised processes for responsible sourcing, contributing to the MM Group's targets of assessing supplier ESG performance and supplier adherence to the MM Supplier Code of Conduct. The Responsible Sourcing department closely collaborates with internal stakeholders, promoting responsibility in both the upstream and downstream value chain. The MM Group also launched an updated Supplier Code of Conduct in 2025. This action contributes to the target of ensuring that all our key suppliers commit to the MM Supplier Code of Conduct by 2030. The process of tracking acknowledgements from different supplier categories and developing tools for this purpose continues in 2026. Onboarding suppliers to MM's EUDR compliance process also contributing to achieving the target.

[s2.32(d)] In 2025, the MM Group further developed its evaluation criteria for suppliers regarding compliance with the requirements of the MM Supplier Code of Conduct and implemented a tool that includes a geographical risk assessment in relation to human rights, particularly in the wood supply chain. The MM Group has started to analyse supplier audit protocols to ensure that they are harmonised with the requirements of the MM Supplier Code of Conduct. With these actions we are able to identify risks related to value chain workers and take the necessary steps to mitigate them. To assess the effectiveness of aiming at committing suppliers to the MM Supplier Code of Conduct, which also extends to value chain workers, quantitative tracking of Supplier Code of Conduct acceptance among wood-based product suppliers started in 2025. Mechanisms to assess the effectiveness of actions with the primary purpose of delivering positive impacts for value chain workers are not in place yet.

[s2.33(a)] Concerning the requirements for suppliers to live up to standards beyond regulatory requirements, Supplier Code of Conduct is proactively reviewed and updated regularly. Our Supplier Code of Conduct requires following internationally recognised standards and agreements. To ensure that our suppliers are aware and commit to the Supplier Code of Conduct, tracking of Code of Conduct acceptance started in 2025 concerning wood-based product suppliers. When it comes to sourcing materials from countries with a higher risk of rights violations which may result in a higher risk of violating workers' rights, needed actions are identified using MM's risk monitoring system, and a mitigation process is in place. Audits conducted by third parties might also reveal situations where action is needed. Once an actual or potential negative impact has been identified, the MM Group assesses the severity, likelihood and scope of the impact, as well as the degree of leverage over the relevant supplier or business relationship. Based on this assessment, appropriate actions are defined and prioritised following a risk-based approach. These actions may include enhanced supplier engagement, requests for corrective measures, additional monitoring, or the implementation of mitigation measures. The prioritisation of responses is aligned with the OECD due diligence framework and focuses on addressing the most severe and likely risks first.

[s2.33(b)] The MM Group has implemented risk mitigation processes to address potential and actual negative impacts on value chain workers, focusing on working conditions, occupational health and safety, and human rights in the supply chain. In 2025, the internal risk assessment process was further developed, and responsibilities for internal and external communication on identified or perceived incidents were clarified. A central team regularly monitors AI-supported alerts and other relevant risk signals related to suppliers and assesses their severity and relevance. High-risk incidents are escalated to the relevant internal functions, which engage directly with the affected suppliers to agree on appropriate remediation or corrective actions. This process supports the assessment of key suppliers' ESG performance by providing timely information on incidents that may influence supplier performance. In addition, the MM Group participates in industry associations and task forces to stay informed about emerging risks, regulatory developments and best practices related to responsible sourcing and the protection of value chain workers.

[s2.33(c)] MM has established processes and responsibilities to ensure that processes to provide remedy concerning material negative impacts are effective. The incidents requiring remedy are tracked and in severe cases reported publicly (e.g. BAFA report). Follow-up and review of corrective actions agreed with

suppliers are conducted, for example through audits and documentation, and they must be completed before the case can be closed. The progress is followed with periodic controls and, after closing the case, supplier performance is assessed yearly. Through these follow-up activities, periodic controls, and documentary checks, the MM Group monitors whether corrective actions are implemented as agreed and whether the intended remediation outcomes are achieved.

[s2.34(a)] Inadequate working conditions and health and safety standards may cause third-party injuries at MM sites, creating reputational risk for the MM Group. This risk is mitigated by means of mandatory safety trainings for external workers, requiring all workers to wear adequate safety equipment, and regularly assessing suppliers' safety behaviour at MM sites. Local Managing Directors and work safety officers monitor compliance with local health and safety legislation, and legal compliance is required in contractual clauses and the Supplier Code of Conduct. Current regulations concerning working conditions may be amended, and new regulations may be introduced. Failure to adapt to changes and new requirements could result in fines.

[s2.34(b)] Material opportunities were not identified in the double materiality assessment.

[s2.35] Ensuring equal treatment and opportunities for all, not just within our own operations but also in our up and downstream value chain, can result in a broader range of expertise and knowledge throughout our value chain. Therefore, MM encourages its entities to use local suppliers if possible. Our Supplier Code of Conduct states that suppliers must combat all forms of discrimination and harassment based on gender, race, skin colour, religion, age, national or ethnic origin, disability, or sexual orientation, and suppliers must uphold the principle of equal treatment when assessing employees and applicants. Our commitment to diversity and inclusion extends to our suppliers, who are encouraged to actively include small and diverse suppliers in their base and partnerships. In order to avoid causing or contributing to material negative impacts on value chain workers through MM's own practices, all supply-chain-related policies and instructions were updated in 2025. Sourcing materials from countries with a higher risk of rights violations may result in a higher risk of violating workers' rights. In all our procurement decisions, the MM Group Code of Conduct and relevant policies must be followed to prevent negative impacts on value chain workers, and country-related risks need to be considered in procurement decisions.

[s2.36] No severe human rights issues and incidents connected to the MM Group's upstream and downstream value chain have been reported in 2025 (2024: no incidents).

[s2.38] No significant CapEx investments were made in 2025, and no significant CapEx investments are planned for this area in the future either. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here.

6.10 S3 Affected communities

Description of the impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
37	Indigenous people could be negatively affected by our supply chain for wood.	Impact negative potential	Short - long	Upstream value chain	Particular rights of indigenous people
38	Supporting communities at the local level (e.g. communities surrounding large manufacturing sites) can improve talent attraction.	Opportunity	Short - long	Own operations	Economic, social, and cultural rights of communities
39	Operating MM production sites at areas with a low Rule of Law Index (measures a country's legal system integrity, focusing on corruption, judicial independence, and access to justice) increases the risk of having a negative impact on communities.	Impact negative potential, human-rights-related	Short - long	Own operations	Economic, social, and cultural rights of communities

[s3.8] Our business model is built around wood-based raw materials. Indigenous people could be negatively affected by harvesting on their land within the MM Group's supply chain. Therefore, MM's strategy includes that 100 % of wood raw materials come from Chain-of-Custody-certified or controlled sources, ensuring that indigenous peoples' rights are respected.

[s3.9(a)] Affected communities were identified through the stakeholder mapping performed as part of the double materiality assessment. Communities are considered affected where the assessment identified actual or potential negative impacts linked to the MM Group's own operations or value chain. Based on this process, affected communities primarily include communities located in the vicinity of production sites and communities connected to upstream supply chain activities. In addition, communities located in countries with a low Rule of Law Index were prioritised due to the higher risk that structural governance weaknesses may increase the likelihood or severity of negative impacts. The identification and prioritisation of affected communities are therefore driven by exposure to material impacts and contextual risk factors, rather than by stakeholder category alone.

[s3.9(b)] The potential negative impacts on affected communities identified by the MM Group are predominantly of a systemic nature. In particular, impacts related to the sourcing of wood-based raw materials may affect indigenous peoples across multiple regions within the upstream supply chain, while the operation of production sites in countries with a low Rule of Law Index may expose local communities to broader governance-related risks. These impacts are assessed as widespread or systemic in the contexts in which the MM Group operates or maintains sourcing and other business relationships, rather than being linked to individual incidents in the Group's own operations or to specific business relationships. However, individual cases related to particular sourcing areas or business relationships cannot be fully excluded. The MM Group has assessed whether material negative impacts on affected communities could arise from the transition towards greener and climate-neutral operations. The transition towards more sustainable and climate-neutral operations may increase demand for wood-based materials and thereby intensify existing pressures on land use if not appropriately managed. No material negative impacts related to innovation-driven restructuring, site closures, or other transition-related individual incidents were identified for the reporting period.

[s3.9(c)] The MM Group can strengthen local communities in the vicinity of its production sites by setting standards that go beyond the law. Especially in areas with a low Rule of Law Index, this can support local communities. Strengthening local communities leads to confidence building and can promote knowledge building within the communities. A positive side effect is the availability of skilled local labour. The presence of MM production facilities in areas with a low Rule of Law Index harbours reputational risks, as weak legal systems lead to an increased risk of corruption, among other things. Compliance with sanctions is therefore crucial in order to avoid reputational damage and fines.

[s3.9(d)][s3.10][s3.11] Special attention is paid to indigenous peoples along the supply chain. Even though the majority of the wood comes from areas within the EU, there is a residual risk of negative impacts on indigenous population groups, for example in Finland. Due to the vulnerability of these population groups, conflicts can arise at the interface between forestry land use and the restriction of the indigenous population's habitat, especially when conflicts arise regarding land use rights. Violations of the rights of indigenous population groups within the upstream supply chain are associated with reputational risks for the MM Group.

S3 Policies

Policy		Policy for Forests and Natural Ecosystems	MM Supplier Code of Conduct	Policy Statement on Human Rights	Procurement Policy for Responsible Sourcing
Key content	[ESRS2.65(a)]	The policy ensures sustainable wood sourcing from legal, certified sources that protect the environment, local communities, and traditional rights, including FPIC.	The Supplier Code of Conduct promotes transparency on MM's expectations for supplier compliance, regulatory adherence, and transparent documentation throughout cooperation.	The Policy Statement commits MM to respect human rights and prevent violations across its own operations and throughout the entire value chain.	The objective is to ensure sustainable, safe, and continuous supply and use of materials, aligned with MM's strategy, values, and continuous improvement.
Scope of policy	[ESRS2.65(b)]	Own operations, upstream value chain	Upstream value chain	Own operations, upstream value chain	Own operations, upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	CEO	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	<ul style="list-style-type: none"> - Traditional and civil rights and Free, Prior and Informed Consent (FPIC) - Convention on International Trade in Endangered Species of Wild Fauna and Flora (CITES) - FSC® Chain of Custody, FSC® Controlled Wood, PEFC Chain of Custody certification 	<ul style="list-style-type: none"> - ILO Core Labour Standards - Guiding Principles of the UN Global Compact Initiative - OECD Guidelines for Multinational Enterprises - UN Universal Declaration of Human Rights - International Bill of Human Rights 	<ul style="list-style-type: none"> - UN Guiding Principles on Business and Human Rights - OECD Guidelines for Multinational Enterprises - ILO Core Labour Standards - International Bill of Human Rights 	Third party standards or initiatives respected through references to other MM Group policies
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, customers, shareholders, public community	Internal stakeholders, suppliers, customers, shareholders, public community	Internal stakeholders, shareholders, public community	Internal stakeholders, customers, shareholders, public community
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	37, 39	37, 39	37-39	37, 39

Policies on affected communities

The MM Group incorporates internationally recognised human rights in all its activities, as set out in the MM Code of Conduct, the MM Supplier Code of Conduct, and the Policy Statement on Human Rights, with no exceptions based on geographical or ethnic origin. We pay particular attention to regions with a low Rule of Law Index in which we operate directly or have suppliers. The obligation to comply with international human rights standards is upheld even if regional legislation would legally permit a weakening. Our actions therefore meet the highest ethical standards, which protects the MM Group from both sanctions and fines. Relevant KPIs concerning affected communities are monitored and controlled accordingly.

[S3.15][S3.16][S3.16(a)] Respect for human rights and the rights of indigenous peoples is addressed in our MM Supplier Code of Conduct and is an integral part of our Policy for Forests and Natural Ecosystems, which refers to FSC® or PEFC certificates, which include respect for the rights of indigenous peoples in their principles. As part of our Policy for Forests and Natural Ecosystems, we are committed to sourcing wood responsibly. This includes ensuring that no wood is procured if it has been harvested illegally, in violation of traditional or civil rights (including those of indigenous peoples), or without securing Free, Prior and Informed Consent (FPIC). Engagement with communities around production sites is conducted in line with Group-level policies and guidelines by local management.

[s3.17] The MM Group policies are aligned with internationally recognised standards related to affected communities and indigenous peoples, including the United Nations (UN) Guiding Principles on Business and Human Rights. Cases of non-respect of the UN Guiding Principles on Business and Human Rights, ILO Declaration on Fundamental Principles and Rights at Work, or OECD Guidelines for Multinational Enterprises that involve affected communities have not been reported in the MM Group's own operations or in its value chain in 2025 (2024: no cases).

Involvement of affected communities and remedial measures

[s3.16(c)][s3.21(a)(b)(c)(d)][s3.22] Responsibility for compliance with the guidelines relevant to human rights lies with our Human Rights Officer and the purchasing organisations. There are various types of engagement with affected communities at local level. The managing directors of our mills are in close contact with the local authorities, for example in the context of construction measures which may lead to increased noise and pollution. The local population is also informed about measures through targeted press releases in the local media. Affected groups can also be involved at a very direct level, for example by inviting the local population to open days at the mills. Here, we give local residents and interested parties an insight into the processes at the mill site, thereby promoting transparency and trust. At local level, managing directors of our mills hold the most senior role with operational responsibility for ensuring that engagement with affected communities happens, and that the results from engagement are considered in the Group's approach.

[s3.23] Respect for the rights of indigenous peoples relates in particular to timber procurement. Strict criteria for social sustainability are met through compliance with the certification requirements (further information in the chapter on "E5 Resource use and circular economy"). The MM Group does not have regular direct conversations with indigenous peoples due to the position of the Group further down the supply chain. However, the MM Group is participating in institutions studying impacts and developing measures and approaches, such as the impact study of the PEFC certification organisation. This includes respecting the right of indigenous peoples to free, prior, and informed consent (FPIC). The MM Group does not have its own engagement programme aimed at indigenous peoples, as the dialogue with indigenous peoples takes place indirectly and is based on MM's interaction with the forest certification organisations. These certifications ensure that forest-based products respect social and environmental standards, including the rights of indigenous peoples. They require compliance with national laws and international conventions protecting indigenous peoples' rights, ensuring that their free, prior, and informed consent (FPIC) is obtained for forest management activities affecting their lands.

[s3.21(d)] The effectiveness of engagement with affected communities is assessed by analysing complaints received through our MM Integrity Line and through internal processes at a mill or plant.

[s3.27(a)(b)(c)(d)][s3.36] We have two procedures in place to identify and assess potential human and employee rights violations across our value chain. One is the MM Integrity Line, a publicly accessible channel for all our internal and external stakeholders to raise concerns. Secondly, we have implemented an artificial-intelligence-based supply chain risk management tool to monitor risk incidents in our supply chain using a 360° risk scoring model. Both processes are an important part of our negative impact remediation process and are described in more detail in the chapter on "G1 Governance". The processes for remediating negative impacts are based on the OECD due diligence process. In 2025, no incidents in relation to affected communities that would have required remedial action were identified (2024: no incidents).

[s3.28] In the event of incidents, the appropriate remedial measures are reviewed on an individual basis. This gives us insight into the nature of the complaints and whether they specifically affect local and vulnerable communities. We are planning further analysis to determine the extent to which these communities use these channels. We are also in close contact with our suppliers regarding legal requirements such as the EUDR and certifications such as FSC® or PEFC. As all mills of the MM Board & Paper division are

certified for responsible forest management (see "E5 Resource use and circular economy"), we ensure that human rights are respected along the forestry supply chain. The forestry supply chain is of particular importance in this context, as it can overlap with the rights of indigenous peoples. In the future, the extent to which affected communities are aware of and trust these channels to report complaints will be analysed. The MM Group has a Whistleblowing policy which states that MM will protect the whistleblower and any person who cooperates in the investigation from discrimination, harassment, bullying, and mere attempts thereof.

S3 Targets

Target	[ESRS2.80(b)(e)]	Ensure that there are no serious human rights violations in relation to the affected communities
Target scope	[ESRS2.80(c)]	Own operations, upstream and downstream value chain
Value in base year	[ESRS2.80(d)]	-
Value in 2025	[ESRS2.80(j)]	0
Progress comment	[ESRS2.80(i)]	No violations reported
Related policies	[ESRS2.80(a)]	Policy Statement on Human Rights
IROs addressed	[ESRS2.79(a)]	37-39

Reporting principles for target

[s3.42(a)(b)(c)] The goal was defined together with internal interest groups. Direct involvement of external stakeholders in general and in particular affected communities is planned for the coming years. Target achievement is monitored via internal reporting, internal audits and supply chain risk management tools.

S3 Actions and measures

In the context of investment projects, assessments are currently carried out in accordance with the minimum requirements for social protection measures in order to avoid negative impacts on affected communities (see also the chapter on "Information on the EU taxonomy").

[s3.32(a)(c)][s3.33(a)(b)][s3.34(a)(b)] Various measures were taken to manage significant risks in connection with affected communities. To this end, a Responsible Sourcing department was set up in 2024. Based on the results of the 360° risk score model, the existing process was further developed in 2025 to determine which measures are required in response to a specific actual or potential negative impact on affected communities. The AI-tool-based 360° risk assessment process is further described in the chapter on "G1 – Governance". Additionally, MM has implemented a risk assessment system for deforestation-free sourcing.

[s3.32(b)] No actual material negative impacts have been identified, and therefore no remedy actions have been initiated.

[s3.32(d)] For tracking and assessing the effectiveness of the actions and initiatives concerning affected communities in relation to material impacts, the MM Group has started the process of tracking Supplier Code of Conduct approval among wood-based material suppliers in 2025. Additionally, we use a case management process to track mitigation measures concerning risks detected by our EUDR due diligence tool. Local feedback from communities is also followed, and actions taken and communicated on a local level.

[s3.33(c)] The MM Group ensures that processes to provide or enable remedy in the event of material negative impacts are available and effective in their implementation and outcomes by managing remedy processes locally. The effectiveness of remedy implementation and outcomes is ensured through the follow-up of corrective actions, periodic controls, and documentary checks before cases are closed.

[s3.35] In order to avoid causing or contributing to material negative impacts on affected communities through the MM Group's own practices, the Group has established policies, employees and suppliers are required to follow MM's Code of Conduct, and wood material is sourced responsibly. Additionally, MM mills and sites have local processes and environmental permits.

[s3.36] No severe human rights issues and incidents connected to affected communities have been reported in 2025 (2024: no incidents).

[s3.38] No significant CapEx investments were made in 2025 and no significant CapEx investments are planned for this area in the future either. Incurred OpEx expenses are already included in the general OpEx budget and are therefore not reported separately here.

6.11 S4 Consumers and end users

Description of impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
40	Incorrect packaging print could lead to misleading product information, risking improper usage or dosage.	Impact negative potential	Short - long	Downstream value chain	Information-related effects for consumers and/or end users
41	Printed folding boxes enable the communication of important product information about the packaged products	Impact positive actual	Short - long	Downstream value chain	Information-related effects for consumers and/or end users
42	Health risks are avoided by using safe raw materials such as paints, varnishes, adhesives, and chemicals.	Impact positive actual	Short - long	Downstream value chain	Personal safety of consumers and/or end users
43	Packaging offers protection against negative external influences (e.g. light protection, hygiene)	Impact positive actual	Short - long	Downstream value chain	Personal safety of consumers and/or end users

[S4.10(a)(d)] The MM Group does not deliver directly to end consumers. Business customers purchase the MM Group's products for use in their own operations, or for conversion or packaging. End users and consumers, on the other hand, are individuals or groups who ultimately use the packaged product for their own needs or consumption. Several business partners (e.g. packers and brand owners) are involved in the value chain between the MM Group's site and the end consumer. Nevertheless, the impacts, risks and opportunities are attributed directly to the end consumer, as they are the ones who consume the packaged product, which may be impacted by the packaging material.

In the context of the MM Group's impacts, risks and opportunities, information-related and safety-related aspects are particularly important. Printed folding cartons play a key role in providing essential product information to end-consumers, including ingredients, usage instructions, and safety precautions. This ensures that end-consumers are well-informed about the products they purchase. However, misprints or illegible packaging could lead to negative impacts by obscuring critical product information.

[S4.10(b)(c)] Printed folding boxes enable the communication of important product information related to the packaged products, supporting consumers and end-users in the safe and appropriate use of the products. In addition, health risks for consumers and end-users are avoided through the use of safe raw materials, such as paints, varnishes, adhesives, and other chemicals which are selected and applied in line with applicable safety and regulatory requirements. Packaging also provides protection against negative external influences, such as light exposure and hygiene-related risks, thereby supporting product safety for consumers and end-users. A potential negative impact could occur if incorrect or misleading packaging prints result in inaccurate product information, potentially leading to improper use or dosage by consumers. Such incidents could also lead to reputational damage for the MM Group. To address this potential negative impact, the MM Group applies quality assurance and control processes throughout the printing and production stages to reduce the risk of incorrect or misleading packaging information.

[S4.11][S4.12] These health risks apply to all end users, but babies and toddlers may be more affected due to their lower body weight. The MM Group cannot manage this risk, but it must be considered by the food packer. Therefore, the MM Group delivers the necessary information and supporting documentation but cannot evaluate the safety of the actual packaging application. It is the packer's responsibility to evaluate and minimise the risk of migration into the food being packed.

S4 Policies

Policy		MM Group Quality and Product Safety Policy	MM Supplier Code of Conduct	Policy Statement on Human Rights	MM Code of Conduct
Key content	[ESRS2.65(a)]	The objective is to ensure delivering safe and compliant products of consistent quality meeting customer expectations.	The Supplier Code of Conduct promotes transparency on MM's expectations for supplier compliance, regulatory adherence, and transparent documentation throughout cooperation.	The Policy Statement commits MM to respect human rights and prevent violations across its own operations and the entire value chain.	Framework and guideline for sustainable and responsible conduct both within the Group and in its partnerships
Scope of policy	[ESRS2.65(b)]	Own operations	Upstream value chain	Own operations, upstream value chain.	Own operations, upstream, downstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	CEO	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	Fully committed to compliance with all relevant legal requirements, guidelines, and industry standards	<ul style="list-style-type: none"> - ILO Core Labour Standards - Guiding Principles of the UN Global Compact Initiative - OECD Guidelines for Multinational Enterprises - UN Universal Declaration of Human Rights - International Bill of Human Rights 	<ul style="list-style-type: none"> - UN Guiding Principles on Business and Human Rights - OECD Guidelines for Multinational Enterprises - ILO Core Labour Standards - International Bill of Human Rights 	<ul style="list-style-type: none"> - OECD Guidelines for Multinational Enterprises - ILO Core Labour Standards - UN Global Compact Initiative
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders, suppliers and customers	Internal stakeholders, Suppliers, customers, shareholders, public community	Internal stakeholders, shareholders, public community	Internal stakeholders
Availability of policy	[ESRS2.65(f)]	Public, online	Public, online	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	40-43	40-43	42	40-43

Policies on consumers and end users

[s4.15][s4.16(a)(b)(c)][s4.17] The MM Code of Conduct requires MM to ensure that products comply with relevant legal and industry-specific standards while meeting customers' high expectations for continuous quality, product and food safety. Product safety and quality for the MM Group's customers are governed by certified management systems. The material impacts, risks and opportunities identified in the materiality assessment are addressed in the MM Code of Conduct, the MM Supplier Code of Conduct, the MM Group Quality and Product Safety Policy, quality agreements with suppliers, customer quality requirements, and local quality policies. MM emphasises the highest quality and safety standards, particularly in food safety, by maintaining strict hygiene practices at the MM Group's production sites. MM expects suppliers to adhere to these standards, as outlined in the MM Supplier Code of Conduct and supplier quality agreements. In addition, the MM Group has adopted a group-wide Policy Statement on Human Rights, which applies to its own operations as well as along the value chain, including business partners and customers. The policy commits the MM Group to respecting internationally recognised human rights and is implemented through the MM Code of Conduct, the MM Supplier Code of Conduct and related internal policies and procedures. The MM Group does not engage directly with consumers and end-users, as the interface with consumers is managed by the MM Group's customers. Nevertheless, the MM Group's general approach to engagement with consumers and end-users is implemented indirectly through its customers and focuses on material matters identified in the materiality assessment. These material matters primarily relate to product quality, product and food safety, and the provision of accurate and reliable product-related information. The MM Group supports its customers by providing relevant technical documentation, information on suitable use and applicable restrictions of its products, thereby enabling safe manufacturing, marketing, and use of packaged products further down the value chain. The MM Group's general approach to enabling remedy for potential human rights impacts affecting consumers and end-users is embedded in its grievance and escalation mechanisms. While the MM Group is not directly connected to end-consumers, concerns related to product safety, quality, or potential human rights impacts can be reported through established channels, including the MM Integrity Line. Reported issues are investigated in line with defined procedures, and appropriate remedial measures are implemented in cooperation with customers and other relevant business partners, where applicable. The MM Group's policies relevant to consumers and end-users are aligned with internationally recognised instruments. In particular, the MM Group Policy Statement on Human Rights and Code of Conduct are aligned with the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, the ILO Core Labour Standards, and the International Bill of Human Rights. This alignment is reflected in the MM Group's commitment to human rights due diligence, the identification and assessment of human rights risks, the establishment of grievance mechanisms, and the implementation of preventive and remedial measures across its operations and value chain.

Involvement of consumers and end users and remedial measures

[s4.20(a)(b)(c)(d)][s4.21] The MM Group is not directly connected to consumers. Instead, manufacturers (the MM Group customers) interact with consumers through their own processes to assess specific requirements and needs, often via customer surveys. As a result, the MM Group's processes focus on providing customers with all relevant information to enable the safe manufacturing and marketing of products. The MM Group does not have a general process to directly engage with consumers and/or end-users. Engagement with consumers and the collection of their perspectives are managed by the MM Group's customers as part of their own customer relationship and feedback processes. The MM Group therefore relies on its customers to gather feedback from consumers and end-users where relevant. To support this indirect engagement, the MM Group provides its customers with information on the suitable use of its products, applicable restrictions, and technical specifications. This information enables the MM Group's customers to assess and manage potential impacts on end-users further down in the value chain. As the MM Group does not directly engage with consumers and end-users, it has not defined a dedicated function or senior role with operational responsibility for such engagement. Responsibility for addressing consumer- and end-user-related topics lies with existing functions, including Sales, Quality and Product Safety, which

interact with the MM Group's customers. The MM Group does not assess the effectiveness of engagement with consumers and/or end-users, as no direct engagement process is in place. Effectiveness is instead monitored indirectly through customer feedback, quality-related incidents, and claims management processes. The MM Group has not taken specific steps to directly gain insight into the perspectives of vulnerable consumers and/or end-users. As there is no direct relationship with consumers, the identification and consideration of potentially vulnerable end-user groups are addressed by the MM Group's customers within their own processes. The MM Group supports this by providing product-related information necessary to ensure safe and appropriate use.

[s4.25(a)(b)] Consumers are generally not informed about the origin of the cartonboard and packaging materials. However, the MM Group offers a reporting mechanism - the MM Integrity Line - on its website, where individuals can report risks, incidents, or other concerns that may negatively impact human health or the environment. The MM Integrity Line constitutes the MM Group's primary channel to enable the reporting and follow-up of concerns that may affect consumers and end-users. The mechanism is accessible to external parties and allows reports to be submitted anonymously. It covers, among other matters, product safety, consumer protection, environmental protection, and compliance with applicable laws and the MM Group's Code of Conduct. Reported concerns are assessed and followed up on by the responsible Group functions in line with defined procedures. Where reported issues relate to products supplied by the MM Group and used further down the value chain, the MM Group engages with its customers to clarify the matter and, where appropriate, to support the identification and implementation of remedial actions. In cases where concerns are initially raised with manufacturers of packaged products, established traceability measures enable the MM Group to identify the relevant products and sites and to follow up on such cases once they are communicated to the MM Group, including via the MM Integrity Line.

[s4.25(c)] The MM Group supports the availability of grievance channels through the maintenance of a Group-wide reporting mechanism. The process is governed by defined internal policies and procedures and ensures that reported concerns can be received, assessed, investigated and followed up on by the responsible Group functions.

[s4.25(d)][s4.26] In customer-related incidents, the primary point of contact is typically the sales representative or customer service. Defined claim management processes are in place for handling customer-specific remedial measures, including tracking and monitoring their effectiveness. These measures are outlined in contracts and agreements tailored to each customer.

[s4.26] The MM Group has policies in place to protect individuals who raise concerns or needs through established channels against retaliation. These policies prohibit any form of retaliation against individuals acting in good faith and are implemented through defined internal rules and procedures.

S4 Targets

The effectiveness of the procedures is demonstrated by the fact that there have been no complaints from authorities or customers regarding product safety. The effectiveness of its strategies and measures is continuously monitored and improved through qualitative indicators, such as regular compliance checks. As of the reporting year, the MM Group has not defined specific quantitative targets related to consumers and end-users. This is due to the fact that the MM Group is not directly connected to consumers and end-users and that impacts are managed indirectly through customers and established product safety, quality and compliance processes. The MM Group therefore focuses on preventive measures, robust management systems, and qualitative indicators to monitor effectiveness. Based on the further development of data availability and experience with these indicators, the MM Group will continue to assess the appropriateness of defining results-oriented targets in the future.

S4 Actions and measures

[s4.31(a)(b)(c)(d)] The Group Product Safety department continuously monitors regulations related to food-contact materials, critical substances, and product safety developments. Raw materials and components are carefully selected with their intended use in mind. A standardised approval and release process for all product-relevant chemicals is in place to minimise the risk of hazardous substance transfer. Industry-established Good Manufacturing Practices (GMP) standards (according to CEPI and ECMA guidelines) are implemented across all sites to mitigate risks associated with the MM Group's products. The implementation of GMP standards constitutes a key action to ensure consistent product safety and quality across production sites. GMP requirements are embedded in operational procedures and cover, among other aspects, hygiene practices, process controls, and handling of materials relevant for food-contact applications. The effectiveness of actions and initiatives related to product safety, including the implementation of GMP standards, is tracked and assessed through qualitative monitoring mechanisms. These include regular internal audits, compliance checks against applicable GMP requirements, and the review of product safety-related incidents and complaints. The absence of substantiated complaints that could adversely affect consumers and end-users, including those communicated via customers or competent authorities regarding product safety, is used as an indicator of effectiveness. Findings from audits and reviews are used to continuously improve processes and controls. Almost all production sites are certified according to ISO 9001 (quality management system) and relevant sites obtained a certification according to ISO 22000 (food safety management).

[s4.32(a)(b)] The MM Group maintains close contact with national authorities, testing laboratories, and international industry bodies to assess, monitor, and implement the latest product safety developments in a timely manner. Relevant changes are communicated by Group Product Safety to internal stakeholders, including the Management Board, relevant departments, and production sites, as well as to external stakeholders, such as customers. This proactive approach allows the MM Group to collaborate with suppliers and prepare in advance for any necessary product or process adjustments. As a result, the MM Group ensures that only legally compliant and safe products are brought to market, meeting the high expectations of its customers. This is verified through testing conducted by accredited external laboratories. The effectiveness of these procedures is demonstrated by the absence of substantiated product-safety-related complaints that could negatively affect consumers and end-users, including complaints raised by customers or competent authorities.

[s4.32(c)] In the event of issues or complaints related to product safety that may affect consumers and/or end-users, a root cause analysis is conducted, and a reliable and safe solution is developed in collaboration with suppliers and, where relevant, external institutions. As the MM Group does not have a direct relationship with consumers and end-users, remedial actions are enabled through cooperation with its

customers, who interface with consumers and manage the placement of packaged products on the market. The availability and effectiveness of processes to provide or enable remedy for consumers and end-users are ensured through defined procedures for handling of product-safety-related issues, including escalation, investigation, and follow-up. These processes are regularly reviewed and updated to align with evolving legal requirements and customer expectations, thereby supporting the timely identification and mitigation of potential adverse impacts on consumers and end-users.

[s4.33(a)] To mitigate material risks for consumers and end-users, raw materials and production processes are optimised to ensure that only compliant raw materials are used. Production processes are designed to ensure product safety, and testing regimes are implemented to evaluate the safety of the products. The effectiveness of these procedures is demonstrated by the absence of substantiated product-safety-related complaints that could adversely affect consumers and end-users, including those communicated by customers or identified by competent authorities.

[s4.33(b)] The selection of the raw materials is closely related to positive lists and other regulatory demands. A comprehensive assessment of raw materials allows for the global use of MM's products. This approach represents an opportunity for consumers and end-users, as it supports consistent product safety, reduces the risk of exposure to non-compliant substances, and contributes to consumer trust in packaged products across different markets.

[s4.34] As the products produced by the MM Group mostly fall under severe regulatory requirements regarding food contact materials, ensuring their safe composition and production is of the utmost importance. The MM Group takes actions within its own operations to avoid or minimise material negative impacts on consumers and end-users by ensuring compliance with applicable food contact, product safety and chemical regulations throughout the production process. These actions include the careful selection of raw materials, controlled production processes, and product safety testing and are designed to prevent the transfer of hazardous substances and to support the safe use of packaged products by consumers and end-users. As a result, the avoidance of negative impacts on consumers and end-users is embedded in the MM Group's operational practices.

[s4.35] Overall, the effectiveness of the MM Group's actions and measures related to product safety is demonstrated by the consistent prevention of material adverse impacts on consumers and end-users. This is supported by the outcomes of internal controls, product safety testing, and the absence of substantiated product-safety-related incidents affecting consumers and end-users.

[s4.37] No significant capital expenditures (CapEx) were made in this area in 2025, nor are any major CapEx investments planned for the future. Operational expenditures (OpEx) for this area are already included in the general OpEx budget and are therefore not reported separately.

6.12 G1 Governance

Description of impacts, risks and opportunities

IRO Number	Description	Impact, risk or opportunity	Time horizon	Location in value chain	Related subtopic
44	Missing communication of the whistleblowing tool "MM integrity line" can lead to a lack of awareness of the tool	Impact negative potential	Short - long	Own operations	Protection of whistleblowers
45	Non-compliance with anti-corruption and bribery laws can result in sanctions and reputational damage.	Risk	Short - long	Own operations	Corruption and bribery
46	Effective supplier management (selection, audits) ensures supplier availability and secures raw material supply.	Opportunity	Short - long	Own operations, upstream value chain	Management of relationships with suppliers, including payment practices
47	Our "MM Message House" approach, in which we anchor our corporate purpose "Enabling people to live a better life on a better planet" with the goal of "Leading in consumer packaging using renewable resources", creates a unifying corporate culture.	Impact positive actual	Short - long	Own operations	Corporate culture

Corporate culture

[G1.9] The objective of the MM Group is to sustainably increase the Group's value through responsible corporate action, in full compliance with legal provisions, industry standards, and the universal principles of the United Nations Global Compact, particularly in the areas of legal compliance, human rights, and labour standards.

The MM Group's strategy to achieve these goals is to define core values and embed them into all business activities. To foster a strong corporate culture, the MM Group regularly communicates and reinforces its four key values – responsibility, collaboration, results-orientation, and passion – through training, internal communication initiatives, conferences, and events. These values serve as the foundation for the MM Group's strategic pillars, purpose, and mission. By integrating these values into key corporate activities, the MM Group ensures they remain central to both day-to-day operations and long-term strategy. To continuously evaluate and enhance corporate culture, the MM Group actively promotes open dialogue and encourages participation at all levels of the organisation.

The MM Message House approach, which incorporates the corporate vision – 'Leading in consumer packaging using renewable resources' –, fosters a unifying corporate culture that positively impacts all employees. Its purpose is to enable people to 'live a better life on a better planet'. By promoting shared values and a common understanding of the Group's purpose, the MM Message House supports collaboration and alignment across the organisation and contributes to a consistent corporate culture in day-to-day operations.

Protection of whistleblowers

[G1.10(a)(c)] The institutionalisation of whistleblower protection within the MM Group through the digital MM Integrity Line has a positive impact on potential whistleblowers. The tool's anonymity, ease of use, and low-threshold access have helped build trust among whistleblowers. However, insufficient communication about the MM Integrity Line could negatively impact its effectiveness, as a lack of awareness may prevent employees from utilising the tool.

Management of supplier relations

[G1.15(a)(b)] To ensure continued business success, MM is dependent on an adequate availability of key raw materials, such as recovered paper, wood, fibres, and chemicals. Supply chain interruptions, for example due to political events, natural disaster, or adverse market conditions, may result in severe financial and operational risks. Effective supply chain risk management, which includes the prevention of single-sourcing dependencies, geographic diversification of supply chains, initiatives to decrease raw material consumption, comprehensive climate risk assessments, and sustainability commitments of key suppliers, is an opportunity, as it enhances business resilience and ensures critical raw material availability. Improper management of supplier relations, including payment practices, could negatively impact suppliers contracting with the MM Group. Potential issues include increased administrative costs for suppliers due to reviews and audits, the promotion of a centralised purchasing structure that may exert price pressure, and internal compliance processes (e.g., know-your-supplier/KYS) taking precedence over timely contract fulfilment. Effective supplier management - through careful selection and audits - is an opportunity, as it enhances supplier availability and ensures a steady supply of raw materials.

Corruption and bribery

[G1.16] Improper handling of corruption and bribery could negatively impact the environment, society, or the MM Group itself. The MM Group therefore places strong emphasis on maintaining a strict and transparent corporate culture with regard to anti-corruption and bribery. This approach can provide competitive advantages, including greater customer trust and higher employee satisfaction, ultimately contributing to increased sales. However, non-compliance with social expectations, industry practices, standards, and codes of conduct related to anti-corruption and bribery laws poses a significant risk and could result in reputational damage and the potential loss of business partners.

G1 Policies

Policy		Anti-Corruption and Bribery Guideline, Business Integrity Guideline	Whistleblowing Guideline	Sourcing Guideline	Approval Requirements Guideline	Procurement Policy for Responsible Sourcing	Code of Conduct, Supplier Code of Conduct
Key content	[ESRS2.65(a)]	Policies on anti-corruption, anti-bribery, procedures for gifts & hospitality, conflicts of interests	Process behind MM Integrity Line, scope and protection of whistleblowers including local policies	Global standard guidelines for the external procurement of services and materials	Approval processes for most important business decisions	The objective is to ensure sustainable, safe, and continuous supply and use of materials, aligned with MM's strategy, values, and continuous improvement.	Commitment to respecting human rights and other high standards along the entire supply chain
Scope of policy	[ESRS2.65(b)]	Own operations, value chain	Own operations and other potentially affected stakeholders	Own operations, upstream value chain	Own operations	Own operations, upstream value chain.	Own operations, upstream value chain
Most senior level accountable	[ESRS2.65(c)]	Management Board	Management Board	Management Board	Management Board	Management Board	Management Board
Respected third-party standards or initiatives	[ESRS2.65(d)]	United Nations Convention Against Corruption and the UN Guide for Anti-Corruption Policies	-	-	-	ILO Labour Standards, Guiding Principles of the UN Global Compact Initiatives	OECD Guidelines for Multinational Enterprises, Guiding Principles of the UN Global Compact Initiatives, ILO Core Labour Standards
Key stakeholders considered	[ESRS2.65(e)]	Internal stakeholders	Internal stakeholders, public	Internal stakeholders	Internal stakeholders	Internal stakeholders, customers, shareholders, public community	Internal stakeholders, suppliers, public
Availability of policy	[ESRS2.65(f)]	Public, online	MM Group Intranet, integrated into MM Integrity line (public)	MM Group Intranet	MM Group Intranet	Public, online	Public, online
IROs addressed	[ESRS2.65(a)]	45	44	46	45	46	46-47

The MM Group places high expectations on the responsible behaviour and integrity of all its employees, customers, suppliers, service providers, and other contractual partners. Clear and comprehensive principles are an integral part of the Group's strategy for achieving governance and compliance objectives while effectively managing material impacts, risks and opportunities related to business conduct and corporate culture. The Group's policies and strict compliance measures are designed to mitigate risks, manage identified impacts, and capitalise on opportunities. These policies apply to all fully consolidated MM entities, covering both upstream and downstream value chains without geographical exceptions. The guidelines are approved by the Management Board.

The principles and core values of the MM Group's business conduct promote mutual trust as the foundation for collaborative and constructive relationships – both within the Group and with business partners. The MM Code of Conduct formalises the MM Group's commitment to respecting human rights, adhering to the OECD Guidelines for Multinational Enterprises, the UN Global Compact Principles, and the ILO Core Labour Standards along its entire supply chain. The MM Code of Conduct and the MM Supplier Code of Conduct are publicly available on the MM Group's website. Compliance with these standards is a mandatory element of all contractual relationships with trading partners across the value chain. Relevant governance KPIs are monitored and controlled accordingly.

GI Targets

Target	[ESRS2.80(b)(e)]	Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030.	Evaluate and assess ESG performance of 80 % of key suppliers by 2028
Target scope	[ESRS2.80(c)]	Upstream value chain	Upstream value chain
Value in base year	[ESRS2.80(d)]	0 % in 2024	0 % in 2024
Value in 2025	[ESRS2.80(j)]	15 % with digitally traceable acknowledgements	57 %
Progress comment	[ESRS2.80(i)]	In 2025, digitally traceable acknowledgements were available for some of key suppliers, based on the tools currently in place.	Suppliers with 360° or EcoVadis evaluations.
Related policies	[ESRS2.80(a)]	Supplier Code of Conduct and Procurement Policy on Responsible Sourcing	Supplier Code of Conduct and Procurement Policy on Responsible Sourcing
IROs addressed	[ESRS2.79(a)]	46	46–47

Progress towards the target “Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030” is supported by the Group's ‘know-your-supplier’ approach. While acceptance of the MM Supplier Code of Conduct (or an equivalent supplier code) is already a mandatory prerequisite for all purchasing agreements, the Group is currently strengthening the formal acknowledgment process to ensure explicit, traceable supplier commitments. In 2025, approximately 15 % of key suppliers have formally acknowledged the Supplier Code of Conduct through a dedicated digital tool implemented primarily for compliance with the EU Deforestation Regulation (EUDR). This figure reflects the portion of supplier commitments that can currently be systematically tracked via digital solutions and does not represent the overall level of contractual adherence to the Supplier Code of Conduct. The acknowledgment process and related digital tools will be progressively expanded in line with the Group's ESG target-setting framework to enable comprehensive tracking toward the 2030 target.

Reporting principles for targets

The target “Ensure all our key suppliers commit to the MM Supplier Code of Conduct by 2030” was established based on input from both internal and external stakeholders as part of the materiality analysis. Progress toward this target is measured through a ‘know-your-supplier’ process which enables the clear and systematic identification of suppliers who have confirmed their acceptance of the MM Supplier Code of Conduct, ensuring transparent tracking and evaluation within the supplier network. The updated (2025) Supplier CoC is already part of the General Conditions of Purchase of the MM Group. However, the target is defined so that 100 % of direct suppliers should actively accept our Supplier Code of Conduct or confirm that their own CoC covers a similar scope. The target “Evaluate and assess the ESG performance of 80 % of key suppliers by 2028” was defined as part of the MM Group's commitment to strengthening responsible sourcing. It was developed based on input from internal and external stakeholders during the materiality analysis and reflects the Group's dedication to ethical business conduct, environmental stewardship, and social responsibility. Key suppliers are defined as aggregating 75 % of procurement spend concerning direct purchases (fibre materials, chemicals, pigments, packaging, foils etc.). The target value for ESG

performance is reported in percentage of assessed key suppliers compared to the total number of key suppliers. Progress toward this target is measured through a structured supplier assessment process which enables the systematic evaluation of key suppliers' environmental, social, and governance performance. This approach promotes transparency, accountability, and continuous improvement across the supplier network, supporting responsible industrial development and contributing to the achievement of UN SDGs 8 (Decent Work and Economic Growth), 12 (Responsible Consumption and Production), and 13 (Climate Action).

GI Actions and measures

[G1.18(c)] To ensure compliance with internal guidelines, the Internal Audit department conducts risk-based audits, focusing on operational processes. It reports directly to the Management Board and is authorised to communicate with the Audit and Sustainability Committee.

[G1.10(e)(g)][G1.18(b)][G1.20][G1.21(a)] To ensure awareness and understanding of compliance principles, the Management Board and the Compliance department, as part of the Legal department, oversee continuous communication efforts and a structured training programme. The compliance training plan includes both online training (via the MM-Academy) and face-to-face training. The MM Group's training approach is risk-based, taking into account the specific responsibilities and roles of employees and representatives. Online anti-corruption and anti-bribery training is mandatory for all employees operating with an email address, including all functions at risk, in particular sales and purchase departments, and must be completed once a year, with training regularly updated to reflect relevant developments. Sanctions compliance as well as competition law training must be completed annually by specific target groups. The completion of these trainings by all persons for whom such training is mandatory is consistently monitored. This includes all functions at risk, including administrative and management bodies. In addition, (face-to-face) training courses and workshops on anti-corruption and anti-bribery, competition law, sanctions and export controls as well as business ethics are organised for specific target groups and tailored to specific situations. The effectiveness of these strategies and measures is continuously monitored using both qualitative indicators, such as regular compliance checks and internal audits, and quantitative indicators, including acknowledgement campaigns and training sessions. Potential violations are investigated in a timely and objective manner. Investigations are carried out by functions that are organisationally independent from the management chain involved in the respective matter, in order to ensure impartiality and prevent conflicts of interest. An adequate independence of investigation teams is guaranteed, e.g. through the MM Whistleblowing Guideline and the Internal Audit Charter.

[G1.18(a)] The MM Group operates the MM Integrity Line, a whistleblower system that is actively promoted through various channels, including office screens, the intranet, and as a key component of the onboarding process. For external stakeholders, the MM Integrity Line is an integral part of the MM Code of Conduct. The landing page of the MM Integrity Line is accessible to anybody with web access and can be easily found through online searches. Additionally, relevant allegations received through other channels, such as general corporate e-mail accounts, are treated the same way as whistleblowing notifications received through the MM Integrity Line. To institutionalise and emphasise whistleblower protection, a dedicated guideline was introduced to provide clear and well-defined information on reporting processes and whistleblower protection. These measures help mitigate risks related to the potential malfunction or lack of awareness of the MM Integrity Line. The guideline also defines the scope of the MM Integrity line, which comprises any alleged violations of applicable European and national law, including allegations or incidents of corruption and bribery, as well as other violations of the MM Group Guidelines. The MM Group encourages all employees and stakeholders to report misconduct through this system. The Legal department is responsible for its conceptual implementation, while the Internal Audit department handles initial responses and follow-up measures, involving local whistleblower teams as required by law. All MM staff involved in the investigation of whistleblowing notifications in the headquarter have received adequate training. Additionally, the investigation process is clearly defined in the MM Whistleblowing Guideline. Regular coordination between Internal Audit, the Legal department and local whistleblower teams ensures a streamlined investigation process.

All reports are handled and investigated thoroughly and according to a strict procedure that may yield adequate measures, which may include legal steps as well as disciplinary measures. Reports are treated as strictly confidential in accordance with the Guideline and are subject to our Data Protection Policy. Whistleblowers may remain anonymous to ensure the best possible protection against retaliation. All

whistleblowers acting in good faith are protected from retaliation, even if no wrongdoing is ultimately proven. This protection also applies to third parties who assist in the investigation. Anyone who retaliates against such whistleblowers will be subject to disciplinary action. These measures address and monitor the identified potential impacts on whistleblower protection.

[G1.18(a)][G1.10(e)] The MM Group has implemented several measures to prevent and detect corruption and bribery in all forms, addressing not only actual incidents but also any allegations of such incidents. The core of these measures represents the MM Group's Anti-Bribery and Corruption (ABC-) Guideline, aligned with the United Nations Convention Against Corruption and the UN Guide for Anti-Corruption Policies. This Guideline has been implemented across all the MM Group's entities. The ABC Guideline mandates principles such as dual control, transparency, and documentation for all business decisions. It also establishes a strict approval process for gifts and hospitality, setting a group-wide threshold. Local entities may apply stricter requirements where required by local legislation or specific risk considerations. In addition, the ABC Guideline explicitly prohibits any form of political contributions or donations, ensuring full independence from political influence. An approval tool for gifts and entertainment has been introduced to make such exchanges subject to approval, with a firm prohibition of offering gifts or hospitality to public officials. Additionally, the MM Group operates a Conflicts of Interest Portal to monitor and mitigate risks associated with potential conflicts of interest.

[G1.18(c)] The Legal department's Compliance team is responsible for implementing and maintaining these measures. Internal Audit, as part of its risk-based audit approach, regularly reviews compliance with the ABC Guideline, investigates irregularities, and ensures that any corruption or bribery allegations are promptly addressed. Any identified risks or negative effects are immediately recorded and managed. The Management Board and Supervisory Board are regularly updated on any irregularities or developments. These measures aim to mitigate identified risks while leveraging opportunities from ethical, corruption-free business practices. Taking into account indicators such as the "Overall Rule of Law", "Absence of Corruption", and "Fundamental Rights" indicator of the MM Group's company's seat and core operations, targeted measures are introduced on a local company's level.

[G1.10(g)(h)][G1.21(c)] As part of its broad-based compliance approach, the MM Group has introduced a mandatory, yearly anti-corruption and anti-bribery training, covering rules for gifts, invitations, and conflicts of interests, and the corresponding approval procedures. This training is compulsory for all employees and representatives (including all risk functions as well as the management board) with an MM e-mail address and will continue annually as per the training plan.

[G1.15(a)(b)] The MM Group recognises that prioritising due diligence in supplier relations may present challenges but actively fosters strong partnerships based on mutual trust. To ensure sustainability standards along the entire supply chain, suppliers are required to adhere to the MM Supplier Code of Conduct, which reinforces commitments to human rights, the OECD Guidelines for Multinational Enterprises, the UN Global Compact Principles, and ILO Core Labour Standards. In 2025, the MM Group started tracking the active acknowledgement of its Supplier Code of Conduct by its fibre raw material suppliers in connection with an EUDR-related supplier assessment. This measure contributes to the target of ensuring that all our key suppliers commit to the MM Supplier Code of Conduct by 2030. The process of tracking acknowledgements from different supplier categories and developing tools for this purpose will continue in 2026. Onboarding suppliers to MM's EUDR compliance process is also contributing to MM's policy objective of deforestation-free sourcing, even though this commitment is independent of the EUDR and other legal requirements. In addition, MM's approach to responsible supplier relations is further guided by the MM Group Procurement Policy for Responsible Sourcing, which sets out the Group's commitments to sustainable, ethical, and compliant procurement practices.

In 2024 and 2025, the MM Group further developed supplier monitoring. This includes a risk-based approach to supplier background assessments, incorporating environmental and social criteria. The AI-based supply chain risk management tool plays a central role in this ongoing monitoring process. Environmental and social criteria are indirectly considered in supplier selection procedures via requirements of certifications and adherence to the Supplier Code of Conduct.

The MM Group employs an AI-based supply chain risk monitoring tool to assess potential social and environmental risks and incidents. At the core of this tool is a 360° risk-scoring model that evaluates business partners based on industry and regional risks, previous incidents and annual spending. Suppliers are categorised accordingly, and institutionalised assessments will be conducted from 2025 onward. In case of an incident, the MM Group immediately contacts the suppliers affected and takes appropriate action based on the severity of the issue. In 2025, the risk assessment process was further developed internally, and responsibilities for internal and external communication on perceived incidents were clarified. A central team monitors AI-generated alerts and assesses their severity and relevance regularly. If an incident is perceived as having a high risk, it is then communicated to the relevant internal team, which contacts the supplier directly to discuss the issue in order to remediate it. This process contributes to the target of assessing the ESG performance of key suppliers, allowing internal stakeholders to have timely information on high-risk incidents which might influence supplier performance.

[G1.14] To standardise purchasing processes, the MM Group has implemented a Sourcing Guideline applicable to all purchasing activities across the organisation. This guideline establishes that the MM Group's General Terms and Conditions of Purchase (GTCP), which are updated periodically, form the legal basis for supplier relations unless agreed otherwise. The GTCP define clear payment terms and deadlines, with the possibility of negotiated contract terms, including late payment fees and incentives for shorter payment periods. The process ensures that all supplier payment terms are either contractually agreed upon or based on the GTCP. Also, an internal approval process stipulates mandatory approvals for certain payment terms.

[G1.33(a)(d)] In 2025, the MM Group's average payment term was 56 days (2024: 58 days). The MM Group reports on its payment practices based on its standard operating procedures. Payments to suppliers are executed once a week. Where suppliers offer cash discount terms, the MM Group makes use of these conditions. In most cases, the MM Group pays in accordance with the agreed contractual terms and conditions, whether payments are subject to cash discount or net terms.

[G1.33(b)] The MM Group's approach regarding payment terms (as defined in the Sourcing Guideline) for all suppliers (irrespective of any category) is to either agree on the payment terms included in the General Payments Terms (GPT) or negotiate and define other payment terms in the purchasing contracts. In practice, these agreed payment terms are applied through the Group's standardised weekly payment process, ensuring alignment with contractual net or discount due dates. The payment terms in the GPT are as follows: all payments shall be made in accordance with the terms of payment set out in the acceptance of offer and in the order respectively. If no such terms are indicated, payments shall be made with debt-discharging effect within 60 days deducting a discount of 3 % or within 90 days without deduction. Of course, in case any jurisdictions foresee shorter payment terms by law, then this is also taken account of. In the payment system operated by the MM Group, in case no indication of payment terms is included in the invoice, and without prejudice to the contractually agreed payment terms, a standard term of 30 days is applied irrespective of any supplier category.

[G1.33(c)] At the end of each year, the number of outstanding legal disputes is reported to the Management Board and the Supervisory Board. In 2025, there were no (2024: no) outstanding court proceedings due to payment defaults.

GI Metrics

Anti-corruption and anti-bribery training

[G1.21(b)(c)]

	2025			
	Risk-bearing functions	Managers	Management Board	Other own employees
Training coverage				
Number of employees to whom the training was assigned	1,203	1,200	3	5,700
Number of employees who completed the training	1,153	1,150	3	5,000
Delivery method and duration				
Classroom training	-	-	-	-
Computer-based training	40 min	40 min	40 min	40 min
Voluntary computer-based training	-	-	-	-
Frequency				
How often training is required	Yearly	Yearly	Yearly	Yearly
Topics covered				
Definition of corruption	Yes	Yes	Yes	Yes
Policy	Yes	Yes	Yes	Yes
Procedure on suspicion/detection	Yes	Yes	Yes	Yes
		2025	2024	+/-
Completion rate		90 %	95 %	- 5 %

[G1.21(b)][G1.24(a)(b)]

	2025	2024	+/-
Risky functions covered by training programs (%)	100 %	99 %	+ 1 %
Number of convictions for violations of anti-corruption and anti-bribery laws	0	0	+ 0 %
Amount of fines for violations of anti-corruption and anti-bribery laws	0	0	+ 0 %

The decrease in the training completion rate is mainly due to the timing of the rollout, as the training was launched at the end of October, resulting in a short observation period within the reporting year. In addition, workforce dynamics affect the figures, as employees leaving the company may still be temporarily reflected in the system, while the training is continuously assigned to new joiners. As a result, the completion rate is subject to temporary fluctuations and is expected to stabilise over time.

Reporting principles for metrics

"MM-Academy" training programme provides reports on the completion status of the training for each individual. The completion rate is based on the comparison of the completed trainings versus the sent-out trainings. For the KPI "Risky functions covered by training programmes (%)", all managers have been defined as risk-bearing functions. The KPI is calculated based on the coverage of training programmes in relation to the total number of identified risk-bearing functions.

The annual anti-bribery and corruption training is rolled-out by the end of the year. Therefore, after the divestment of TANN Group, these employees and representatives were not part of this year's training anymore. The MM Group tracks the number of convictions for violations of anti-corruption and anti-bribery laws through a centralised reporting process on our ESG platform. Any reports about any allegations in this area by way of the MM Integrity Line are investigated and documented properly. This KPI covers all the MM Group's subsidiaries and applies to employees, management, and contracted representatives. A "conviction" refers to a final court ruling or formal sanction issued by a competent authority for corruption- or bribery-related offences. Substantiated cases are escalated to Group Legal and Group Internal Audit, who assess legal implications and ensure adherence to internal approval requirements. Reporting is aligned with the MM Code of Conduct, the Business Integrity Guideline, the Whistleblowing Guideline, and the due diligence processes outlined in the MM Group Procurement Policy for Responsible Sourcing.

The training method and duration, frequency, and topics covered in relation to anti-corruption and anti-bribery training remained unchanged compared to 2024.

Payment practices

[G1.33(a)(b)(c)]

	2025	2024	+/-
Average number of days until payment of the invoice from the date on which the calculation of the contractual or statutory payment period begins	56	58	- 3 %
Payments in accordance with the standard payment terms (%)	100 %	100 %	+ 0 %
Number of outstanding court proceedings due to late payment	0	0	+ 0 %

Reporting principles for metrics

The KPI "Average number of days until payment of the invoice" is calculated based on the Days Payables Outstanding (DPO) metric. DPO is determined by dividing month-end trade payables by the average daily purchasing volume of the previous three months, providing an estimate of the average number of days between the start of the contractual or statutory payment period and the settlement of the invoice.

6.13 Appendix

ESRS Index

Disclosure Requirement	Description	Paragraph
BP-1	General principles for the preparation of sustainability declarations	ESRS 2 General information
BP-2	Information in connection with specific circumstances	ESRS 2 General information
GOV-1	The role of the administrative, management and supervisory bodies	The role of the Management Board and the Supervisory Board
GOV-2	Information and sustainability aspects dealt with by the Group's administrative, management and supervisory bodies	The role of the Management Board and the Supervisory Board
GOV-3	Inclusion of sustainability-related performance in incentive systems	Sustainability-related remuneration
GOV-4	Declaration on due diligence	Sustainability governance
GOV-5	Risk management and internal controls for sustainability reporting	Sustainability governance
IRO-1	Description of the process for identifying and assessing the material impacts, risks and opportunities	Processes for assessing the materiality of sustainability topics (materiality analysis)
IRO-2	Disclosure requirements covered by the Group's sustainability statement in ESRS	Results of the materiality analysis
SBM-1	Strategy, business model and value chain	Strategy, business model and value chain
SBM-2	Interests and positions of stakeholders	Stakeholders and their involvement
SBM-3	Significant effects, risks and opportunities and their interaction with the strategy and business model	Results of the materiality analysis
E1-1	Transition plan for climate protection	Transition plan
E1-2	Concepts related to climate protection and adaptation to climate change	E1 Policies
E1-3	Measures and resources in connection with the climate concepts	E1 Actions and measures
E1-4	Goals in connection with climate protection and adaptation to climate change	E1 Targets
E1-5	Energy consumption and energy mix	E1 Metrics
E1-6	Gross GHG emissions in Scope 1, 2 and 3 categories and total GHG emissions	E1 Metrics
E1-7	Removal of greenhouse gases and projects to reduce greenhouse gases, financed via CO ₂ certificates	Not material
E1-8	Internal CO ₂ pricing	Internal CO ₂ pricing
E2-1	Concepts related to environmental pollution	E2 Policies
E2-2	Measures and resources in connection with environmental pollution	E2 Actions and measures
E2-3	Targets in connection with environmental pollution	E2 Targets
E2-4	Air, water and soil pollution	E2 Metrics
E3-1	Concepts related to water and marine resources	E3 Policies
E3-2	Measures and resources related to water and marine resources	E3 Actions and measures
E3-3	Goals related to water and marine resources	E3 Targets
E3-4	Water consumption	E3 Metrics
E4-1	Transition plan and consideration of biodiversity and ecosystems in strategy and business model	E4 Description of Impacts, Risks and Opportunities

E4-2	Concepts related to biodiversity and ecosystems	E4 Policies
E4-3	Measures and resources related to biodiversity and ecosystems	E4 Actions and measures
E4-4	Objectives related to biodiversity and ecosystems	E4 Targets
E4-5	Key figures for impacts related to biodiversity and ecosystem change	E4 Reporting Principles for Metrics
E5-1	Concepts related to resource utilization and the circular economy	E5 Policy
E5-2	Measures and resources related to resource use and the circular economy	E5 Actions and measures
E5-3	Goals related to resource use and the circular economy	E5 Targets
E5-4	Resource inflows	E5 Metrics
E5-5	Resource outflows	E5 Metrics
S1-1	Concepts related to the Group 's workforce	S1 Policies
S1-2	Procedure for involving the Group's workforce and employee representatives in relation to impacts	Involvement of the workforce and complaint management
S1-3	Processes for improving negative impacts and channels through which the Group's workforce can raise concerns	Complaint management and remedial measures
S1-4	Measures taken in relation to material impacts on the Group's workforce and approaches to managing material risks and exploiting material opportunities relating to the Group's workforce and the effectiveness of these measures	S1 Actions and measures
S1-5	Objectives related to managing significant negative impacts, promoting positive impacts and managing significant risks and opportunities	S1 Targets
S1-6	Characteristics of the Group's employees	S1 Metrics
S1-9	Diversity indicators	S1 Metrics
S1-10	Appropriate remuneration	S1 Metrics
S1-12	People with disabilities	S1 Metrics
S1-13	Key figures for training and skills development	S1 Metrics
S1-14	Key figures for health and safety	S1 Metrics
S1-16	Key remuneration figures (differences in earnings and total remuneration)	S1 Metrics
S1-17	Incidents, complaints and serious impacts related to human rights	S1 Metrics
S2-1	Concepts related to labor in the value chain	S2 Policies
S2-2	Procedure for involving workers in the value chain with regard to impacts	Processes for engaging with value chain workers about impacts
S2-3	Processes to improve negative impacts and channels through which workers in the value chain can raise concerns	Processes to remediate negative impacts and channels for value chain workers to raise concerns
S2-4	Taking measures in relation to material impacts and approaches to mitigate material risks and exploit material opportunities related to labor in the value chain and the effectiveness of these measures and approaches	S2 Actions and measures
S2-5	Objectives related to managing significant negative impacts, promoting positive impacts and managing significant risks and opportunities	S2 Targets
S3-1	Concepts related to affected communities	S3 Policies
S3-2	Procedure for involving affected communities in relation to impacts	Involvement of affected communities and remedial measures
S3-3	Processes for improving negative impacts and channels through which affected communities can raise concerns	Involvement of affected communities and remedial measures

S3-4	Taking measures in relation to material impacts and approaches to mitigate material risks and exploit material opportunities in relation to affected communities and the effectiveness of these measures and approaches	S3 Actions and measures
S3-5	Objectives related to managing significant negative impacts, promoting positive impacts and managing significant risks and opportunities	S3 Targets
S4-1	Concepts related to consumers and end users	S4 Policies
S4-2	Procedure for involving consumers and end users in relation to impacts	Involvement of consumers and end users and remedial measures
S4-3	Processes to improve negative impacts and channels through which consumers and end users can raise concerns	Involvement of consumers and end users and remedial measures
S4-4	Taking measures in relation to material impacts on consumers and end users and approaches to managing material risks and exploiting material opportunities related to consumers and end users and the effectiveness of these measures	S4 Actions and measures
S4-5	Objectives related to managing significant negative impacts, promoting positive impacts and managing significant risks and opportunities	S4 Targets
G1-1	Corporate culture and concepts for corporate management	G1 Policies
G1-2	Management of relationships with suppliers	Management of supplier relations
G1-3	Prevention and detection of corruption and bribery	Corruption and bribery
G1-4	Corruption or bribery cases	G1 Metrics
G1-6	Payment practices	G1 Metrics

EU Datapoint Index

Requirement + Data point	Materiality	Paragraph
ESRS 2 GOV-1 Gender diversity in governance bodies Paragraph 21(d)	Yes	The role of the Management Board and the Supervisory Board
ESRS 2 GOV-1 Percentage of members of the management body that are independent, Paragraph 21(e)	Yes	The role of the Management Board and the Supervisory Board
ESRS 2 GOV-4 Declaration on due diligence Paragraph 30	Yes	Sustainability governance
ESRS 2 SBM-1 Participation in fossil fuel-related activities Paragraph 40(d)(i)	Yes	Strategy, business model and value chain
ESRS 2 SBM-1 Participation in activities related to the manufacture of chemicals Paragraph 40(d)(ii)	No	
ESRS 2 SBM-1 Participation in activities related to controversial weapons Paragraph 40(d)(iii)	No	
ESRS 2 SBM-1 Participation in activities related to the cultivation and production of tobacco Paragraph 40(d)(iv)	No	
ESRS E1-1 Transition plan to achieve climate neutrality by 2050 Paragraph 14	Yes	Transition plan
ESRS E1-1 Entities excluded from the Paris-aligned benchmarks, Paragraph 16(g)	No	
ESRS E1-4 GHG emission reduction targets Paragraph 34	Yes	E1 Targets
ESRS E1-5 Energy consumption from fossil fuels by source (climate-intensive sectors only) Paragraph 38	Yes	E1 Metrics
ESRS E1-5 Energy consumption and energy mix Paragraph 37	Yes	E1 Metrics
ESRS E1-5 Energy intensity associated with activities in climate-intensive sectors Paragraphs 40 to 43	Yes	E1 Metrics
ESRS E1-6 Gross GHG emissions in Scope 1, 2 and 3 categories and total GHG emissions Paragraph 44	Yes	E1 Metrics
ESRS E1-6 Intensity of gross GHG emissions Paragraphs 53 to 55	Yes	E1 Metrics
ESRS E1-7 Removal of greenhouse gases and CO ₂ credits Paragraph 56	No	
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks Paragraph 66	No	
ESRS E1-9 Breakdown of monetary amounts by acute and chronic physical risk Paragraph 66(a)	No	
ESRS E1-9 Location of significant assets with material physical risk Paragraph 66(c)	No	
ESRS E1-9 Breakdowns of the amount carrying of property by energy efficiency class Paragraph 67(c)	No	
ESRS E1-9 Degree of exposure of the portfolio to climate-related opportunities Paragraph 69	No	

ESRS E2-4 Quantity of each pollutant listed in Annex II to the E-PRTR Regulation emitted to air, water and land, Paragraph 28	Yes	E2 Metrics
ESRS E3-1 Water and marine resources Paragraph 9	Yes	E3 Policies
ESRS E3-1 Specific strategy Paragraph 13	No	
ESRS E3-1 Sustainable oceans and seas Paragraph 14	No	
ESRS E3-4 Total quantity of water recycled and reused Paragraph 28(c)	Yes	E3 Metrics
ESRS E3-4 Total water consumption in m ³ per net revenue from own activities Paragraph 29	Yes	E3 Metrics
ESRS 2 - IRO-1 - E4 (16) (a) (i)	No	
ESRS 2 - IRO-1 - E4 Paragraph 16 letter b	No	
ESRS 2 - IRO-1 - E4 Paragraph 16 letter c	No	
ESRS E4-2 Sustainable land use and agriculture practices or policies Paragraph 24(b)	Yes	E4 Policies
ESRS E4-2 Sustainable ocean/seas practices or policies Paragraph 24(c)	No	
ESRS E4-2 Strategies to combat deforestation, Paragraph 24(d)	Yes	E4 Policies
ESRS E5-5 Non-recycled waste Paragraph 37(d)	Yes	E5 Metrics
ESRS E5-5 Hazardous and radioactive waste Paragraph 39	Yes	E5 Metrics
ESRS 2 SBM3 - S1 Risk of forced labour Paragraph 14 letter f	Yes	S1 Policies
ESRS 2 SBM3 - S1 Risk of child labour Paragraph 14 letter g	Yes	S1 Policies
ESRS S1-1 Commitments in the area of human rights policy Paragraph 20	Yes	S1 Policies
ESRS S1-1 Due diligence requirements in relation to ILO Core Conventions 1-8 Paragraph 21	Yes	S1 Policies
ESRS S1-1 Procedures and measures to combat trafficking in human beings Paragraph 22	Yes	S1 Policies
ESRS S1-1 Policy or management system relating to prevention of occupational accidents Paragraph 23	Yes	S1 Policies
ESRS S1-3 Handling of complaints Paragraph 32(c)	Yes	Involvement of the workforce and complaint management
ESRS S1-14 Number of fatalities and occupational accidents Paragraph 88(b) and (c)	Yes	S1 Metrics
ESRS S1-14 Number of days lost due to injury, accident, death or illness Paragraph 88(e)	Yes	S1 Metrics
ESRS S1-16 Unadjusted gender pay gap Paragraph 97(a)	Yes	S1 Metrics
ESRS S1-16 Excessive remuneration of members of governing bodies Paragraph 97(b)	Yes	S1 Metrics

ESRS S1-17 Discrimination cases Paragraph 103(a)	Yes	S1 Metrics
ESRS S1-17 Non-compliance with UNGP and OECD Guidelines Paragraph 104(a)	Yes	S1 Metrics
ESRS 2 SBM3 - S2 Significant risk of child or forced labour in value chain Paragraph 11(b)	Yes	S2 Policies
ESRS S2-1 Commitments in the area of human rights policy Paragraph 17	Yes	S2 Policies
ESRS S2-1 Strategies related to labour in value chain Paragraph 18	Yes	S2 Policies
ESRS S2-1 Non-compliance with UNGP and OECD Guidelines Paragraph 19	Yes	S2 Policies
ESRS S2-1 Due diligence requirements related to ILO Conventions 1-8 Paragraph 19	Yes	S2 Policies
ESRS S2-4 Problems and incidents related to human rights in value chain Paragraph 36	Yes	S2 Actions and measures
ESRS S3-1 Commitments in the area of human rights Paragraph 16	Yes	S3 Policies
ESRS S3-1 Non-compliance with UNGP and OECD Guidelines Paragraph 17	Yes	S3 Policies
ESRS S3-4 Problems and incidents related to human rights Paragraph 36	Yes	S3 Actions and measures
ESRS S4-1 Strategies related to consumers and end-users Paragraph 16	Yes	S4 Policies
ESRS S4-1 Non-compliance with UNGP and OECD Guidelines Paragraph 17	Yes	S4 Policies
ESRS S4-4 Problems and incidents related to human rights Paragraph 35	No	
ESRS G1-1 United Nations Convention against Corruption Paragraph 10(b)	Yes	G1 Policies
ESRS G1-1 Protection of whistleblowers Paragraph 10(d)	Yes	G1 Policies
ESRS G1-4 Fines for violations of bribery and corruption regulations Paragraph 24(a)	Yes	G1 Metrics
ESRS G1-4 Anti-corruption and anti-bribery standards Paragraph 24(b)	Yes	G1 Metrics

TNFD (Task Force on Nature-related Financial Disclosures)

Topic	Disclosure recommendation	Location
Governance	A. Describe the Management Board's overview of nature-related dependencies, impacts, risks and opportunities.	ESRS 2; Sustainability governance; The role of the Management and the Supervisory Board
Governance	B. Describe the role of management in assessing and controlling nature-related dependencies, impacts, risks and opportunities.	ESRS 2; Sustainability governance; The role of the Management and the Supervisory Board
Governance	C. Describe the organisation's human rights policies and activities, and board and management oversight in relation to indigenous peoples, local communities, affected and other stakeholders in the organisation's assessment and response to natural dependencies, impacts, risks and opportunities.	ESRS 2; Sustainability governance; The role of the Management and the Supervisory Board
Strategy	A. Describe the nature-related dependencies, impacts, risks and opportunities that the organisation has identified in the short, medium and long term.	Overview: ESRS 2; Processes for assessing the materiality of sustainability topics; Results of the materiality analysis Detail: ESRS E1-4; Description of impacts, risks and opportunities
Strategy	B. Describe the impact that natural dependencies, impacts, risks and opportunities have had on the organisation's business model, value chain, strategy and financial planning, as well as any existing transition plans or analyses.	Overview: ESRS 2; Processes for assessing the materiality of sustainability topics; Results of the materiality analysis Detail: ESRS E1-4; Description of impacts, risks and opportunities
Strategy	C. Describe the resilience of the organisation's strategy to natural risks and opportunities under different scenarios.	ESRS E1-4; Description of impacts, risks and opportunities
Strategy	D. Disclosure of the locations of assets and/or activities in the organisation's direct operations and, where possible, upstream and downstream value chain(s) that meet the criteria for priority locations.	ESRS E4; Description of impacts, risks and opportunities
Management of risks and impacts	A(i) Describe the organisation's processes for identifying, assessing and prioritizing nature-related dependencies, impacts, risks and opportunities in its direct operations.	Overview: ESRS 2; Processes for assessing the materiality of sustainability topics; Results of the materiality analysis Detail: ESRS E1-4; Description of impacts, risks and opportunities
Management of risks and impacts	A(ii) Describe the organisation's processes for identifying, assessing and prioritizing nature-based dependencies, impacts, risks and opportunities in its upstream and downstream value chain(s).	Overview: ESRS 2; Processes for assessing the materiality of sustainability topics; Results of the materiality analysis Detail: ESRS E1-4; Description of impacts, risks and opportunities
Management of risks and impacts	B. Describe the organisation's processes for managing natural dependencies, impacts, risks and opportunities.	ESRS E1-4; Actions and measures ESRS E1-4; Description of impacts, risks and opportunities
Management of risks and impacts	C. Describe how the processes for identifying, assessing, prioritizing and monitoring nature-based risks are integrated into and influence the organisation's overall risk management processes.	ESRS 2; Processes for assessing the materiality of sustainability topics ESRS E1-4; Guidelines
Key figures and targets	A. Disclosure of the metrics used by the organisation to assess and manage material nature-based risks and opportunities in accordance with its strategy and risk management process.	ESRS E1-4; Actions and measures
Key figures and targets	B. Disclosure of key performance indicators used by the organisation to assess and manage dependencies and impacts on nature.	ESRS E1-4; Targets, Metrics
Key figures and targets	C. Describe the objectives and targets that the organization uses to manage nature-based dependencies, impacts, risks and opportunities, and its performance against them.	ESRS E1-3 and E5; Metrics

EU Taxonomy Summary of KPIs

Financial Year
2025

Breakdown by

KPI (1)	Total (2)	Proportion of Taxonomy Eligible Activities (3)	Taxonomy Aligned Activities (4)	Proportion of Taxonomy Aligned Activities (5)	Climate Change Mitigation (6)	Climate Change Adaptation (7)	Water (8)
Text	in thousands of EUR	%	in thousands of EUR	%	%	%	%
Turnover	3,885,304	0.0 %	0.0	0.0 %	0.0 %	0.0 %	0.0 %
CapEx	259,684	6.0 %	0.0	0.0 %	0.0 %	0.0 %	0.0 %
OpEx	188,835	5.6 %	0.0	0.0 %	0.0 %	0.0 %	0.0 %

EU Taxonomy CapEx KPI

Financial Year 2025

Breakdown by

Economic Activities (1)	Code (2)	Taxonomy eligible KPI (Proportion of Taxonomy eligible CapEx) (3)	Taxonomy aligned KPI (Monetary value of CapEx) (4)	Taxonomy aligned KPI (Proportion of Taxonomy aligned CapEx) (5)	Climate Change Mitigation (6)	Climate Change Adaptation (7)
Text		%	in thousands of EUR	%	%	%
High-efficiency co-generation of heat/cool and power from fossil gaseous fuels	CCM 4.30	1.0 %	0	0.0 %	0.0 %	0.0 %
Infrastructure for rail transport	CCM 6.14	0.2 %	0	0.0 %	0.0 %	0.0 %
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	1.1 %	0	0.0 %	0.0 %	0.0 %
Freight transport services by road	CCM 6.6	1.0 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	0.5 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings)	CCM 7.4	0.0 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	0.0 %	0	0.0 %	0.0 %	0.0 %
Acquisition and ownership of buildings	CCM 7.7	0.6 %	0	0.0 %	0.0 %	0.0 %
Manufacture of electrical and electronic equipment	CE 1.2	1.4 %	0	0.0 %	0.0 %	0.0 %
Sum of alignment per objective					0.0 %	0.0 %
Total KPI		6.0 %	0	0.0 %	0.0 %	0.0 %

Environmental Objectives of taxonomy aligned activities

Circular Economy (9)	Pollution (10)	Biodiversity (11)	Proportion of Enabling Activities (12)	Proportion of Transitional Activities (13)	Not Assessed Activities Considered Non-Material (14)	Taxonomy Aligned Activities in Previous Financial Year (15)	Proportion of Taxonomy aligned activities in previous financial year (2024) (16)
%	%	%	%	%	%	in thousands of EUR	%
0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0	0.0 %
0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	6.0 %	1,015	0.4 %
0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	5.6 %	0	0.0 %

environmental objectives of taxonomy aligned activities

Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)	Enabling activity (12)	Transitional activity (13)	Proportion of Taxonomy aligned in Taxonomy eligible (14)
%	%	%	%	(E where applicable)	(T where applicable)	%
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			
0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %

EU Taxonomy OpEx KPI

Financial Year 2025

Breakdown by

Economic Activities (1)	Code (2)	Taxonomy eligible KPI (Proportion of Taxonomy eligible OpEx) (3)	Taxonomy aligned KPI (Monetary value of OpEx) (4)	Taxonomy aligned KPI (Proportion of Taxonomy aligned OpEx) (5)	Climate Change Mitigation (6)	Climate Change Adaptation (7)
		%	in thousands of EUR	%	%	%
Infrastructure for rail transport	CCM 6.14	0.0 %	0	0.0 %	0.0 %	0.0 %
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	0.1 %	0	0.0 %	0.0 %	0.0 %
Freight transport services by road	CCM 6.6	1.4 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	0.0 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings)	CCM 7.4	0.0 %	0	0.0 %	0.0 %	0.0 %
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	0.1 %	0	0.0 %	0.0 %	0.0 %
Acquisition and ownership of buildings	CCM 7.7	3.6 %	0	0.0 %	0.0 %	0.0 %
Manufacture of electrical and electronic equipment	CE 1.2	0.3 %	0	0.0 %	0.0 %	0.0 %
Sum of alignment per objective					0.0 %	0.0 %
Total KPI		5.6 %	0	0.0 %	0.0 %	0.0 %

environmental objectives of taxonomy aligned activities

Water (8)	Circular Economy (9)	Pollution (10)	Biodiversity (11)	Enabling activity (12)	Transitional activity (13)	Proportion of Taxonomy aligned in Taxonomy eligible (14)
%	%	%	%	(E where applicable)	(T where applicable)	%
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			0.0 %
0.0 %	0.0 %	0.0 %	0.0 %			
0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %	0.0 %

7 OUTLOOK ON THE FINANCIAL YEAR 2026

This outlook reflects the assessment of the Management Board as of March 16, 2026, and does not take into consideration the effects of any acquisitions, disposals, or other structural changes in 2026. Previous and subsequent forward-looking statements are subject to known as well as unknown risks and uncertainties that may result in actual events differing from the forecasts made here.

The overall macroeconomic and industry-specific conditions remain highly challenging also in 2026. Subdued private consumption in Europe, geopolitical uncertainties, and persisting overcapacity in the cartonboard and paper sector will continue to shape the market environment.

Against this backdrop, MM consistently pursues the objective of strengthening and further expanding competitiveness and profitability in the three divisions by focusing on cost, technology, and innovation leadership.

At the core is the Group-wide Fit-For-Future transformation programme. Following a significant contribution to 2025, Management is confident that it will achieve an increase in earnings of over EUR 250 million in 2027 compared to 2024 (excl. TANN and market-related effects). This clearly exceeds the initial expectation of over EUR 150 million at programme launch. In addition, selective structural adjustments to increase competitiveness will be continued.

Our 2026 investments will again concentrate on strengthening our competitive position and further expanding the share of renewable energies, with the volume expected at around EUR 250 million. The annual maintenance standstills in the Board & Paper division are scheduled for the 3rd and 4th quarters and will again mainly affect the two cartonboard and paper mills in Poland and Finland. The associated expenses are currently estimated at around EUR 40 million (2025: approx. EUR 36 million).

In the environmental area, decarbonisation, water efficiency, biodiversity, and waste prevention continue to be our main priorities. In the social area, we are focusing on continuously improving occupational safety and accident prevention. At the same time, we intend to further intensify our close cooperation with customers and suppliers to develop innovative and sustainable solutions.

Despite the ongoing challenging market environment, the MM Group is confident about the future. Our balanced positioning across three divisions, an attractive product portfolio, a well-invested asset base, and solid financing form a strong foundation for operating successfully and creating long-term value even under difficult conditions.

MM is closely monitoring current developments in the Middle East and their possible impact on the Group. MM operates two packaging plants of the MM Food & Premium Packaging division in that region, which contributed around 2 % to Group sales and around 6 % to the Group's adjusted EBITDA in 2025. Business interruptions are to be expected.

Vienna, March 16, 2026

The Management Board

Peter Oswald m. p.

Roman Billiani m. p.

Franz Hiesinger m. p.

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Consolidated Balance Sheets

(all amounts in thousands of EUR)	Notes	Dec. 31, 2025	Dec. 31, 2024
ASSETS			
Property, plant and equipment	6	1,995,264	2,024,691
Intangible assets including goodwill	6	886,918	906,294
Investments accounted for using the equity method, securities and other financial assets	8	8,643	8,251
Deferred tax assets	9	52,107	73,921
Non-current assets		2,942,932	3,013,157
Inventories	10	511,347	556,312
Trade receivables	11	279,590	282,663
Income tax receivables	9	7,442	8,502
Prepaid expenses and other current assets	12	237,480	187,359
Cash and cash equivalents	31	498,437	520,875
Assets held for sale	5	598	294,206
Current assets		1,534,894	1,849,917
TOTAL ASSETS		4,477,826	4,863,074
EQUITY AND LIABILITIES			
Share capital	13	80,000	80,000
Additional paid-in capital	13	172,658	172,658
Treasury shares	13	(41,227)	0
Retained earnings	13	2,083,995	2,043,445
Other reserves	13	(193,818)	(173,967)
Equity attributable to shareholders of the Company		2,101,608	2,122,136
Non-controlling (minority) interests	13	2,021	6,529
Total equity		2,103,629	2,128,665
Non-current financial liabilities	14	1,256,339	1,505,194
Provisions for non-current liabilities and charges	15	89,757	98,818
Deferred tax liabilities	9	57,612	56,734
Non-current liabilities		1,403,708	1,660,746
Current financial liabilities	14	155,809	123,530
Current tax liabilities	9	14,601	19,691
Trade liabilities	16	537,638	588,130
Deferred income and other current liabilities	17	219,233	237,839
Provisions for current liabilities and charges	18	43,208	38,496
Liabilities related to assets held for sale	5	0	65,977
Current liabilities		970,489	1,073,663
Total liabilities		2,374,197	2,734,409
TOTAL EQUITY AND LIABILITIES		4,477,826	4,863,074

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Income Statements

(all amounts in thousands of EUR, except share and per share data)	Notes	2025	2024
Sales	19	3,885,304	4,079,633
Change in goods		(19,755)	7,612
Cost of materials and purchased services	10	(1,975,662)	(2,172,898)
Personnel expenses	22	(860,537)	(846,629)
Other operating income	20	194,772	39,748
Other operating expenses	21	(707,142)	(688,940)
Earnings before interest, taxes, depreciation and amortisation (EBITDA)		516,980	418,526
Depreciation and amortisation	6	(219,690)	(228,045)
Impairments and write-ups	6	(76,255)	(475)
Operating profit		221,035	190,006
Financial income	25	16,520	27,095
Financial expenses	26	(53,391)	(82,862)
Other financial result – net	27	(38,467)	(19,922)
Profit before tax		145,697	114,317
Income tax expense	9	(68,743)	(3,834)
Profit for the year		76,954	110,483
Attributable to:			
Shareholders of the Company		75,597	108,235
Non-controlling (minority) interests	13	1,357	2,248
Profit for the year		76,954	110,483
Earnings per share for profit attributable to the shareholders of the Company during the year:			
Average number of shares outstanding	28	19,602,607	20,000,000
Basic earnings per share	28	3.86	5.41

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Comprehensive Income Statements

(all amounts in thousands of EUR)	Notes	2025	2024
Profit for the year		76,954	110,483
Other comprehensive income:			
Actuarial valuation of defined benefit pension and severance obligations	13	4,216	2,000
Effect of income taxes	9	(1,206)	(1,099)
Total of items that will not be reclassified subsequently to the income statement		3,010	901
Foreign currency translations ¹⁾	13	(32,822)	19,206
Foreign currency translations - Recycling		9,119	712
Cash flow hedge - Changes in fair value	7	(4,214)	5,380
Cash flow hedge - Recycling	7	4,596	15,132
Effect of income taxes	9	(77)	(4,102)
Total of items that will be reclassified subsequently to the income statement		(23,398)	36,328
Other comprehensive income (net)		(20,388)	37,229
Total comprehensive income		56,566	147,712
Attributable to:			
Shareholders of the Company		56,128	145,265
Non-controlling (minority) interests	13	438	2,447
Total comprehensive income		56,566	147,712

The accompanying notes are an integral part of these consolidated financial statements.

¹⁾ incl. hyperinflation adjustments of thous. EUR -936 (2024: thous. EUR -2,559)

Consolidated Statements of Changes in Equity

(all amounts in thousands of EUR)	Notes	Equity attributable to shareholders of the Company									Non-controlling (minority) interests	Total equity
		Share capital	Additional paid-in capital	Treasury shares	Retained earnings	Other comprehensive income				Total		
						Foreign currency translations	Actuarial gains and losses	Cash flow hedge	Other reserves			
Balance at Jan. 1, 2024		80,000	172,658	0	1,965,210	(150,058)	(44,225)	(16,714)	(210,997)	2,006,871	5,523	2,012,394
Profit for the year		0	0	0	108,235	0	0	0	0	108,235	2,248	110,483
Other comprehensive income		0	0	0	0	19,724 ¹⁾	896	16,410	37,030	37,030	199	37,229
Total comprehensive income		0	0	0	108,235	19,724	896	16,410	37,030	145,265	2,447	147,712
Transactions with shareholders:												
Dividends paid	13	0	0	0	(30,000)	0	0	0	0	(30,000)	(1,441)	(31,441)
Balance at Dec. 31, 2024		80,000	172,658	0	2,043,445	(130,334)	(43,329)	(304)	(173,967)	2,122,136	6,529	2,128,665
Profit for the year		0	0	0	75,597	0	0	0	0	75,597	1,357	76,954
Other comprehensive income		0	0	0	0	(22,778) ¹⁾	3,005	304	(19,469)	(19,469)	(919)	(20,388)
Total comprehensive income		0	0	0	75,597	(22,778)	3,005	304	(19,469)	56,128	438	56,566
Reclassification of actuarial effects to retained earnings	5	0	0	0	382	0	(382)	0	(382)	0	0	0
Transactions with shareholders:												
Dividends paid	13	0	0	0	(35,353)	0	0	0	0	(35,353)	(1,541)	(36,894)
Changes in consolidated companies	5	0	0	0	(76)	0	0	0	0	(76)	(3,405)	(3,481)
Purchase of treasury shares	13	0	0	(41,227)	0	0	0	0	0	(41,227)	0	(41,227)
Balance at Dec. 31, 2025		80,000	172,658	(41,227)	2,083,995	(153,112)	(40,706)	0	(193,818)	2,101,608	2,021	2,103,629

Consolidated Cash Flow Statements

(all amounts in thousands of EUR)

	Notes	2025	2024
CASH FLOW FROM OPERATING ACTIVITIES:			
Profit for the year		76,954	110,483
Adjustments to reconcile profit for the year to net cash from operating activities excluding interest and taxes paid:			
Income tax expense	9	68,743	3,834
Depreciation and amortisation of property, plant and equipment, and intangible assets	6	219,690	228,045
Impairments and write-ups of property, plant and equipment, and intangible assets	6	76,255	475
Gains (losses) from disposals of property, plant and equipment, and intangible assets	20	(3,637)	(4,221)
Financial income	25	(16,520)	(27,095)
Financial expenses	26	53,391	82,862
Result from the disposal of subsidiaries	5	(130,177)	0
Share of profit (loss) of other investments	27	(617)	(523)
Result from hyperinflation adjustments	27	(3,327)	1,985
Result of associated companies and joint ventures	27	(1,088)	(2,466)
Other adjustments	31	25,297	5,814
Net cash from profit		364,964	399,193
Changes in working capital:			
Inventories (incl. payments on account)	10	33,578	(5,962)
Trade receivables	11	(22,641)	80,158
Prepaid expenses and other current assets	12	(20,684)	(32,387)
Trade liabilities	16	(67,890)	120,380
Deferred income and other current liabilities	17	(11,403)	(1,617)
Provisions for current liabilities and charges	18	4,712	922
Changes in working capital		(84,328)	161,494
Cash flow from operating activities excluding interest and taxes paid		280,636	560,687
Income taxes paid		(49,515)	(44,390)
Net cash from operating activities		231,121	516,297
CASH FLOW FROM INVESTING ACTIVITIES:			
Proceeds from disposals of property, plant and equipment, and intangible assets		12,643	6,797
Payments for acquisition of property, plant and equipment, and intangible assets (incl. payments on account, excl. proceeds from government grants)	16/19	(232,683)	(220,868)
Proceeds from disposal of companies or other business entities, net of cash and cash equivalents transferred (2025: thous. EUR 23,564; 2024: thous. EUR 0)	5	326,986 ¹⁾	0
Proceeds from disposals of securities and other financial assets		256	254
Payments for securities and other financial assets		(224)	(222)
Dividends received	27	1,181	523
Interest received		17,294	24,835
Other adjustments		36	23
Net cash from investing activities		125,489	(188,658)
CASH FLOW FROM FINANCING ACTIVITIES:			
Interest paid		(57,032)	(83,047)
Issuances of interest-bearing financial liabilities incl. factoring liabilities	31	53,489	69,469
Repayments of interest-bearing financial liabilities	31	(274,908)	(457,297)
Repayments of lease liabilities	31	(19,826)	(18,352)
Dividends paid to the shareholders of the Company	13	(35,353)	(30,000)
Dividends paid to non-controlling (minority) shareholders	13	(1,541)	(1,441)
Repurchase of treasury shares	13	(41,227)	0
Other adjustments		(200)	118
Net cash from financing activities		(376,598)	(520,550)
Effect of exchange rate changes on cash and cash equivalents		(33,994)	(12,185)
Change in cash and cash equivalents		(53,982)	(205,096)
Cash and cash equivalents at the beginning of the year		552,419²⁾	757,515
Cash and cash equivalents at the end of the year		498,437	552,419
Less cash and cash equivalents recognised as assets according to IFRS 5	5	0	(31,544)
Cash and cash equivalents at the end of the year (in the consolidated balance sheet)		498,437	520,875
Free Cash Flow		11,081	302,226

The accompanying notes are an integral part of these consolidated financial statements.

¹⁾ Purchase price payment minus transferred cash in connection with the sale of the TANN Group, MM Bangor Ltd., as well as free-com solutions GmbH²⁾ Cash and cash equivalents at the beginning of the period according to the consolidated balance sheet, thous. EUR 520,875, after the reclassification of the TANN Group into "assets held for sale"

Notes to the Consolidated Financial Statements

1 BASIC INFORMATION

The MM Group

Mayr-Melnhof Karton AG and its subsidiaries (“the Group”) are engaged in manufacturing and selling cartonboard, paper and folding cartons with a focus on Europe. Furthermore, the Group is present with local production also in North and South America as well as in selected Asian countries. The parent company of the Group is Mayr-Melnhof Karton AG, located at Brahmssplatz 6, 1040 Vienna, Austria. The shares of the Company are listed on the Vienna Stock Exchange.

Segment information

The Group has been divided into three operating segments (see note 19): MM Food & Premium Packaging, MM Pharma & Healthcare Packaging and MM Board & Paper. MM Food & Premium processes cartonboard into folding cartons, mainly for the food industry (e. g., cereals, dried foods, sugar and baked products, high-end confectionery packaging) and other consumer goods industries (e. g., cosmetics, toiletries, detergents, household goods, tobacco products and toys). MM Pharma & Healthcare Packaging processes cartonboard into folding cartons for the pharmaceutical industry. Furthermore, the product range also comprises leaflets and labels. MM Board & Paper manufactures and markets numerous grades of cartonboard, focusing on coated cartonboard produced predominantly from recycled fibres as well as virgin fibre-based cartonboard. In addition, the segment’s product range also includes kraft papers, uncoated fine papers and pulp.

Significant events affecting the Group’s financial situation and profitability

The Group’s financial situation and profitability are particularly affected by the overall challenging economic environment. The annual review of asset valuations resulted in a non-cash impairment requirement in the MM Board & Paper division amounting to thous. EUR 70,530 (see note 6). Furthermore, the sale of the TANN Group in June 2025 has affected the comparability with previous year’s figures (see note 5).

2 PRINCIPLES OF PREPARING THE CONSOLIDATED FINANCIAL STATEMENTS

Basic accounting principles and declaration of compliance

The consolidated financial statements of Mayr-Melnhof Karton AG and its subsidiaries and notes thereto have been prepared according to section 245 a of the Austrian Commercial Code in accordance with International Financial Reporting Standards and their interpretations released by the International Accounting Standards Board “IASB” to be applied within the European Union. Additional requirements according to section 245 a paragraph 1 of the Austrian Commercial Code have been met.

The consolidated financial statements are prepared based on historical acquisition or manufacturing costs, except for certain positions that are described in the relevant notes (e. g., note 7 and 15).

The present consolidated financial statements comprise the period from January 1 to December 31, 2025 and have been signed by the Management Board and approved by the Supervisory Board on March 16, 2026.

The consolidated financial statements are reported in Euro. Unless stated otherwise, all amounts herein, except for share data and per share amounts, are specified in thousands of Euro.

Application of new and revised standards

During the preparation of the consolidated financial statements and notes thereto, relevant amendments to existing IAS and IFRS, as published in the Official Journal of the European Union no later than December 31, 2025 and with an effective date no later than this date, were taken into consideration:

Revised standards	Content	Effective
IAS 21	Lack of Exchangeability	1. 1. 2025

The amendments to IAS 21 relate to the treatment of exchange rates which are permanently unavailable. The adjustments are intended to provide guidance on the question of when a currency is exchangeable for another and when it is not. In addition, the standard now specifies how an entity determines the exchange rate when a currency is not exchangeable and which information an entity must disclose when a currency is not exchangeable.

If applicable, the effective regulations were applied in the present consolidated financial statements. The above mentioned changes did not have any significant impact on the Group's financial situation and profitability.

Furthermore, the following revised standards were endorsed by the EU until December 31, 2025; their application is, however, not yet compulsory for the financial year 2025 and they have not yet been applied voluntarily:

Revised Standards	Content	Effective
IFRS 9, IFRS 7	Classification and Measurement of Financial Instruments	1. 1. 2026
IFRS 9, IFRS 7	Power Purchase Agreements	1. 1. 2026
	Annual Improvements to the IFRS – Vol. 11	1.1. 2026

The amendments to IFRS 9 and IFRS 7 aim to promote a more consistent application of the requirements for classification and measurement of financial assets and liabilities, and to reduce existing interpretive uncertainties in practical implementation as well as in disclosure requirements. The focus is in particular placed on a more precise assessment of interest components within the SPPI test, as well as on the treatment of ESG-related contractual clauses, especially in loan agreements.

In addition, the following further amendments apply in connection with nature-dependent power purchase agreements ("PPAs"). The own-use exemption may now also be applied to nature-dependent energy sources even if companies, due to market conditions, must temporarily sell surplus electricity – provided the new "net buyer" criterion is met. Simplifications are introduced for establishing hedging relationships ("hedge accounting"), allowing PPAs to be used as hedging instruments even when the designated electricity volume is variable. Furthermore, new disclosure requirements apply under IFRS 7 to ensure a transparent presentation of the effects of PPAs on the financial position and cash flows.

From today's perspective, no material impacts on the Group are expected from the above described amendments to IFRS 9 and IFRS 7 described above.

Additionally, the following new standards were published by IASB until December 31, 2025 but have not yet been endorsed by the EU:

New Standards	Content	Effective
IFRS 18 ¹⁾	Presentation and Disclosure in Financial Statements	1. 1. 2027
IFRS 19	Subsidiaries without Public Accountability: Disclosure	1. 1. 2027

¹⁾ In February 2026, IFRS 18 was adopted into EU law.

IFRS 18 (Presentation and Disclosure in Financial Statements) is a new standard that enhances the transparency and comparability of the income statement by introducing new mandatory categories and sub-totals.

IFRS 18 requires income and expenses to be classified into five categories: operating, investing, financing, income taxes, and the result from discontinued operations. In addition, IFRS 18 introduces two new mandatory subtotals: operating profit and profit before financing and income taxes. This structure is intended to improve clarity and comparability across companies and reporting periods. The standard replaces IAS 1 from 2027 onwards and requires companies to disclose Management Performance Measures (MPMs) and apply them retrospectively to provide investors with improved insights into financial performance. These are performance indicators which are communicated outside the financial statements, not defined by IFRS, and intended to reflect management's view of an aspect of financial performance. For such MPMs, a reconciliation to the most comparable IFRS figure is required in addition to a description. From today's perspective, the following management performance measures (MPMs) are relevant for the Group: Adjusted EBIT, Adjusted EBITDA, Net Debt/Adjusted EBITDA as well as Return on Capital Employed.

In 2025, a project was launched to assess the impact of IFRS 18 on the Group. As a first step (analysis of the current situation), the Group examined the existing structure to determine which reallocations will arise within the income statement and in which detail; based on the new aggregation and disaggregation guidance, a new structure can be defined for the future. A central element of this first step was the analysis of the Group chart of accounts and account mappings. In principle, the Group chart of accounts is very comprehensive, and the new income statement structure can be implemented efficiently by remapping existing accounts.

However, in certain areas, expanded data preparation is required – for example, splitting foreign exchange rate differences into operating, investing, and financing components.

Following the analysis phase, the target concept phase defines the final vision for the implementation. The core focus will be on the conceptual preparation of the future income statement structure, the related technical implementation, but also the internal performance measurement as well as external communication.

Implementation and the associated Group-wide roll-out are planned for the 1st half of 2026 to ensure comparability of prior-year figures.

The Group has not yet completed its final assessment of the potential impacts on its consolidated financial statements. The actual impacts on the consolidated financial statements from the application of IFRS 18 at the date of initial adoption will depend on future economic conditions, particularly the development of foreign exchange rate differences.

3 ACCOUNTING PRINCIPLES

The significant accounting and recognition principles applied in the Group are explained in the corresponding note.

Consolidation principles and methods

The consolidated financial statements and notes thereto include Mayr-Melnhof Karton AG (“the Company”) and its subsidiaries. These are all companies over which the Group has control. The Group has control when it is exposed to both positive and negative variable returns of its involvement in the entity and has an influence on the amount of these variable returns. Generally, an ownership of more than 50 % of voting shares provides an entity with control. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The criteria whether the Group has control over another entity are reviewed even when the Group holds less than 50 % of voting rights. The Group has the majority of shares and voting rights in all of its controlled entities. There are no additional agreements which rule out control.

The subsidiaries, provided that they are not of subordinate importance for the presentation of the financial situation and profitability, are consolidated as of the date on which control is transferred to the Group. They are deconsolidated on the date on which such control ceases to exist, or a subsidiary is deemed to be insignificant by the Group.

Changes in shareholdings of the Group which do not lead to a loss of control over the subsidiaries are presented only as equity transactions (change in majority interests) and therefore have no impact on the consolidated income statement.

When the Company loses control of a subsidiary, the deconsolidation gain or loss is recognised in profit or loss. This is calculated as the difference between

- the total amount of the fair value of the consideration received
- less carrying amount of net assets disposed of (incl. goodwill proportionately attributable to the respective CGU) plus the carrying amount of non-controlling (minority) interests.

If the disposal of a foreign operation results in a loss of control, of joint control, or of significant influence, the cumulative amount recognised in the currency translation reserve at that date is reclassified to the consolidated income statement as part of the result of deconsolidation.

Non-controlling (minority) interests represent the external shareholders’ proportionate share in equity and total annual result in subsidiaries of the Group. These minority interests are presented separately within equity.

Any effects of intercompany transactions are entirely eliminated.

Currency translation

Assets incl. goodwill and liabilities of foreign subsidiaries with a functional currency other than the Euro are translated into Euro using the average exchange rates as of the balance sheet date. Revenues and expenses are converted using average exchange rates for the year. The annual average rates are calculated as the arithmetic mean of the individual closing rates at month-end, the exchange rate of December 31 of the last year always being taken as the first closing rate. Translation differences arising from the currency translation of assets and liabilities in comparison with the previous year are recognised directly in equity. Gains and losses resulting from foreign currency transactions are recognised in the income statement as incurred.

The transactions of the Company in currencies other than the functional currency are converted using the exchange rates on the date of transaction. Monetary items in foreign currency are converted using the exchange rates on the balance sheet date. Resulting exchange rate differences as well as effects of the realisation are recognised in the income statement.

Translation differences arising in connection with monetary items that are part of a net investment in a foreign operation are initially reported as a separate component of equity and are recognised in the income statement only upon intentional repayment or disposal of the net investment. Currently there are no net investments within the Group.

The exchange rates of the relevant currencies of non-Euro participating countries used in preparing the consolidated financial statements and notes thereto were as follows:

Country:	Currency:	Exchange rate at Dec. 31, 2025	Exchange rate at Dec. 31, 2024	Annual average exchange rate 2025	Annual average exchange rate 2024
		1 EUR =	1 EUR =	1 EUR =	1 EUR =
Bulgaria	BGN	1.96	1.96	1.96	1.96
Canada	CAD	1.61	1.49	1.57	1.48
Chile	CLP	1071	1034	1070	1021
China	CNY	8.24	7.53	8.04	7.72
Colombia	COP	4,413	4,566	4,553	4,404
Czech Republic	CZK	24.24	25.19	24.69	25.12
Denmark	DKK	7.47	7.46	7.46	7.46
Great Britain	GBP	0.87	0.83	0.85	0.85
Hungary	HUF	385	411	398	396
Jordan	JOD	0.83	0.74	0.80	0.77
Norway	NOK	11.84	11.80	11.72	11.61
Philippines	PHP	69.25	60.47	64.64	61.99
Poland	PLN	4.23	4.27	4.24	4.31
Romania	RON	5.10	4.97	5.04	4.97
Sweden	SEK	10.82	11.46	11.07	11.42
Switzerland	CHF	0.93	0.94	0.94	0.95
Tunisia	TND	3.37	3.32	3.37	3.37
Turkey	TRY	50.45	36.74	50.45	36.74
Ukraine	UAH	49.86	43.93	46.86	43.42
United States of America	USD	1.18	1.04	1.12	1.08
Vietnam	VND	30,900	26,529	29,155	27,081

The functional currency of MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi (Turkey) and Mayr-Melnhof Printing and Packaging Tehran Company (Iran) is the Euro.

Superpak Ambalaj sanayi ve ticaret anonim sirketi applies IAS 29 "Financial Reporting in Hyperinflationary Economies".

Adjustments resulting from the consideration of the currency devaluation of the monetary balance sheet items are reflected in profit or loss and are included in the consolidated income statement in "Other financial result – net". The Turkish consumer price index (TÜFE, 2005=100) published by the Turkish Statistical Office (TURKSTAT) was used for this purpose. The value of the index applied at the reporting date was 2,999 and increased by 31 % compared to the previous year (January 1, 2025: 2,291).

For the year ended December 31, 2025, the adjustments from hyperinflation accounting resulted in an increase of total assets in the amount of thous. EUR 5,202 (December 31, 2024: thous. EUR 6,158). This mainly results from the indexation of property, plant and equipment amounting to thous. EUR 4,662 (December 31, 2024: thous. EUR 5,447) and inventories amounting to thous. EUR 224 (December 31, 2024: thous. EUR 385). On the liabilities side, equity increased by thous. EUR 5,182 (December 31, 2024: thous. EUR 6,158). In the income statement, there was in particular an increase in cost of materials and depreciation and amortisation, which led to a negative effect on the operating profit in the amount of thous. EUR 1,391 (2024: thous. EUR 2,365). In addition, a monetary gain in the amount of thous. EUR 3,327 (2024: loss in the amount of thous. EUR 1,985) was recognised, which is included in "Other financial result – net".

Business combinations

All new acquisitions of subsidiaries and businesses are accounted for using the acquisition method.

The acquisition costs of the transaction classified as a business correspond to the fair values of the assets transferred and liabilities received or taken over on the acquisition date (value of consideration transferred).

The identifiable assets acquired and liabilities assumed in the course of business combinations are measured at fair value at the acquisition date. Depending on the nature and materiality of the acquisition, land, buildings and machines are basically valuated based on independent external expert reports. Intangible assets are, according to their nature and due to the complexity of identifying the fair values, measured based on reports of independent external experts or internally, applying adequate valuation methods. Any non-controlling (minority) interests in the acquiree are recognised at the non-controlling (minority) interests' proportionate share in the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

Potential contingent considerations are measured at fair value at the acquisition date. Subsequent changes in contingent consideration classified as asset or liability are also measured at fair value, and the resulting profit or loss is recognised in the profit for the year.

The excess of the consideration transferred and the amount of the non-controlling (minority) interest in the acquiree over the fair value of identifiable net assets acquired shall be capitalised as goodwill. After repeated assessment, negative goodwill shall be recognised directly in the income statement.

Other intangible assets

The Group is obliged to redeem CO₂ emission rights for carbon dioxide emissions incurred during cartonboard and paper production.

These emission rights have partly been allocated free of charge to the Group within the European Union and Norway. If this allocation is not sufficient to cover the volume of CO₂ emissions caused by the respective facility, the Group acquires further certificates on the market.

CO₂ emission rights are recognised in accordance with IAS 38 "Intangible Assets" as intangible assets in "Prepaid expenses and other current assets", measured at cost if they are acquired in return for payment. If the rights have been allocated free of charge, they are measured at cost amounting to zero. If actual carbon dioxide emissions in the course of the reporting period exceed the amount of available emission rights at the balance sheet date, a provision for the missing certificates has to be accounted for, which is presented under the position "Provisions for current liabilities and charges" (see note 18).

Expenses from the use of emission rights acquired in return for payment as well as income from the sale of redundant emission rights are recorded in the income statement.

Assets held for sale, liabilities related to assets held for sale

In accordance with IFRS 5 (Assets held for sale), an asset is classified as asset held for sale if the respective carrying amount will be recovered principally through a sale transaction rather than through continuing use. A sale must be planned, realisable and highly probable within the subsequent twelve months. Immediately prior to initial classification as assets held for sale, the carrying amounts of the assets must be measured in accordance with the relevant IFRS. In case of reclassification, the assets are measured at the lower of carrying amount and fair value less costs to sell and presented separately in the balance sheet. Analogously, liabilities related to assets held for sale are presented separately in the balance sheet.

Derivative financial instruments

The Group uses derivative financial instruments to hedge risks arising from its operating activities. Financial instruments are not held for the purpose of generating a profit from short-term fluctuations in market price.

Accounting for derivative financial instruments not designated as hedge accounting

Derivative financial instruments that are not designated as hedge accounting are classified as held for trading and recognised at fair value in accordance with IFRS 9. At the balance sheet date, the fair value of open derivatives is calculated as the present value of future cash flows using currency quotations. Any gain or loss resulting from the valuation is recognised in profit or loss.

Hedge accounting

In order to reflect the economic effects of risk management activities in the area of over-the-counter hedging of commodity prices, the MM Group applies the provisions of hedge accounting according to IFRS 9. At the inception of the hedge transaction, the MM Group documents the economic relationship between the hedging instrument and the hedged item, including the risk management objectives and the underlying business strategy for undertaking the hedge. The material terms of the payments from the hedged items and hedging instruments are generally identical or opposite ("critical terms match"). Derivatives are generally initially recognised at fair value on the date a derivative contract is entered into and are measured at fair value at the end of each reporting period. Depending on the fair value (positive or negative), derivative financial instruments are recognised as other receivables or other liabilities.

If a derivative is designated as a cash flow hedge, the effective portion of the changes in fair value is recognised in other comprehensive income and accumulated in the cash flow hedge reserve. The effective portion of changes in fair value recognised in other comprehensive income is limited to the cumulative change in the fair value of the hedged item (calculated on a present value basis) since the inception of the hedge. Reclassification to the consolidated income statement takes place when the corresponding underlying transaction is recognised in profit or loss. Any ineffective amount of change in the fair value of the derivative is recognised immediately in profit or loss.

Government grants

Government grants are only recognised if there is reasonable assurance that the conditions attached to them will be met and the grants will be received. Grants related to income are recognised in the Group using the net method and deducted from the associated expenses.

4 DISCRETIONARY DECISIONS, ASSUMPTIONS AND ESTIMATES

The consolidated financial statements and the notes thereto are prepared in accordance with generally accepted accounting and recognition standards of IFRS using estimates and assumptions for certain items which affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the balance sheet date as well as the reported amounts of revenues and expenses during the reporting period and the reported values at the balance sheet date. In the process of applying the Group's accounting policies, management makes various judgments and actual values may ultimately differ from these assumptions and estimates. Estimates are obtained carefully and underlying assumptions are constantly monitored and prospectively recognised. These assumptions are based on past experience and other factors including expectations about future events that could have a financial impact on the Group and are applied appropriately under given circumstances.

The consolidated financial statements and notes thereto include the following material items, the determination of whose carrying amounts is highly dependent on the underlying assumptions and estimates:

Useful life of non-current assets

Property, plant and equipment as well as acquired intangible assets are recognised at acquisition and manufacturing costs and are depreciated/amortised on a straight-line basis over their estimated useful lives. The estimation of useful lives is based on assumptions concerning wear and tear, aging, technical standards, contract periods and changes in demand. Changes in these factors may result in a shorter or longer useful life of an asset. Hence, the carrying amount would be depreciated/amortised over the remaining shorter or longer useful life, resulting in higher or lower annual depreciation/amortisation expenses (see note 6).

Accounting of business combinations

As a consequence of company acquisitions a goodwill is reported in the consolidated balance sheet, or a negative difference (badwill) is recognised directly in the income statement after repeated assessment. As part of the initial consolidation of a company acquisition, all identifiable assets, liabilities and contingent liabilities are recognised at fair value as of the effective acquisition date. The valuation of intangible assets in particular is based on the forecast of the total expected cash flows and strongly depends on the management's assumptions regarding future developments and the underlying developments of the discount rate to be applied (see note 5).

Impairment of assets

Goodwill is tested for impairment in the course of an annual impairment test. Furthermore, a recoverability evaluation of fixed assets is performed whenever events that have occurred or circumstances that have changed indicate that the carrying amount of an asset or a group of assets exceeds its recoverable amount. During this impairment test, the evaluation of fixed assets is also based on budget, assessments of market or company-specific discount rates, expected growth rates and EBITDA margin/cost development. The assumptions involved in these calculations may change and may lead to an impairment loss in future periods (see note 6).

Inventories

With regard to the loss-free measurement of finished goods, estimates are made of expected selling prices, currency developments, the planned timing of sales, and the costs still to be incurred.

To determine write-downs for obsolescence, estimates regarding the actual and planned consumption, minimum stock levels, and possible alternative uses of materials are taken into account.

Trade receivables

The determination of the allowance under the "expected credit loss" model is largely based on estimates and judgments reflecting the creditworthiness of specific customer groups, the current economic environment, an evaluation of historical bad debt losses, and forward-looking forecasts. The parameters used in the model are reviewed and adjusted on an ongoing basis.

For the allowance of individually risky receivables, the creditworthiness of the respective customer is additionally assessed on a case-by-case basis.

Assets held for sale

Whether a sale is considered highly probable and the assets (or disposal groups) concerned can be classified as assets held for sale in accordance with IFRS 5 may require judgment. Due to the absence of a more specific definition of the term "separate major line of business or geographical area of operations", classification as a discontinued operation may also require judgment.

Income taxes

The Group operates in numerous countries and is therefore subject to a wide range of tax laws in numerous tax jurisdictions. Calculating global tax liabilities requires comprehensive assessments that may result in the actual outcome of such tax-related uncertainties differing from the original estimate and in impacts on tax liabilities (see note 9).

Deferred tax assets and liabilities

Deferred taxes are calculated by applying the tax rates which are effective on the balance sheet date or have essentially been legally adopted and which are expected to be valid at the time of realisation of a deferred tax asset or the settlement of a deferred tax liability as well as by evaluating the capacity of future taxable income. Future taxable results which differ from the assumptions may result in the fact that the realisation of deferred tax assets becomes improbable, and a change in estimate of deferred tax assets for the respective assets has to be recorded (see note 9).

Duration of leases

The Group determines the duration of leases based on the non-cancellable base term of the lease as well as by including the period arising from an option to extend the lease. When assessing whether there is sufficient certainty that the option to extend or terminate the lease is exercised or not, discretionary decisions are made. All relevant factors representing an economic incentive are considered. These are scrutinised and re-evaluated as circumstances change, which can result in an adjustment of the lease term and thus in adjustments of the lease liability and the right-of-use asset. The relevant assumptions for determining the useful life of significant leased offices and warehouses with unlimited agreements were adopted according to strategic objectives, location and costs. The underlying discount rate used to calculate the present value also depends on the determination of the term. For each country, currency and term of the respective leases, a base interest rate, which is increased by a credit spread and a country risk premium is used (see note 14).

Provisions for pensions, severance payments, and anniversary bonuses

The actuarial calculation of obligations regarding pensions, severance payments and anniversary bonuses is based on assumptions about discount rates, salary and pension adjustments, life expectancy and retirement age. Additionally, the probable employee turnover depending on the years of service is used for assessing anniversary bonuses. Actual outcomes may be different from these assumptions due to changes in the economic environment and market conditions and, as a consequence, can result in a significant change in non-current provision as well as equity (see note 15).

Other provisions

The recognition and valuation of other provisions is based on the best possible estimation of probability of the future resources outflow as well as experience and known circumstances as of the balance sheet date. Therefore, the actual realised resources outflow can differ from the provision amount reported on the balance sheet date (see note 15 and 18).

In connection with the Group's activities, obligations for the demolition or dismantling of facilities and for land reclamation may arise. At the time an obligation incurs, it is fully provided for by recognising the present value of future reclamation expenditures. An asset is recognised in the same amount as part of the carrying amount of the asset. The calculation of the obligation is based on best estimates. The compounding of the provisions results in an interest expense or income (in the case of a negative discounting interest rate) and increases or decreases the obligation at each balance sheet date until the dismantling of a facility. Provisions are recognised for other environmental risks and measures, if these obligations are probable and the amount of the obligation can be reasonably estimated.

Restructuring provisions are recognised in accordance with IAS 37, if a sufficiently detailed formal plan exists and the implementation of the restructuring measures has already begun or the plan has been communicated before the balance sheet date. The measurement is based on the best possible estimate of the obligations existing at the balance sheet date. Significant uncertainties may exist regarding the number of employees affected and the final economic impact of the measures.

Financial instruments

The Group has designated hedging transactions (“cash flow hedge”) which were measured on the basis of the expected purchase volumes for underlying gas contracts and the TTF future prices available at the designation date (see note 7).

Climate-related risks

The MM Group follows the TCFD framework (Task Force on Climate-Related Financial Disclosures) in order to integrate climate-change-related risks and opportunities into the existing reporting structures and the consolidated financial statements in the best possible way.

For the business activities of the MM Group, the progress of climate change results in both physical and strategic risks that can affect a business area or the entire Group.

The risks are divided into transitory and physical risks. Transitory risks include changes in available energy sources and associated emissions trading systems such as the EU Emissions Trading System (EU ETS). Physical risks relate in particular to the effects of climate change on the availability of resources such as water and forestry raw materials, which are important for paper and cartonboard production. Climate-related risks are subject to significant uncertainties and can potentially have an impact on the reported assets of the MM Group.

In order to carry out a comprehensive risk analysis and to minimise potential risks, various strategies are pursued in business planning and decision-making. On the one hand, measures are developed to reduce CO₂ emissions, which are carefully evaluated and planned. A particular focus here is placed on the way in which these measures can be integrated into business practices in order to achieve long-term environmental and economic benefits.

On the other hand, efforts are focused on securing the procurement of all key sustainable raw materials. This includes ensuring a reliable and sustainable supply chain for all raw materials that are important for the company. A proactive procurement strategy can avoid potential supply bottlenecks and reduce the risk of unforeseen price increases.

In addition, the environmental risk is further reduced through the use of forward hedging transactions for CO₂ certificates, natural gas and electricity. These hedging measures serve to control the costs and risks associated with environmental factors and ensure that the company remains stable and competitive even under difficult market conditions.

5 CHANGES IN THE CONSOLIDATED COMPANIES AND OTHER SIGNIFICANT EVENTS

5.1 Changes in the consolidated companies in 2025

Changes in the consolidated companies

The changes in the consolidated companies (see entities listed in note 33) for the 2025 financial year are as follows:

Number of companies	Consolidation method			Total
	fully	at equity	not consolidated	
As of Jan. 1, 2025	101	2	4	107
Merger	-3	0	0	-3
Disposal of businesses	-16	-1	-3	-20
As of Dec. 31, 2025	82	1	1	84

Sale of TANN Group

In June 2, 2025, the MM Food & Premium Packaging division has sold 100 % of its shares in the TANN Group, headquartered in Traun, Austria, to Evergreen Hill Enterprise, Pte. Ltd., following approval by government authorities. The sales price amounts to EUR 343.3 million. In 2024, the TANN Group generated sales of approximately EUR 214 million. Through the sale MM concentrates on its core business of consumer packaging.

The assets and liabilities transferred at the date of disposal are as follows:

(in thousands of EUR)	June 2, 2025
Disposed assets	279,788
Property, plant and equipment	60,192
Intangible assets including goodwill	130,331
Investments accounted for using the equity method, securities and other financial assets	4,350
Deferred tax assets	1,754
Inventories	24,363
Trade receivables	31,654
Prepaid expenses and other current assets	6,443
Cash and cash equivalents	20,701
Disposed liabilities	72,143
Deferred tax liabilities	21,918
Provisions for non-current liabilities and charges	8,900
Financial liabilities	18,808
Trade liabilities	13,180
Prepaid expenses, other current liabilities and provisions	9,337
Disposed net assets	207,645
thereof attributable to minority interests	2,842

With the disposal of net assets, a customer relationship in the amount of thous. EUR 70,570 and attributable goodwill of the MM Food & Premium Packaging division in the amount of thous. EUR 57,080 were derecognised. Moreover, due to the reclassification of cumulative currency translation differences from other comprehensive income to the income statement, an expense of thous. EUR 9,028 was accounted for.

A total income before tax of thous. EUR 129,476 was recognised from the divestment which is presented under other operating income. Furthermore, consulting and transaction costs of thous. EUR 4,380 were incurred and recognised as an expense in the course of the sale.

There were further insignificant effects for the Group resulting from changes in the consolidated companies (see note 33).

5.2 Significant events in 2025

In the MM Pharma & Healthcare Packaging division, restructuring measures were implemented at individual sites in Spain and France in the financial year 2025. As a result, an immaterial impairment of property, plant and equipment was recognised at these sites. In connection with the necessary staff reduction, a social plan amounting to thous. EUR 13,203 was negotiated, of which thous. EUR 3,738 had already been paid as of December 31, 2025. The remaining amount is recognised under provisions for restructuring costs (see note 18).

5.3 Significant events in 2024

Agreement on sale of the TANN Group

The Group has agreed with Evergreen Hill Enterprise, Pte. Ltd., part of an Indonesian-based privately held group of diversified companies, on the sale of 100 % of the shares in TANN Group, headquartered in Traun, Austria, for a cash- and debt-free enterprise value of EUR 360 million. TANN Group prints on and finishes externally sourced fine paper to produce tipping paper and, as part of the MM Food & Premium Packaging segment, contributed to the Group result until the sale of the investment.

As of December 31, 2024, all assets and liabilities of the TANN Group were treated as a disposal group within the meaning of IFRS 5. An impairment test of these assets and liabilities according to IFRS 5.18 immediately prior to classification as held for sale did not reveal any need for impairment. The disposal group was reported after consolidation of all intragroup assets and liabilities in the consolidated balance sheet as of December 31, 2024 under the item "Assets held for sale" or under the item "Liabilities related to assets held for sale".

The composition of the two items can be seen in the following overview:

(in thousands of EUR)	Dec. 31, 2024
Assets	283,961
Property, plant and equipment	63,435
Intangible assets including goodwill ¹⁾	130,264
Investments accounted for using the equity method, securities and other financial assets	5,251
Deferred tax assets	1,770
Inventories	23,059
Trade receivables	22,368
Prepaid expenses and other current assets	6,270
Cash and cash equivalents	31,544
Liabilities	65,977
Deferred tax liabilities	20,548
Provisions for non-current liabilities and charges	9,021
Financial liabilities	2,359
Trade liabilities	23,466
Prepaid expenses, other current liabilities and provisions	10,583

¹⁾ for details on allocation of goodwill see note 6

Other changes in 2024

In addition to the TANN Group, the assets held for sale also included a land held for sale by MM Packaging Polska Sp. z o.o.

5.4 Changes in the consolidated companies in 2024

In in the financial year 2024, there were further insignificant effects resulting from changes in the consolidated companies (see note 33).

6 DEVELOPMENT OF FIXED ASSETS

6.1 Property, plant and equipment including leases

Property, plant and equipment

Property, plant and equipment are recognised at acquisition or manufacturing cost less accumulated depreciation and impairment. Depreciation expense is recognised applying the straight-line method over the following estimated useful lives:

Buildings	10 – 50 years
Technical equipment and machines	3 – 20 years
Other equipment, fixtures and fittings	3 – 20 years

The Group capitalises significant renewal investments and leasehold improvements. Generally, costs resulting in a prolongation of utilisation or in an increase in future utilisation of assets are capitalised. Current costs of maintenance and repairs are recognised as expenses as incurred.

The costs of internally generated assets include the respective direct costs as well as attributable material and manufacturing overhead costs including depreciation.

Borrowing costs that are directly attributable to the acquisition, construction or manufacturing of a qualifying asset are capitalised as part of the cost of that asset. All other borrowing costs are recognised in profit or loss in the period in which they are incurred. Neither in 2025 nor in 2024 there were borrowing costs eligible for capitalisation.

Development of property, plant and equipment 2025

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Construction in progress	Property, plant and equipment
ACQUISITION OR MANUFACTURING COSTS:					
Balance at Jan. 1, 2025	930,051	2,688,935	212,250	108,745	3,939,981
Effect of exchange rate changes	(8,723)	(21,539)	(961)	(400)	(31,623)
Changes in consolidated companies	(3,049)	(4,478)	(1,082)	0	(8,609)
Additions	10,679	108,141	13,412	125,639	257,871
Disposals	(15,124)	(44,744)	(6,604)	(1,415)	(67,887)
Hyperinflation adjustments	1,804	5,407	277	0	7,488
Reclassifications	24,278	40,244	4,246	(62,791)	5,977
Balance at Dec. 31, 2025	939,916	2,771,966	221,538	169,778	4,103,198
ACCUMULATED DEPRECIATION AND IMPAIRMENT:					
Balance at Jan. 1, 2025	370,962	1,399,524	140,631	4,173	1,915,290
Effect of exchange rate changes	(3,562)	(13,499)	(698)	(3)	(17,762)
Changes in consolidated companies	(1,607)	(1,197)	(546)	0	(3,350)
Disposals	(13,008)	(40,465)	(6,044)	(1,298)	(60,815)
Depreciation/amortisation expense for the year	33,491	141,837	18,274	0	193,602
Impairments	8,525	67,020	1,011	0	76,556
Write-ups	0	(301)	0	0	(301)
Hyperinflation adjustments	946	4,645	28	0	5,619
Reclassifications	(894)	648	(659)	0	(905)
Balance at Dec. 31, 2025	394,853	1,558,212	151,997	2,872	2,107,934
NET BOOK VALUE:					
Net book value at Dec. 31, 2025	545,063	1,213,754	69,541	166,906	1,995,264
Net book value at Dec. 31, 2024	559,089	1,289,411	71,619	104,572	2,024,691

Additions include the capitalisation of a power plant in Neuss, Germany, amounting to thous. EUR 40,235 (see note 14), as well as the investment in a continuous pulp digester in Kwidzyn, Poland, amounting to thous. EUR 45,263.

Development of property, plant and equipment 2024

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Construction in progress	Property, plant and equipment
ACQUISITION OR MANUFACTURING COSTS:					
Balance at Jan. 1, 2024	945,852	2,478,826	203,323	221,937	3,849,938
Effect of exchange rate changes	5,393	6,426	150	1,314	13,283
Additions	20,720	120,381	15,871	80,867	237,839
Disposals	(5,703)	(35,092)	(9,484)	(24)	(50,303)
Hyperinflation adjustments	3,028	10,461	452	22	13,963
Reclassifications	16,214	163,775	8,524	(190,860)	(2,347)
Reclassifications according to IFRS 5 ¹⁾	(51,775)	(55,842)	(6,586)	(4,511)	(118,714)
Other ²⁾	(3,678)	0	0	0	(3,678)
Balance at Dec. 31, 2024	930,051	2,688,935	212,250	108,745	3,939,981
ACCUMULATED DEPRECIATION AND IMPAIRMENT:					
Balance at Jan. 1, 2024	343,675	1,311,753	134,085	4,395	1,793,908
Effect of exchange rate changes	1,046	1,014	88	6	2,154
Disposals	(5,695)	(32,846)	(9,110)	0	(47,651)
Depreciation/amortisation expense for the year	36,470	142,212	18,288	0	196,970
Impairments	703	0	0	0	703
Write-ups	0	0	0	(228)	(228)
Hyperinflation adjustments	2,646	9,147	327	0	12,120
Reclassifications	9	1,565	1,633	0	3,207
Reclassifications according to IFRS 5 ¹⁾	(7,892)	(33,321)	(4,680)	0	(45,893)
Balance at Dec. 31, 2024	370,962	1,399,524	140,631	4,173	1,915,290
NET BOOK VALUE:					
Net book value at Dec. 31, 2024	559,089	1,289,411	71,619	104,572	2,024,691
Net book value at Dec. 31, 2023	602,177	1,167,073	69,238	217,542	2,056,030

¹⁾ see note 5²⁾ includes the offsetting effect of the discounting of a long-term recultivation provision without impact on the income statement (see note 15)

There was no pledge right implied on the Group's property to secure the liabilities.

Leases

The Group is a lessee of leases. The right-of-use assets are presented as part of property, plant and equipment. The tables present additional information on the right-of-use assets by classes of underlying assets:

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Property, plant and equipment
Balance at Jan. 1, 2025	88,424	7,564	888	96,876
Effect of exchange rate changes	(676)	120	18	(538)
Changes in consolidated companies	(902)	(18)	0	(920)
Additions	3,226	42,379	382	45,987
Disposals	(393)	(256)	(68)	(717)
Depreciation/amortisation expense for the year	(12,705)	(7,300)	(477)	(20,482)
Balance at Dec. 31, 2025	76,974	42,489	743	120,206

(in thousands of EUR)	Lands, similar land rights and buildings	Technical equipment and machines	Other equipment, fixtures and fittings	Property, plant and equipment
Balance at Jan. 1, 2024	89,823	9,027	681	99,531
Effect of exchange rate changes	1,104	23	(17)	1,110
Additions	12,266	4,151	745	17,162
Disposals	0	(218)	0	(218)
Depreciation/amortisation expense for the year	(13,300)	(5,419)	(521)	(19,240)
Reclassifications according to IFRS 5 ¹⁾	(1,469)	0	0	(1,469)
Balance at Dec. 31, 2024	88,424	7,564	888	96,876

¹⁾ see note 5

Disposals of right-of-use assets also include contract adjustments and changes in term assumptions.

6.2 Intangible assets including goodwill

Intangible assets acquired for valuable consideration which are determined to have a finite useful life are capitalised at acquisition cost and amortised on a straight-line basis over the following estimated useful lives:

Concessions, licenses and similar rights	5 – 10 years
Customer relationships and other intangible assets	5 – 10 years

Development of intangible assets including goodwill 2025

(in thousands of EUR)	Concessions, licenses and similar rights	Goodwill	Customer relationships and other intangible assets	Intangible assets incl. goodwill
ACQUISITION OR MANUFACTURING COSTS:				
Balance at Jan. 1, 2025	119,874	751,798	203,626	1,075,298
Effect of exchange rate changes	(264)	(1,176)	125	(1,315)
Changes in consolidated companies	(195)	(833)	0	(1,028)
Additions	1,813	0	0	1,813
Disposals	(242)	0	0	(242)
Hyperinflation adjustments	92	0	0	92
Reclassifications	6,736	0	0	6,736
Balance at Dec. 31, 2025	127,814	749,789	203,751	1,081,354
ACCUMULATED DEPRECIATION AND IMPAIRMENT:				
Balance at Jan. 1, 2025	69,062	8,948	90,994	169,004
Effect of exchange rate changes	(135)	0	(282)	(417)
Changes in consolidated companies	(188)	0	0	(188)
Disposals	(241)	0	0	(241)
Depreciation/amortisation expense for the year	8,077	0	18,011	26,088
Hyperinflation adjustments	46	0	0	46
Reclassifications	99	0	45	144
Balance at Dec. 31, 2025	76,720	8,948	108,768	194,436
NET BOOK VALUE:				
Net book value at Dec. 31, 2025	51,094	740,841	94,983	886,918
Net book value at Dec. 31, 2024	50,812	742,850	112,632	906,294

Development of intangible assets including goodwill 2024

(in thousands of EUR)	Concessions, licenses and similar rights	Goodwill	Customer relationships and other intangible assets	Intangible assets incl. goodwill
ACQUISITION OR MANUFACTURING COSTS:				
Balance at Jan. 1, 2024	113,347	799,673	302,817	1,215,837
Effect of exchange rate changes	193	9,205	1,571	10,969
Additions	1,762	0	0	1,762
Disposals	(427)	0	0	(427)
Hyperinflation adjustments	276	0	0	276
Reclassifications	6,325	0	914	7,239
Reclassifications according to IFRS 5 ¹⁾	(1,602)	(57,080)	(101,676)	(160,358)
Balance at Dec. 31, 2024	119,874	751,798	203,626	1,075,298
ACCUMULATED DEPRECIATION AND IMPAIRMENT:				
Balance at Jan. 1, 2024	62,766	8,948	96,377	168,091
Effect of exchange rate changes	111	0	27	138
Disposals	(418)	0	0	(418)
Depreciation/amortisation expense for the year	8,498	0	22,577	31,075
Hyperinflation adjustments	178	0	0	178
Reclassifications	(880)	0	914	34
Reclassifications according to IFRS 5 ¹⁾	(1,193)	0	(28,901)	(30,094)
Balance at Dec. 31, 2024	69,062	8,948	90,994	169,004
NET BOOK VALUE:				
Net book value at Dec. 31, 2024	50,812	742,850	112,632	906,294
Net book value at Dec. 31, 2023	50,581	790,725	206,440	1,047,746

¹⁾ see note 5

In the financial year 2025, depreciation and amortisation expenses recorded under "Property, plant and equipment" and "Intangible assets including goodwill" amounted to thous. EUR 219,690 and impairment expenses to thous. EUR 76,556 (2024: thous. EUR 228,045 and thous. EUR 703). The amortisation and impairment of the position "Intangible assets including goodwill" are recorded mainly for assets related to customer relationships as well as for software licences. For details related to impairments and write-ups please refer to note 6.3.

6.3 Recoverability of non-current assets

Property, plant and equipment and intangible assets with a finite useful life

Property, plant and equipment and intangible assets with a finite useful life are recognised at acquisition or manufacturing cost less accumulated depreciation and impairment and depreciated over their useful lives.

For the purpose of impairment testing, property, plant and equipment and intangible assets (before goodwill) are grouped into cash-generating units. As a rule, an individual site represents its own cash-generating unit.

The Group monitors external and internal information sources for events and changes in circumstances indicating that the carrying amount of a cash-generating unit may exceed its recoverable amount and that thus an impairment of these assets may be required (e. g., technical or physical obsolescence of assets or unscheduled downtimes as well as changed economic circumstances).

When such events or circumstances have occurred, these long-term assets are tested for an impairment. In this case, the carrying amount is compared with the higher of the fair value less costs of disposal or the value in use. The value in use is determined for the concerned cash generating unit based on the present value of estimated future cash flows (free cash flows) before taxes from use of the asset or group of assets using the discounted cash flow method (DCF method). If and when necessary, external expert opinions for determining the fair value less costs to sell are additionally obtained.

If the recoverable amount determined using these methods (value in use or fair value less costs of disposal) is below the carrying amount of the group of assets, the difference is to be recognised as an impairment loss. The impairment loss resulting from the comparison of carrying amounts with the recoverable amount is allocated to the assets on a pro-rata basis according to the carrying amount of each individual asset. Individual assets are not reduced below their fair value less costs of disposal. If the reason for the impairment no longer exists, a reversal of the impairment is recognised.

Impairments and write-ups in the financial year 2025

As of December 31, 2025, the Group's market capitalisation amounted to thous. EUR 1,805,138 (December 31, 2024: thous. EUR 1,592,000) and the book value of equity amounted to thous. EUR 2,103,629 (December 31, 2024: thous. EUR 2,128,665). Due to this shortfall and because the economic situation remained generally difficult, the Group carried out impairment tests for all cash-generating units in the 2025 financial year. Based on the information available at that specific time, the Group does not expect any material negative effects for CGUs belonging to the segments MM Food & Premium Packaging as well as MM Pharma & Healthcare Packaging on the future detailed planning calculations and the resulting cash flows of its cash-generating units. Therefore there was generally no need to recognise impairment losses on property, plant and equipment.

In the MM Board & Paper division, especially lower earnings expectations – resulting from business performance falling short of plan and from revised forecasts prepared during the budgeting process – were the main triggers for the impairment requirement at the Kolicevo production site. The reduction in the recoverable amount (value in use) led to impairments on property, plant and equipment totaling thous. EUR 70,530 in the 2025 financial year, allocated to buildings in the amount of thous. EUR 5,342, technical equipment and machines in the amount of thous. EUR 64,203, and other equipment, fixtures and fittings in the amount of thous. EUR 985. There was fundamentally no need to recognise impairment on property, plant and equipment for the remaining cash-generating units in the MM Board & Paper segment.

In the MM Food & Premium Packaging division, impairments on property, plant and equipment amounting to thous. EUR 4,337 were recognised in the 2025 financial year. These resulted primarily from a fire in a raw-material warehouse in Bydgoszcz. Only the warehouse was affected, while the production machines remained largely undamaged and were not destroyed.

In the MM Pharma & Healthcare Packaging division, impairments on property, plant and equipment amounting to thous. EUR 1,569 were recognised. These were the result of restructuring measures in Spain and France.

Impairments and write-ups in the financial year 2024

In the 2024 financial year, the market capitalisation of the Group fell below the carrying amount of equity. For this reason, impairment tests were carried out for the cash-generating units. Based on the information available at that time, the Group did not expect any significant negative effects on the future detailed budget and cash flows of its cash-generating units and therefore there was basically no need for impairment of property, plant and equipment.

Goodwill

Goodwill is recognised at acquisition cost and is not amortised but tested for impairment on an annual basis as of December 31 or when there is an indication that a significant impairment may exist.

Goodwill allocation

Goodwill within the Group is monitored at the level of the operating segments MM Food & Premium Packaging, MM Pharma & Healthcare Packaging and MM Board & Paper (see note 19). The impairment test is carried out at this organisational level. Goodwill is allocated to the operating segments as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Goodwill MM Food & Premium Packaging	175,089	178,438
Goodwill MM Pharma & Healthcare Packaging	99,182	101,464
Goodwill MM Board & Paper	466,570	462,948
Goodwill Group	740,841	742,850

In 2024, a goodwill of the MM Food & Premium Packaging segment in the amount of thous. EUR 57,080 was reclassified to the item "Assets held for sale" in connection with the agreement to sell the TANN Group (see note 5). To determine this amount, the value in use of the TANN Group (taking into account the disposal scenario) was compared with the value in use of the cash-generating unit MM Food & Premium Packaging and the goodwill was allocated using this ratio. In the 2025 financial year, the proportionately calculated goodwill was derecognised as part of the net assets of the TANN Group.

Any possible impairment will be recorded in the amount by which the book value of the respective operating segment including the respective goodwill assigned to this segment exceeds the recoverable amount. The recoverable amount is defined as the higher of value in use and fair value less cost to sell of the Group's respective cash generating units. For the impairment test, the respective recoverable amount is determined based on the calculation of value in use for each operating segment.

Calculation of value in use

Value in use is determined for the respective operating segment based on the present value of estimated future cash flows (free cash flows) before taxes using the discounted cash flow method (DCF method) based on the following underlying assumptions (parameters):

Discount rate	The discount rate represents the weighted average cost of capital (WACC) of the Group before taxes, and, for the current financial year, it amounts to 12.05 % (2024: 12.60 %) for the segment MM Food & Premium Packaging, 9.31 % (2024: 9.51 %) for the segment MM Pharma & Healthcare Packaging and 9.45 % (2024: 10.00 %) for the segment MM Board & Paper. Cost of equity is derived from a general risk premium for which the Group's specific risk premium is taken into consideration by applying the beta factor as well as country-specific risk indicators. The beta factor and cost of debt are derived from peer-group capital market information.
The detailed forecast period	The detailed forecast period is five years (2024: five years). The last planned year is also used for the cash flow calculation hereafter and modified using further assumptions for the terminal value.
Free Cash Flow	The free cash flows in the detailed forecast period are based on the estimates of the medium-term corporate planning of the three segments, which was approved by the Supervisory Board. This includes assumptions about volume and earnings developments which were derived from external forecasts, historical experience, and internal management projections of the market environment, such as material and selling prices, and internal input factors, such as investment and personnel planning.
Growth rate	For the free cash flows after the five year detailed forecast period a continuous growth rate of 1.5 % p. a. (2024: 1.5 % p. a.) including a retention rate is considered.
EBITDA margin/Cost development	Based on the currently low level, the Group expects an increase in EBITDA margins in the planning period due to increased capacity utilisation and a stable fixed cost development. Planned capital expenditures are offset by depreciation and amortisation in an appropriate amount.

If, based on this procedure and these underlying assumptions, the recoverable amount (value in use) is determined to be lower than the respective book value of the cash generating operating segment including the respective goodwill assigned, the difference is recorded as impairment.

The Group has conducted its annual impairment test as of December 31, 2025 and December 31, 2024. Neither in 2025 nor in 2024 an impairment on goodwill was recognised on this basis.

Sensitivity of underlying assumptions

Regarding the underlying parameters for calculating the value in use, the above stated assumptions were met. From today's perspective, after due deliberation, no significant changes of one or more underlying assumptions used for determining the value in use of the operating segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging are expected, which would result in the book value of the respective operating segments including goodwill assigned to the segment exceeding the recoverable amount in the following financial year.

The respective pre-tax discount rate according to which the value in use would equal the book value as of December 31, 2025 amounts to 16.94 % (December 31, 2024: 15.24 %) for the operating segment MM Food & Premium Packaging and 17.11 % (December 31, 2024: 16.05 %) for the operating segment MM Pharma & Healthcare Packaging.

A decrease in free cash flows by 10.0 % points or in growth rate by 0.5 % points would not have led to any impairment as of December 31, 2025 for the segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging.

Further sensitivity analyses of reasonably possible changes in key assumptions – each applied while keeping all other parameters constant – included, among other things, a 20 % increase in energy costs and a 10 % increase in carton prices for the operating segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging. These analyses also did not result in any impairment.

The Group determined that a reasonably possible change in three key assumptions in the MM Board & Paper operating segment could lead to the carrying amount exceeding the recoverable amount. The pre-tax discount rate at which the value in use would equal the carrying amount as of December 31, 2025 is 9.65 % (December 31, 2024: 13.01 %). The estimated recoverable amount of the operating segment exceeds its carrying amount by approximately thous. EUR 51,145.

The key assumptions used in determining the recoverable amount, on average per year over the detailed planning period, are set out below. Thereby the recoverable amount would equal the carrying amount if these key assumptions would change as follows – each applied while all other parameters remain unchanged (break-even analysis):

(in thousands of EUR)	Dec. 31, 2025	
	Assumptions	Break-even analysis
Free Cash Flow	91,940	-2.72 %
Fibre costs (in % of sales)	27.02 %	by 27.72 %
Energy costs (in % of sales)	8.97 %	by 9.67 %

For more details on climate-related risks please refer to note 4.

7 FINANCIAL INSTRUMENTS DISCLOSURES

7.1 Classification and measurement of financial instruments

Financial instruments comprise financial assets and financial liabilities and are recognised in different categories which determine the respective measurement method and thus also the resulting type of income and expense. Below, the financial instruments are assigned to the respective categories. Afterwards, the carrying amounts included in the balance sheet that correspond to the respective categories are presented. In conclusion, the income and expenses resulting from the different categories are shown.

Financial assets of the Group comprise securities, other financial assets, loans, trade receivables, other receivables and assets (except for certain positions which do not represent financial instruments, such as receivables regarding taxes and other charges), cash and cash equivalents, as well as derivative financial instruments with a positive balance.

Financial assets are classified and measured as follows:

Category	Examples in MM Group
At amortised cost	Trade receivables, cash and cash equivalents
At fair value through other comprehensive income	Trade receivables in connection with factoring agreements
At fair value through profit or loss	Derivatives

The categories of financial assets are explained in greater detail below.

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows.
- The contractual terms of the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding.

The Group classifies trade accounts receivable that are not sold to banks as part of factoring agreements and all other financial receivables in this category. In addition, all cash and cash equivalents, such as fixed deposits, are classified in this measurement category.

A debt instrument that meets the following two conditions is measured at fair value through other comprehensive income (as items that will subsequently be reclassified to the income statement):

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- On specified dates, the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Some of the Group's trade receivables are sold to banks as part of factoring agreements (see note 7.2). That part of the receivables portfolio as of December 31, 2025 that is offered to banks at nominal value after this reporting date is measured at fair value through other comprehensive income. Measurement at fair value has no material impact on the consolidated financial statements. For this reason, it is assumed that the fair value corresponds to the previous measurement standard of amortised cost.

The Group does not hold any other debt instruments that are measured at fair value through other comprehensive income.

A financial asset that is not measured at amortised cost or at fair value through other comprehensive income shall be valued at fair value through profit or loss. This includes, for example, debt instruments held which do not meet the two business model conditions (e. g., trading portfolio) and/or whose cash flows are not solely payments of principal and interest.

Investments in equity instruments (shareholdings) are basically measured at fair value through profit or loss, if, at their initial recognition, they are not irrevocably designated as at fair value through other comprehensive income, provided that they are not held for trading. However, in limited circumstances, cost may be an appropriate estimate of fair value for (non-listed) equity instruments. This may be the case if insufficient current information is available to measure fair value or if there is a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. In the Group, there are equity investments in unconsolidated companies. In general, these are to be measured at fair value. The acquisition costs, however, represent an appropriate estimate of fair value. Due to the minor importance of these entities, particularly with regard to their low business volume and their significance for the Group, fair value has not been calculated.

In the Group, derivative financial assets with a positive fair value are classified as at fair value through profit or loss.

Recognition and derecognition

A regular purchase or sale of financial assets is recognised using the trade date, i. e., the day on which the Group commits to purchasing or selling the asset. Financial assets are derecognised when the rights for payment have been transferred or expired and the Group has transferred considerable risks and rewards associated with ownership.

Measurement

Financial assets classified in the category “at amortised cost” are initially measured at fair value plus transaction costs. At their initial recognition, trade receivables are measured at their transaction price, if they do not contain a significant financing component. In the Group, financial assets are not valued in accordance with the effective interest rate method, thus there is no result recorded from this method in the comprehensive income.

Financial assets classified as “at fair value through profit or loss” are first measured at their fair value; associated transaction costs are directly recognised in profit and loss.

In subsequent periods, financial assets are evaluated either at amortised costs or at their fair value through profit and loss.

Impairment

Financial assets are assessed at the end of each reporting period to determine whether an impairment exists. The impairment model of IFRS 9 is based on the premise of providing for expected losses. The Group has implemented a framework for determining simplified expected credit losses from trade receivables in accordance with IFRS 9, which provides reliable results by using suitable parameters based on historical defaults. A detailed description of the model can be found in this note under section c) under credit and default risk.

The Group considers the other financial assets as insignificant regarding potential impairment.

Financial liabilities of the Group comprise interest-bearing financial liabilities incl. factoring liabilities, lease liabilities, trade liabilities, other liabilities (except for certain positions which do not represent financial instruments, such as liabilities regarding taxes and other charges) as well as derivative financial liabilities with a negative balance.

Financial liabilities are classified and measured as follows:

Category	Examples in MM Group
At fair value through profit or loss	Derivatives
At fair value through other comprehensive income	Gas supply contracts (cash flow hedge)
At amortised cost	Financial liabilities, trade liabilities

Financial liabilities measured at fair value through profit and loss or through other comprehensive income (OCI) are initially recorded at their fair value, transaction costs are directly recognised in profit and loss. At their initial recognition, financial liabilities valued at amortised cost are measured at their fair value net of transaction costs. A financial liability is only recognised if there is a contractual obligation and the Group cannot avoid it.

In subsequent periods, financial liabilities are evaluated either at amortised costs, using the effective interest method, or at their fair value through profit and loss or through other comprehensive income.

The following table shows in which category financial assets included in the balance sheet are recognised and by which method these financial instruments are measured:

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost ²⁾	Total
Carrying amount at Dec. 31, 2025				
Securities and other financial assets ¹⁾	1,538	0	911	2,449
Trade receivables	0	26,582	253,008	279,590
Other receivables and assets incl. derivatives ³⁾	1,589	0	47,380	48,969
Cash and cash equivalents	0	0	498,437	498,437
Total	3,127	26,582	799,736	829,445

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost ²⁾	Total
Carrying amount at Dec. 31, 2024				
Securities and other financial assets ¹⁾	1,538	0	945	2,483
Trade receivables	0	34,393	248,270	282,663
Other receivables and assets incl. derivatives ³⁾	2,255	0	23,978	26,233
Cash and cash equivalents	0	0	520,875	520,875
Total	3,793	34,393	794,068	832,254

¹⁾ For measurement of "other financial assets" classified as "at fair value through profit and loss", see note 7.6.

²⁾ The reported amounts regarding financial assets measured at amortised cost represent a proper approximation to the fair value.

³⁾ see note 12

The following table shows in which category financial liabilities included in the balance sheet are recognised and by which method these financial instruments are measured:

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost ¹⁾	Total
Carrying amount at Dec. 31, 2025				
Interest-bearing financial liabilities incl. factoring liabilities	0	0	1,286,559	1,286,559
Lease liabilities	0	0	125,589	125,589
Trade liabilities	0	0	537,638	537,638
Other liabilities incl. derivatives ²⁾	3,225	0	29,641	32,866
Total	3,225	0	1,979,427	1,982,652

(in thousands of EUR)	At fair value through profit and loss	At fair value through OCI	At amortised cost ¹⁾	Total
Carrying amount at Dec. 31, 2024				
Interest-bearing financial liabilities	0	0	1,527,018	1,527,018
Lease liabilities	0	0	101,706	101,706
Trade liabilities	0	0	588,130	588,130
Other liabilities incl. derivatives ²⁾	5,361	382	36,001	41,744
Total	5,361	382	2,252,855	2,258,598

¹⁾ The reported amounts regarding financial liabilities measured at amortised cost represent a proper approximation to the fair value. The fair value of fixed-interest financial liabilities can be found in note 14.1.

²⁾ incl. interest accruals from financial liabilities (see note 17)

The following table shows the types of income and expenses from financial assets assigned to categories and measurement methods, respectively:

(in thousands of EUR)	At fair value through profit and loss	At amortised cost	Total
Income and expense 2025			
In profit for the year	(42)	16,174	16,132
Interest/dividends received	617	16,515	17,132
Fair value/carrying amount changes	(664)	(341)	(1,005)
Gains/losses from disposals	5	0	5
In other comprehensive income	0	0	0
Change in fair value	0	0	0
Net profit/loss	(42)	16,174	16,132
Income and expense 2024			
In profit for the year	495	27,021	27,516
Interest/dividends received	523	27,090	27,613
Fair value/carrying amount changes	(33)	(69)	(102)
Gains/losses from disposals	5	0	5
In other comprehensive income	0	0	0
Change in fair value	0	0	0
Net profit/loss	495	27,021	27,516

The following table shows the types of income and expenses from financial liabilities assigned to categories and measurement methods, respectively:

	At fair value through profit and loss	At fair value through OCI	At amortised cost	Total
(in thousands of EUR)				
Income and expense 2025				
In profit for the year	2,136	(4,596)	(53,537)	(55,997)
Interest	0	0	(53,391)	(53,391)
Cost of materials and purchased services	0	(4,596)	0	(4,596)
Fair value/carrying amount changes	2,136	0	(146)	1,990
In other comprehensive income	0	382	0	382
Change in fair value	0	(4,214)	0	(4,214)
Cash flow hedge - recycling	0	4,596	0	4,596
Net profit/loss	2,136	(4,214)	(53,537)	(55,615)
Income and expense 2024				
In profit for the year	2,430	(15,132)	(83,039)	(95,741)
Interest	0	0	(82,867)	(82,867)
Cost of materials and purchased services	0	(15,132)	0	(15,132)
Fair value/carrying amount changes	2,430	0	(172)	2,258
In other comprehensive income	0	20,512	0	20,512
Change in fair value	0	5,380	0	5,380
Cash flow hedge - recycling	0	15,132	0	15,132
Net profit/loss	2,430	5,380	(83,039)	(75,229)

7.2 Factoring

The Group has been recognising factoring agreements. Trade receivables are transferred to a bank in return for cash and are derecognised in full in accordance with IFRS 9, as the main opportunities and risks associated with the receivables sold have been transferred to the acquirer. Receivables management remains within the Group.

7.3 Derivatives

The Group recognises derivative financial instruments as financial assets or liabilities measured at their fair value. These hedging relationships established to secure cash flows or fair values related to single underlying transactions reduce the currency risk or procurement risk in the Group.

In this connection, foreign exchange forward and swap transactions are used in order to mitigate the short-term effects of exchange rate fluctuations.

The most important foreign currencies for which the Group protects itself against fluctuation effects are the British Pound, the US Dollar, as well as the Euro for the companies with functional currencies other than the Euro. The changes in market values of these derivatives are recognised in "Foreign currency exchange rate gains (losses) – net" (see note 27). The settlement of these transactions and the trade are generally executed by Corporate Treasury.

As of December 31, 2025, the Group had concluded foreign exchange forward and swap contracts with a nominal value of receivables of thous. EUR 579,214 (December 31, 2024: thous. EUR 618,573) and liabilities of thous. EUR 581,705 (December 31, 2024: thous. EUR 623,143) with a negative total market value of thous. EUR 1,636 (December 31, 2024: negative total market value of thous. EUR 3,106).

The derivative financial instruments related to forward exchange contracts are recorded in the consolidated balance sheet under "Prepaid expenses and other current assets" as current assets in the amount of thous. EUR 1,589 (December 31, 2024: thous. EUR 2,255) and under "Deferred income and other current liabilities" as current liabilities in the amount of thous. EUR 3,225 (December 31, 2024: thous. EUR 5,361). Hedge accounting is not applied for these derivative financial instruments.

In the past, MM Kotkamills in Finland had been unable to consume the contractually hedged minimum purchase volumes of gas at fixed prices due to shutdowns, which had resulted in a resale of the surplus and thus the elimination of the own-use exemption. Therefore, in this context, hedging transactions had been designated ("cash flow hedge"), which had been valued based on the expected purchase volumes for underlying gas contracts and the TTF future prices available at the designation date.

The contracts that, due to their structure, did not fall under the own-use exemption and were therefore accounted for as hedging relationships ("cash flow hedge") expired at the end of the 2025 financial year. As of December 31, 2024, the recognised fair values of these contracts amount to thous. EUR -382 based on the TTF future prices effective at the reporting date. In the financial years 2025 and 2024, the hedging relationship in Finland was realised with the planned and fixed purchase quantities. An amount of thous. EUR 4,596 (December 31, 2024: thous. EUR 15,132) was reclassified through profit or loss (recycled). The valuation effects amounted to thous. EUR -4,214 (December 31, 2024: thous. EUR 5,380), resulting in a total effect on other comprehensive income of thous. EUR 382 (December 31, 2024: thous. EUR 20,512). As of the balance sheet date, there was no financial liability connected to this (December 31, 2024: thous. EUR 382). In this context, there were no significant ineffectivities.

7.4 Financial Risk Management

The Group is exposed to various financial risks arising from its operating activities and the structure of its financing. These financial risks include primarily credit risk, liquidity risk, currency risk and risk of interest rate changes. These risks are limited using centralised risk management which is applied throughout the Group. The identification, analysis and evaluation of financial risks as well as the decisions concerning the application of financial instruments to manage these risks are basically carried out by the Group's headquarters.

Credit and default risk

Credit risk is the risk arising from a non-fulfilment of contractual obligations by business partners, which may result in losses. The immanent risk of default of business partners resulting from the underlying transaction is widely hedged in the Group by credit risk insurance, bank guarantees, and letters of credit. The criteria to be applied for credit ratings are based on contractual agreements with credit insurance institutions and are defined by internal guidelines.

Credit and default risks are continuously monitored; existing and identifiable risks are provided for by recording appropriate allowances or provisions. For the assessment of the overall risk, existing insurance coverage, possible guarantees and letters of credit are taken into consideration. Financial instruments which may in certain cases cause a concentration of financial risks within the Group comprise primarily cash and cash equivalents and trade receivables. Trade receivables derive from a broad and diversified customer base with different credit ratings. The financial risk arising from customers is monitored by continuous credit rating assessments. Additionally, the Group concludes credit insurance contracts in order to cover losses arising from certain potentially non-collectible receivables and goods that have already been produced.

Furthermore, the Group forms allowances based on the expected loss of the total volume of receivables. If trade accounts receivable are insured against default and if an allowance becomes necessary, only the amount not covered by insurance is to be recognised. The Group reports single or specific lump-sum allowances; at Group level, the expected credit loss model according to IFRS 9 is applied. The impairment model is based on the premise of providing for expected losses. The Group has implemented a framework for determining simplified expected credit losses from trade receivables in accordance with IFRS 9, which provides reliable results by using suitable parameters based on historical defaults. For the measurement, the Group applies a simplified approach using an allowance matrix which considers probability-weighted total credit losses ("life-time expected credit loss model"). The calculation of estimated expected credit losses is based on actual credit loss experiences over the past five years separately for the regions Europe, the Americas and the rest of the world. The inclusion of forward-looking information in the determination is taken into account by using CDS spreads for the calculation, as they reflect the future default risk. The Group considers the other financial assets as insignificant in view of a potential impairment.

As a result of the broad and diversified customer base and the existing credit insurance contracts, there is no concentrated risk of default. There are mainly trade receivables against customers with credit insurance and customers with very good creditworthiness; accordingly, bad debt losses were insignificant in the past.

The Group also uses foreign exchange forward and swap transactions. All the respective contract partners are renowned international financial institutions with which the Group has ongoing business relations. Therefore and due to the short-term maturities of these hedges, the Group considers the risk of non-fulfilment by a contract partner and the related risk of loss as low.

Money market investments are concluded with corporate banks with investment-grade ratings.

The carrying amounts of financial assets reflect the theoretical maximum default risk.

Liquidity risk

The liquidity risk is referred to as the risk of having to raise the required funds at any time in order to settle the amounts payable in due course. The Group's financing policy is oriented towards long-term financial planning and is managed centrally and monitored constantly. Based on well-timed liquidity management, sufficient liquidity of all the Group's subsidiaries is provided for by the availability of adequate cash and cash equivalents as well as unused credit lines available. The companies of the MM Group are financed mostly internally. Consequently, inter-company credit lines and a cash-pooling system with financial limits are available. Liquidity risk is thus assessed as low.

The following table shows the undiscounted future cash outflows arising from interest-bearing financial liabilities incl. factoring liabilities, lease liabilities, trade liabilities, payment obligations and payment entitlements arising from derivative financial instruments, as well as interest for interest-bearing financial liabilities and lease liabilities based on the remaining maturity as of the balance sheet date or referred to the contractually agreed maturity.

(in thousands of EUR)	Up to 3 months	3 months up to 1 year	1 - 2 years	2 - 5 years	Over 5 years
Balance at Dec. 31, 2025					
Interest-bearing financial liabilities incl. factoring liabilities	68,590	69,844	71,875	466,125	610,125
Interest for interest-bearing financial liabilities	15,580	8,695	21,721	47,397	51,488
Lease liabilities	5,499	11,876	13,154	26,062	68,998
Interest for lease liabilities	1,091	3,078	3,613	8,426	28,982
Trade liabilities	530,604	7,034	0	0	0
Payment obligations from derivative financial instruments	581,705	0	0	0	0
Payment entitlements for derivative financial instruments	(579,214)	0	0	0	0

Balance at Dec. 31, 2024

Interest-bearing financial liabilities incl. factoring liabilities	68,654	38,364	246,375	531,625	642,000
Interest for interest-bearing financial liabilities	19,811	10,600	24,792	48,177	113,419
Lease liabilities	5,128	11,384	14,018	22,873	48,303
Interest for lease liabilities	961	2,602	2,900	6,251	19,611
Trade liabilities	584,434	3,696	0	0	0
Payment obligations from derivative financial instruments ¹⁾	623,143	0	0	0	0
Payment entitlements for derivative financial instruments ¹⁾	(618,573)	0	0	0	0

¹⁾ incl. payment obligations and entitlements of the TANN Group (see note 5)

Currency risk

Currency risk is the risk arising from changes in the value of financial instruments due to exchange rate fluctuations. This risk exists when business transactions are processed in currencies other than the functional (local) currency of the Company. This is particularly the case for business relations to customers and suppliers in the British Pound, the US Dollar and the Euro, from the perspective of companies which do not have the Euro as their functional currency. The respective currency risks are, as far as possible, reduced by matching business transactions in similar currencies and by price adjustment mechanisms in longer-term agreements as well as foreign exchange forward and swap transactions.

Provided that the currencies related to current and non-current financial receivables and financial liabilities as of December 31, 2025 (December 31, 2024) stated below changed by the below-stated percentage ("volatility"), assuming that all other variables remained constant, the profit for the year and hence equity would have increased or decreased by the following values.

Currency	Volatility	Impact on profit for the year and equity in thousands of EUR	
		2025	2024
EUR ¹⁾	+/- 5 %	- / + 1,099	+ / - 293
GBP	+/- 5 %	- / + 218	+ / - 115
USD	+/- 5 %	- / + 297	- / + 267

In the previous year the currency risk included the companies of the TANN Group.
¹⁾ From the perspective of companies which do not have the Euro as functional currency

Interest rate risk

The interest rate risk is referred to as the risk arising from changes in market interest rates which can result in a fluctuation of the values of balance sheet items or a fluctuation in cash flows. For balance sheet items with fixed interest, the risk consists mainly in fluctuations in value (price risk); when the market interest rate changes, the (present) value of financial instruments with fixed interest payments will also change. Due to these value fluctuations, profit or loss can arise; these are particularly realised when the financial instrument is sold before maturity. For balance sheet items with a variable interest rate, there is mainly the risk of fluctuating cash flows. In case the market interest rate changes, the amount of interest receivable or payable from financial instruments with variable interest payments will also change. Such changes would alter the ongoing interest payments and thus also interest income and expense. As of December 31, 2025, the Group is financed via financial liabilities with variable as well as fixed interest rates and holds almost only financial assets with variable interest rates.

If the interest rates as of December 31, 2025 (December 31, 2024) had been higher or lower by hundred basis points (i. e., 1 %), assuming that all other variables remained constant, the profit for the year and hence equity would have increased or decreased for the whole year as follows:

	Change in interest rate	Impact on profit for the year and equity in thousands of EUR	
		2025	2024
Financial assets with variable interest	+/- 1 %	+/- 1,835	+/- 1,970
Financial liabilities with variable interest	+/- 1 %	-/+ 2,076	-/+ 3,995

7.5 Capital management

Capital employed includes the equity of the Group and interest-bearing financial liabilities less cash and cash equivalents.

Capital management aims in particular to ensure an equity-to-total-assets ratio that is appropriate for the long-term economic development of the Group, taking into consideration a continuous dividend policy, as well as to ensure the necessary liquidity reserves.

Equity and total assets as of December 31, 2025 and December 31, 2024 amounted to:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Total equity	2,103,629	2,128,665
Total assets	4,477,826	4,863,074
Equity ratio	47.0 %	43.8 %

The aim of capital management is an equity ratio ranging from 35 % to 50 %. The Company fulfils legal and statutory minimum capital requirements. Mayr-Melnhof Karton AG is subject to the minimum capital requirements of the Austrian Stock Corporation Act. The Articles of Association do not stipulate capital requirements.

Net debt is calculated as of December 31, 2025 and December 31, 2024 as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Cash and cash equivalents	498,437	552,419
Financial liabilities	(1,412,148)	(1,631,083)
Net debt¹⁾	(913,711)	(1,078,664)

¹⁾ in previous year incl. cash and financial liabilities of the TANN Group (see note 5)

There are financial covenants agreed with lenders on financial liabilities in the amount of thous. EUR 1,250,000. For financing agreements amounting to thous. EUR 215,000, the lender is entitled to terminate the respective financing agreement if the covenants are not complied with; for financing agreements amounting to thous. EUR 1,035,000, a breach of the covenants results in a deterioration of the margin. The financial covenants are mainly related to the equity ratio (higher than 30 %) and the net-debt-to-EBITDA ratio (lower than 4). As of the end of 2025, the equity ratio amounted to 47.0 % (December 31, 2024: 43.8 %) and the net-debt-to-adjusted EBITDA ratio amounted to 2.2 (December 31, 2024: 2.6) and was therefore above or below the externally defined threshold. The threshold is monitored on a half-year basis.

7.6 Measurement at fair value

The amounts of financial assets and financial liabilities which are recognised at fair value are as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Financial assets:		
Trade receivables (level 3) ¹⁾	26,582	34,393
Derivative financial instruments (level 2)	1,589	2,255
Financial liabilities:		
Gas supply contracts (level 3)	0	382
Derivative financial instruments (level 2)	3,225	5,361

¹⁾ from factoring agreements, see note 7.1 and 7.2

Measurement methods

The Group applies the following hierarchy to determine the measurement method and to identify the fair value of financial instruments, depending on the availability of information about market prices:

Availability of information, sorted by level	Measurement method used
Level 1 – Quoted market prices are available	Measurement based on quoted market prices for similar financial instruments
Level 2 – Quoted market prices for identical instruments are not available, but all necessary measurement inputs can be derived from active markets	Measurement based on measurement methods using directly or indirectly observable market data
Level 3 – There are no (derived) market prices available	Measurement based on valuation models by using input factors, which cannot be observed on the market

In the Group, there are currently no financial instruments, whose fair value would be determined using level 1 measurement.

The fair value of derivative financial instruments (level 2 measurement) is mostly determined on the basis of spot prices as of the balance sheet date, taking into account forward premiums or discounts with relevant maturity.

In addition, there are financial instruments measured at fair value based on parameters for which no observable market data exist (level 3 measurement).

The valuation of the hedge of commodity price risks ("cash flow hedge") is based on the expected purchase volumes and transit costs (level 3 parameters) for underlying gas contracts in the year 2025 and the TTF future prices available at the valuation date.

As of December 31, 2025, other financial assets classified as "at fair value through profit or loss" include investments in unconsolidated companies in the amount of thous. EUR 1,538 (December 31, 2024: thous. EUR 1,538). In general, these must be measured at fair value. However, cost represents an appropriate estimate of fair value. Due to the minor importance of these entities, particularly with regard to their low business volume and their significance to the Group, fair value has not been calculated.

8 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD, SECURITIES AND OTHER FINANCIAL ASSETS

Investments in associated companies

Investments in associated companies in which the Group has the ability to exercise significant influence but no dominant control over their operating and financial policies are accounted for using the equity method and are primarily recognised at their acquisition costs. This is generally the case when the voting interest is between 20 % and 50 %. Additionally, the Group also has investments in associated companies which are not measured using the equity method. In general, these are to be measured at fair value. The acquisition costs, however, represent an appropriate estimate of the fair value, or the amount is immaterial for the Group.

Investments in joint ventures

Investments in joint ventures are accounted for using the equity method and are primarily recognised at their acquisition costs. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Securities

The Group measures its securities mostly at acquisition cost. Premiums and accretions of discount of debt securities are allocated over their maturity period and are included in the income statement under the positions "financial income" or "financial expenses".

Securities are to be classified as non-current if they are not going to be sold or not intended to be sold within 12 months of the balance sheet date. Otherwise, they must be classified as current. Currently, the Group does not hold any current securities.

Other financial assets

Other financial assets comprise other investments, loans and other financial investments. Other investments are defined as part of the category "at fair value through profit and loss". However, cost represents an appropriate estimate of the fair value and the amount is of low significance for the Group.

The carrying amounts of investments in associated companies, non-current securities and other financial assets consist of:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Investments in associated companies	6,194	5,768
Other investments	1,538	1,538
Liability insurance not pledged to beneficiaries	665	696
Non-current securities	200	198
Other loans	46	51
Investments accounted for using the equity method, securities and other financial assets	8,643	8,251

The Group holds 45 % of shares in Société Tunisienne des Emballages Modernes (STEM), Tunis, Tunisia (see note 33). The shares in this company represent an individually immaterial associated company that is accounted for using the equity method.

The Group held 40 % of shares in Zhejiang TF Special Papers Co., Ltd., Quzhou City, China (see note 33), which were recognised in the position "Assets held for sale" in 2024 (see note 5) as of December 31, 2024 and were disposed in 2025 with the sale of the TANN Group. Decisions on relevant activities must be made unanimously. The shares in this company thus represented a joint venture that was individually immaterial and accounted for using the equity method.

The following table summarises the financial information:

(in thousands of EUR)	Investments in associated companies		Investments in joint ventures	
	2025	2024	2025	2024
Share of result for the year ¹⁾	1,088	1,437	0	1,029
Share of other comprehensive income ²⁾	(98)	113		485
Share of total comprehensive income	990	1,550	0	1,514
Total carrying amounts of the Group's shares	6,137	5,711	0	0
Carrying amount - assets held for sale³⁾	0	0	0	4,951

¹⁾ recognised in "other financial result - net"

²⁾ share of currency translations in the consolidated comprehensive income statement

³⁾ see note 5

9 INCOME TAXES

Income taxes are recognised in profit and loss unless they are associated with positions directly recognised in equity or other comprehensive income of total comprehensive income. In this case, income taxes are also recorded in equity or other comprehensive income of total comprehensive income.

Current tax expense of the period comprises current and deferred taxes and is recognised according to the tax regulations of the countries in which the subsidiaries are active and generate their taxable income.

Deferred tax assets and liabilities are recognised for all temporary differences between tax and the consolidated balance sheet. Deferred taxes are evaluated using the tax rates which are already in force on the balance sheet date or which have essentially been legally adopted and which are expected to be valid at the time of realisation of a deferred tax asset or the settlement of a deferred tax liability. Deferred tax assets are recognised only if there is a probability that sufficient taxable profit will be available for the utilisation of the deductible temporary differences. Unrecognised deferred tax entitlements are reassessed at every balance sheet date. If losses are incurred in the current period or were incurred in the previous period, deferred tax assets are only recognised in case of objective evidence of a future taxable result, as, for example, through sufficiently positive planning calculations or following an internal reorganisation of subsidiaries.

Deferred tax liabilities arising from temporary differences related to investments in subsidiaries, joint ventures and associated companies are recognised unless the Group is able to control the date of reversal and it is probable that these temporary differences will not be reversed in the foreseeable future due to this influence. This is the case for dividends within the Group that are subject to withholding tax or that are not covered by the international participation exemption, for example.

Deferred tax assets will be offset with deferred tax liabilities only if the entity has the legal right to settle on a net basis, if they are related to income taxes and if they are levied by the same tax authority on the same taxable entity or different taxable entities that intend to realise the asset and settle the liability at the same time. This applies, in particular, to subsidiaries that are part of the Austrian tax group or to entities of the MM Group that are part of a tax unity.

The effect of tax rate changes on deferred tax assets and liabilities is recognised as income tax expense or in the consolidated comprehensive income statement in the period of a tax rate change.

The Group falls within the scope of the OECD Pillar Two model rules ("Pillar Two"), the so-called global minimum taxation. Pillar Two legislation was adopted in Austria and has been in effect since January 1, 2024.

As of the reporting date, the Group is subject to an additional tax burden due to Pillar Two. The Group applies the mandatory exemption from the recognition of deferred taxes in connection with Pillar Two income taxes.

In accordance with the Pillar Two rules, the Group must pay an additional tax for each country in the amount of the difference between the effective tax rate and the minimum tax rate of 15 %. The Group's effective tax rate at the reporting date is higher than the global minimum tax rate of 15 %.

For the 2025 reporting period, Group companies are based in some countries where the effective tax rate is below 15 %. For some countries in which the effective tax rate is below 15 % the Group must pay a top-up tax in Austria. This relates to jurisdictions that had not implemented the Pillar Two model in the reporting period .

The MM Group opted to apply the Transitional Country-by-Country Report (“CbCR”) Safe Harbour test; accordingly, the GloBE top-up tax in a jurisdiction is deemed to be nil if one of the following conditions is met¹:

1. **De Minimis Test:** The jurisdiction has a CbCR revenue of less than EUR 10 million and a CbCR profit (loss) before income tax of less than EUR 1 million.
2. **Simplified Effective Tax Rate Test (ETR):** The effective tax rate is calculated in a simplified manner based on the pre-tax profit/loss reported in the CbCR and the income tax expense reported in the annual financial statements. Uncertain tax positions, if any, will be deducted from the income tax expense recognised in the financial statements.
The test is considered to have been met if the multinational group of companies in the respective tax jurisdiction has a simplified effective tax rate that is at least as low as the applicable transition tax rate for the year in question. The transition tax rate for the 2025 fiscal year is 16 %.
3. **Routine Profits Rate:** The profit before taxes from CbCR is less than or equal to the amount excluded as a substance-based income exclusion (SBIE) under the GloBE provisions. The SBIE consists of 9.6 % of the posted payroll and 7.6 % of the book values of tangible fixed assets.

As a result of the Safe Harbour calculation, the following MM jurisdictions did not meet any of the above mentioned conditions in 2025: Ireland, Puerto Rico, the Philippines² and Iran. Turkey and Switzerland did not meet any of the conditions of the Safe Harbour Test in 2024 and therefore must also pay a Pillar Two top-up tax in 2025.

It should be noted that the jurisdictions of Puerto Rico, the Philippines and Iran have not yet implemented the Pillar Two rules into their domestic legislation. For this reason, Mayr-Melnhof Karton AG, as the ultimate parent company, is obliged to calculate and pay the top-up tax of these jurisdictions according to the Income Inclusion Rule (IIR) included in the Austrian Minimum Taxation Act. The top-up tax for Mayr-Melnhof Karton AG in the 2025 financial year amounts to thous. EUR 728 (2024: thous. EUR 1,097).

MM companies in the tax jurisdictions of Switzerland, Ireland and Turkey are obliged to pay the corresponding top-up tax amounting to thous. EUR 220 (2024: thous. EUR 375) in accordance with their national GloBE Pillar Two regulations.

This information is based on the profits and tax expenses determined while preparing the consolidated financial statements in accordance with the Group accounting standard.

¹ OECD (2022), Safe Harbours and Penalty relief: Global Anti-Base Erosion Rules (Pillar Two), OECD/G20 Inclusive Framework on BEPS, OECD Publishing, Paris.

² Philippine entities are included up to their disposal in June 2025.

9.1 Deferred taxes recognised in the balance sheet

Deferred tax assets and liabilities due to temporary differences and tax loss carryforwards recognised in the balance sheet as of the balance sheet dates are as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Intangible assets	1,788	2,589
Property, plant and equipment	9,768	14,440
Inventories	13,433	14,545
Defined benefit plans and other liabilities and charges	11,574	12,419
Loans receivable, investments and securities	8,291	8,770
Loss carryforwards	79,299	55,462
Interest carryforwards	16,691	13,937
Financial liabilities	17,730	15,929
Trade and other liabilities	7,824	16,048
Other	10,561	16,054
Gross deferred tax assets	176,959	170,193
Unrecognised deferred tax assets	(46,029)	(14,754)
Net deferred tax assets	130,930	155,439
Offset	(78,823)	(81,518)
Deferred tax assets in the balance sheet	52,107	73,921
Intangible assets	(15,737)	(16,677)
Property, plant and equipment	(92,432)	(94,280)
Inventories	(112)	(1,286)
Defined benefit plans and other liabilities and charges	(8,379)	(9,777)
Trade and other liabilities	(11,029)	(4,658)
Other	(8,746)	(11,574)
Net deferred tax liabilities	(136,435)	(138,252)
Offset	78,823	81,518
Deferred tax liabilities in the balance sheet	(57,612)	(56,734)

The interest carryforwards result from previously unused interest expenses due to the interest barrier regulation in Finland. The unrecognised deferred tax assets in the amount of thous. EUR 46,029 (December 31, 2024: thous. EUR 14,754) comprise thous. EUR 38,003 (December 31, 2024: thous. EUR 9,009) of unrecognised loss carryforwards.

The following table shows the expected realisation of deferred tax assets and liabilities:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Deferred tax assets, realised within 12 months	37,759	43,479
Deferred tax assets, realised after 12 months	93,171	111,960
Deferred tax assets	130,930	155,439
Deferred tax liabilities, realised within 12 months	(22,743)	(21,062)
Deferred tax liabilities, realised after 12 months	(113,692)	(117,190)
Deferred tax liabilities	(136,435)	(138,252)

Deferred tax liabilities which result from the difference between the tax carrying amount of investments and pro-rata equity (outside basis differences) were not recognised for certain subsidiaries and investments in joint ventures and associated companies, as it is probable that this temporary difference will not be dissolved in the near future. These retained earnings amounted to thous. EUR 862,225 at December 31, 2025 (December 31, 2024: thous. EUR 1,400,123). For retained earnings which are intended for distribution, the valuation of deferred tax liabilities was adjusted according to the applicable capital gains and withholding taxes on profit distribution.

The Group is exposed to various risks arising from its operating activities as well as from national and international regulations. After detailed analyses of potential risks, the Group assumes that, due to the lack of predictability regarding the assessment by tax authorities in Austria and abroad, these uncertainties have been sufficiently covered at the time of preparing the financial statements.

9.2 Tax loss carryforwards

An overview of the Group's tax loss carryforwards as of the respective balance sheet dates is presented below:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Loss carryforwards with expiration	171,015	83,901
Loss carryforwards with no expiration	158,588	146,383
Loss carryforwards	329,603	230,284

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Recognised loss carryforwards	163,119	191,847
Unrecognised loss carryforwards	166,484	38,437
Loss carryforwards	329,603	230,284

The loss carryforwards limited in time will expire between 2026 and 2036, unless they are utilised before these dates. The Group has utilised losses from the Polish company in Kwidzyn within the Austrian tax group. No provision was recognised for these utilised foreign losses, as taxation would only be triggered upon leaving the Austrian tax group or upon the liquidation of the Polish company. This situation is within the Group's control and is not foreseeable from today's perspective.

The Austrian tax group was not expanded in the current financial year.

The assessment of the recognition of loss carryforwards showed that for thous. EUR 163,119 (December 31, 2024: thous. EUR 191,847) deferred tax assets amounting to thous. EUR 41,296 (December 31, 2024: thous. EUR 46,466) were recognised. For the remaining amount of thous. EUR 166,484 (December 31, 2024: thous. EUR 38,437), deferred tax assets amounting to thous. EUR 38,003 (December 31, 2024: thous. EUR 9,009) were not recorded in the balance sheet. These relate to the following countries:

(in thousands of EUR)	2025	2024
Slovenia	107,488	0
France	19,272	14,350
Turkey	16,509	4,681
Italy	7,030	0
Spain	6,082	4,786
Finland	3,227	11,854
Norway	3,201	0
Ireland	2,727	0
USA	0	1,926
Germany	492	422
Other	456	418
Total	166,484	38,437

The expiry dates of these unrecognised loss carryforwards are as follows:

(in thousands of EUR)	2025	2024
1 year	1,312	988
2 years	708	1,188
3 years	2,710	808
4 years	24,836	0
5 years	96,648	4,673
After 5 years	4,531	9,957
No expiration	35,739	20,823
Total	166,484	38,437

In 2025, loss carryforwards were capitalised in the following countries due to current positive tax results and the positive outlook in the planning period:

(in thousands of EUR)	2025		2024	
	Recognised losses	Deferred income taxes on recognised losses	Recognised losses	Deferred income taxes on recognised losses
Great Britain	41,581	10,395	39,199	9,780
Germany	65,121	19,024	34,166	10,542
Austria	6,690	1,538	29,863	6,868
Finland	30,284	6,057	29,818	5,964
Slovenia	0	0	20,734	4,561
USA	7,361	1,767	16,784	4,028
Ireland	4,895	612	6,496	812
Italy	0	0	4,695	1,310
Other	7,187	1,903	10,092	2,601
Total	163,119	41,296	191,847	46,466

9.3 "Income tax expense" recognised in the income statement

The position "income tax expense" is comprised as follows:

(in thousands of EUR)	2025	2024
Current taxes:		
Current period	46,559 ¹⁾	50,014
Due to utilisation of previously unrecognised loss carryforwards	(153)	(616)
Prior periods	747	(3,663)
Deferred taxes:		
Due to temporary differences	13,112	(3,672)
Due to tax credits and interest carryforwards	2,057	(6,607)
Due to tax loss carryforwards of the current period	(10,697)	(23,999)
Due to utilisation of recognised loss carryforwards	11,239	2,470
Due to tax loss carryforwards of previous periods and changes in recoverability	2,563	(8,098)
Due to changes in estimates of deferred tax assets	2,625	(2,165)
Due to tax rate changes	691	171
Income tax expense	68,743	3,834

¹⁾ The provision for Pillar Two in the amount of thous. EUR 948 is presented under the position "Current period".

9.4 Tax effects on “Other comprehensive income”

The following table shows the tax effects on the individual items of “Other comprehensive income”:

	Before taxes	Tax impact	After taxes
(in thousands of EUR)			
	2025		
Actuarial valuation of defined benefit pension and severance obligations	4,216	(1,206)	3,010
Total of items that will not be reclassified subsequently to the income statement	4,216	(1,206)	3,010
Cash flow hedge	382	(77)	305
Total of items that will be reclassified subsequently to the income statement	382	(77)	305
	2024		
Actuarial valuation of defined benefit pension and severance obligations	2,000	(1,099)	901
Total of items that will not be reclassified subsequently to the income statement	2,000	(1,099)	901
Cash flow hedge	20,512	(4,102)	16,410
Total of items that will be reclassified subsequently to the income statement	20,512	(4,102)	16,410

9.5 Group tax rate

Reconciliation from the applicable tax rate which results from the geographical allocation of income and the applicable nominal tax rates of the respective tax jurisdictions to the effective tax rate which burdens the profit before tax is as follows:

(in thousands of EUR)	2025	2024
Profit before tax	145,697	114,317
Theoretical tax expense 23 % (2024: 23 %)	33,510	26,293
Foreign tax rate adjustments	(1,159)	(4,491)
Non-deductible expenses and tax-free income	(20,031)	963
Unrecognised loss carryforwards of the financial year	37,755	10,715
Recognition of loss carryforwards of previous years	5,573	(9,535)
Utilisation of unrecognised loss carryforwards	(153)	(616)
Changes of estimates of deferred tax assets	2,625	(2,165)
Capital gains and withholding tax	2,806	1,348
Tax rate changes	691	171
Non-periodic income tax expense or revenue (current and deferred)	(3,857)	(8,241)
Hyperinflation adjustments ¹⁾	3,176	(5,531)
Special effects tax credits	4,087	(5,181)
Other effects	3,720 ²⁾	104
Income tax expense recognised	68,743	3,834
Effective tax rate	47.18 %	3.35 %

¹⁾ including functional currency translation (Turkey)

²⁾ The provision for Pillar Two in the amount of thous. EUR 948 is presented under "Other effects"

10 INVENTORIES

Inventories are valued at the lower of acquisition or manufacturing costs and the net realisable value. The net realisable value is based on expected selling prices and takes into consideration remaining costs of completion as well as estimated selling and distribution expenses. In the MM Food & Premium Packaging and MM Pharma & Healthcare Packaging divisions, the purchase costs of raw materials, manufacturing and operating supplies as well as goods for resale are basically recognised using the actual sequence of consumption (specific identification method). In order to determine purchase costs of raw materials, manufacturing and operating supplies as well as goods for resale, a weighted average price method, taking into consideration the sales market, is primarily applied in the MM Board & Paper division. The value of raw materials, manufacturing and operating supplies recognised in the balance sheet is based on data from physical stock-taking or from the inventory management system. The devaluation of raw materials, manufacturing and operating supplies depends on each individual case.

Work in process and finished goods consist of direct costs, such as material and labour costs, and material and production overheads as well as production-related administrative costs. Write-downs for slow moving and obsolete inventories are recognised considering the storage period and sales situation.

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Raw materials, manufacturing and operating supplies	308,465	332,981
Work in process	36,852	42,389
Finished goods and goods for resale	241,648	259,574
Total	586,965	634,944
Write-downs	(75,618)	(78,632)
Inventories – net	511,347	556,312

In the financial year 2025, write-downs of inventories recognised as an expense amounted to thous. EUR 12,213 (2024: thous. EUR 10,376) and the reversal of write-downs of inventories recognised as income amounted to thous. EUR 1,766 (2024: thous. EUR 3,429). The carrying amount of inventories carried at net realisable value amounted to thous. EUR 18,155 (December 31, 2024: thous. EUR 32,358).

Cost of materials and purchased services recognised in cost of goods sold presented in the Group's income statement can be broken down as follows:

(in thousands of EUR)	2025	2024
Cost of materials	1,933,319	2,128,070
Cost of purchased services	42,343	44,828
Total	1,975,662	2,172,898

The position „Cost of materials“ includes energy cost reimbursement in the amount of thous. EUR 68,582 (2024: thous. EUR 94,024). Thereof thous. EUR 26,987 were recognised in Poland and thous. EUR 21,176 in Germany. In the financial year 2024, energy cost reimbursements of thous. EUR 35,632 for previous periods and thous. EUR 35,713 for the financial year 2024 were recognised in Poland according to the recognition criteria of IAS 20.

11 TRADE RECEIVABLES

Trade receivables are comprised as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Trade receivables	281,397	284,963
Allowances	(1,807)	(2,300)
Trade receivables – net	279,590	282,663

As of December 31, 2025, trade receivables in the amount of thous. EUR 372,542 (December 31, 2024: thous. EUR 444,166) were sold to banks at 100 % of the nominal value or collected early from the factoring banks as part of factoring agreements (see note 7.2).

Customer payments received shortly before December 31, 2025 for receivables already transferred will be transferred to the factoring banks after the balance sheet date. In this context, there are liabilities of thous. EUR 35,246 (December 31, 2024: thous. EUR 66,444) to the factoring banks (see note 14). These figures result in a total positive effect on the liquidity of thous. EUR 337,296 (December 31, 2024: thous. EUR 377,722).

As of December 31, 2025 and December 31, 2024, the aging of trade receivables overdue but not individually impaired is as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Up to 30 days overdue	14,788	17,629
31 – 60 days overdue	4,808	4,677
61 – 365 days overdue	4,361	3,785
More than 365 days overdue	384	959
Total of trade receivables overdue but not impaired	24,341	27,050

For an explanation of the criteria which were considered for the determination of the allowances, please refer to the remarks on credit and default risk (see note 7).

Allowances for trade receivables developed as follows:

(in thousands of EUR)	2025	2024
Allowances at the beginning of the year	2,300	3,795
Effect of exchange rate changes	(80)	39
Changes in consolidated companies	(26)	0
Utilisation	(729)	(421)
Reversal	(355)	(1,145)
Increase	697	1,214
Reclassifications ¹⁾	0	(1,182)
Allowances at the end of the year	1,807	2,300

¹⁾ in previous year incl. reclassification according to IFRS 5 (see note 5)

12 PREPAID EXPENSES AND OTHER CURRENT ASSETS

Prepaid expenses and other current assets are as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Value-added tax receivables	58,491	45,352
Payments on account of property, plant and equipment and inventory	46,592	17,946
Prepaid expenses	35,513	45,559
Other tax receivables	7,389	2,628
Derivative assets	1,589	2,255
Other receivables and other assets	87,906	73,619
Prepaid expenses and other current assets	237,480	187,359
Thereof financial assets	48,969	26,233
Thereof non-financial assets	188,511	161,126

The line item "Other receivables and other assets" mainly includes receivables from energy cost reimbursements, other government grants as well as refund claims against electricity suppliers due to excessive prepayments, insurance reimbursements and a number of individual items.

13 EQUITY

13.1 Share capital/additional paid-in capital

Ordinary shares are classified as equity.

As in the previous year, the fully-paid share capital of the Company amounts to thous. EUR 80,000 and comprises 20,000,000 approved and issued no-par value shares. One no-par value share grants a calculated share of EUR 4.00 in share capital. Each share participates equally in equity and grants the same rights and responsibilities, especially the entitlement to resolved dividends and the voting right at the Ordinary Shareholders' Meeting. There are neither any different share classes nor shares with special control rights.

Additional paid-in capital derives from the share premium raised at the capital increase in the course of the initial public offer in 1994 and the cancellation of treasury shares less the increase of share capital by conversion of additional paid-in capital in 2008 and 2010, representing the amount of the tied capital reserve.

At the 30th Annual General Meeting on April 24, 2024, the Management Board was authorised to acquire own shares up to a maximum of 10 % of the share capital until October 24, 2026.

The Management Board made use of this authorisation on December 23, 2024. It was decided to purchase own ordinary bearer shares of Mayr-Melnhof Karton Aktiengesellschaft at the market price via the Vienna Stock Exchange and over the counter. The share repurchase programme was started on January 3, 2025 (inclusive) and lasted until December 23, 2025 (inclusive). The lowest consideration to be paid upon repurchase was less than EUR 10.00 per share; the highest consideration to be paid upon repurchase did not exceed EUR 80.00 per share. The intention was to repurchase up to 1,000,000 shares corresponding to up to around 5 % of the share capital of Mayr-Melnhof Karton Aktiengesellschaft either via the Vienna Stock

Exchange or in a volume of up to 600,000 shares corresponding to up to around 3 % of the share capital of Mayr-Melnhof Karton Aktiengesellschaft over the counter.

A credit institution was commissioned to carry out the share repurchase via the stock exchange.

In the 2025 financial year, the Group acquired 569,019 treasury shares for thous. EUR 41,227 (see note 28). Treasury shares are measured at cost and presented as a deduction from equity (see statement of changes in equity).

Furthermore, the 30th Annual General Meeting authorised the Management Board, in accordance with § 169 of the Austrian Stock Corporation Act (AktG), until June 28, 2029, to increase the share capital with the approval of the Supervisory Board, from the current amount of thous. EUR 80,000 by up to a further thous. EUR 8,000 by issuing up to 2.0 million new bearer shares in the Company in return for cash and/or non-cash contributions, excluding subscription rights. The Management Board has not made use of this authorisation to date.

13.2 Retained earnings/dividend

Retained earnings comprise accumulated results from previous years.

Under the Austrian Stock Corporation Act, the amount of dividend available for distribution to shareholders is based on the unappropriated retained earnings from the annual financial statements of Mayr-Melnhof Karton AG, determined in accordance with the Austrian Commercial Code. As of December 31, 2025, the distributable unappropriated retained earnings amounted to thous. EUR 100,000 (December 31, 2024: thous. EUR 100,000).

Extract from the individual financial statements of Mayr-Melnhof Karton AG

(in thousands of EUR)	2025	2024
Unappropriated retained earnings at the beginning of the financial year	100,000	100,000
Profit of the current year	546,798	140,022
Changes in reserves	(511,445)	(110,022)
Dividend paid	(35,353)	(30,000)
Unappropriated retained earnings at the end of the financial year	100,000	100,000

For the year ended December 31, 2025, the Management Board has proposed to the Supervisory Board and subsequently to the Shareholders' Meeting a dividend of EUR 2.00 per voting share after EUR 1.80 for 2024, resulting in a dividend of thous. EUR 38,862 as of the balance sheet date of 2025. The dividend for 2024, amounting to thous. EUR 35,353, was paid out according to schedule on May 14, 2025 (see consolidated statement of changes in equity).

13.3 Non-controlling (minority) interests

Non-controlling (minority) interests comprise the interest in equity and total profit for the year attributable to external shareholders' investments in subsidiaries of Mayr-Melnhof Karton AG. The non-controlling (minority) interests as of the acquisition date are presented as part of net assets (equity) of the respective entity or businesses and are adjusted in the following period taking into consideration profit or loss attributable to the shareholders, dividend paid, as well as paid-in or paid-out capital. There are no non-controlling (minority) interests in the MM Pharma & Healthcare division.

The summarised information about the subsidiaries in which the Group holds non-controlling (minority) interests is stated below. The disclosures correspond to the amounts before intra-group eliminations. Further information on these subsidiaries can be found in note 33. In 2024, the companies of the disposal group (see note 5) were no longer included in the disclosures on net assets and the resulting carrying amount of non-controlling (minority) interests.

(in thousands of EUR)	Dec. 31, 2025		Dec. 31, 2024	
	MM Food & Premium Packaging	MM Board & Paper	MM Food & Premium Packaging	MM Board & Paper
Non-current assets	90	4,972	126	5,548
Current assets	3,828	11,061	3,485	11,019
Non-current liabilities	0	669	0	807
Current liabilities	653	2,318	792	4,946
Net assets	3,265	13,046	2,819	10,814
Carrying amount of the non-controlling (minority) interests	215	1,806	193	1,874
Carrying amount - assets held for sale¹⁾	0		4,462	

	2025		2024	
Sales	18,584	18,241	39,777	23,765
Profit for the year	2,822	2,875	7,752	2,207
Thereof attributable to non-controlling (minority) interests	681	676	1,518	730
Total comprehensive income	2,773	3,402	9,372	1,818
Thereof attributable to non-controlling (minority) interests	(229)	667	1,704	743
Dividend paid to non-controlling (minority) interests	1,355	186	1,144	297
Net change in cash and cash equivalents	717	947	5,480	57

¹⁾ see note 5

13.4 Other comprehensive income of the consolidated comprehensive income statement

Other reserves comprise certain changes directly recognised in equity. These are, in particular, differences arising from currency translation including hyperinflation adjustments, actuarial gains and losses arising from the defined benefit pension and severance obligations as well as gains and losses arising from the valuation of derivatives. With the exception of currency translations, the other items take into account the related income taxes.

In 2025, profit and loss recognised in other comprehensive income consisted of currency translations with a negative amount of thous. EUR 32,822 (2024: positive amount of thous. EUR 19,206), a significant amount of which is attributable to the appreciation of the Polish zloty as well as devaluation of the British pound and the US dollar. Actuarial gains amounted to thous. EUR 4,216 (2024: gains of thous. EUR 2,000). Furthermore, gains from cash flow hedge in the amount of thous. EUR 382 (2024: gains of thous. EUR 20,512) were recognised in the cash flow hedge reserve.

14 FINANCIAL LIABILITIES AND LEASES

Financial liabilities comprise interest-bearing financial liabilities, current financial liabilities from factoring agreements and lease liabilities and are recognised at amortised cost. This amount is calculated as initially paid out nominal value less redemptions plus accrued interest.

The financial liabilities of the Group are as follows:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Non-current interest-bearing financial liabilities	1,148,125	1,420,000
Non-current lease liabilities	108,214	85,194
Non-current financial liabilities	1,256,339	1,505,194
Current interest-bearing financial liabilities	103,188	40,574
Current financial liabilities from factoring agreements	35,246	66,444
Current lease liabilities	17,375	16,512
Current financial liabilities	155,809	123,530
Financial liabilities	1,412,148	1,628,724

14.1 Interest-bearing financial liabilities

As of December 31, 2025 and December 31, 2024, interest-bearing financial liabilities comprised liabilities against banks and insurance companies. These financial liabilities at current interest rates can be summarised as follows:

(in thousands of EUR)	Dec. 31, 2025
2.153 % EUR loan(s) due 2026	101,875
2.791 % EUR loan(s) due 2027	71,875
1.474 % EUR loan(s) due 2028	402,375
2.332 % EUR loan(s) due 2029	31,875
2.332 % EUR loan(s) due 2030	31,875
1.693 % EUR loan(s) due 2031	250,375
2.870 % EUR loan(s) due 2032	23,750
1.900 % EUR loan(s) due 2033	51,000
2.000 % EUR loan(s) due 2035	17,500
2.100 % EUR loan(s) due 2036	142,500
1.882 % EUR loan(s) due 2039	125,000
Used loan facilities	1,313
Interest-bearing financial liabilities	1,251,313
Thereof non-current interest-bearing financial liabilities	1,148,125
Thereof current interest-bearing financial liabilities	103,188

(in thousands of EUR)	Dec. 31, 2024
3.288 % EUR loan(s) due 2025	31,875
54.583 % TRY loan(s) due 2025	8,165
3.717 % EUR loan(s) due 2026	246,375
3.967 % EUR loan(s) due 2027	71,875
1.744 % EUR loan(s) due 2028	427,875
3.288 % EUR loan(s) due 2029	31,875
3.288 % EUR loan(s) due 2030	31,875
1.815 % EUR loan(s) due 2031	250,375
4.153 % EUR loan(s) due 2032	23,750
1.900 % EUR loan(s) due 2033	51,000
2.000 % EUR loan(s) due 2035	17,500
2.100 % EUR loan(s) due 2036	142,500
1.882 % EUR loan(s) due 2039	125,000
Used loan facilities	534
Interest-bearing financial liabilities	1,460,574
Thereof non-current interest-bearing financial liabilities	1,420,000
Thereof current interest-bearing financial liabilities	40,574

As of December 31, 2025, the weighted average interest rate for these financial liabilities was 1.856 % (December 31, 2024: 2.691 %).

As of December 31, 2025, the Group had available current interest-bearing loan facilities in the amount of thous. EUR 1,313 (December 31, 2024: thous. EUR 534), of which thous. EUR 1,313 (December 31, 2024: thous. EUR 534) had been used as of the balance sheet date. As of December 31, 2025, the weighted average interest rate of these current loans, used by foreign subsidiaries outside the Euro area, was 10.933 % (December 31, 2024: 7.913 %). These loans are subject to common banking terms and conditions.

Of the interest-bearing financial liabilities, loans in the amount of thous. EUR 1,043,750 (December 31, 2024: thous. EUR 1,061,105) are subject to a fixed interest rate whose fair value amounts to thous. EUR 960,279 (December 31, 2024: thous. EUR 974,672). The calculation is based on the present value of future cash flows discounted by the currently observable yield curve (level 2). Amortised costs represent a proper approximation to the fair value for financial liabilities subject to variable interest rates.

No collaterals were provided in order to secure the financial liabilities described above. As of December 31, 2025, the Group had unused current and non-current credit lines available in the amount of thous. EUR 350,000 (December 31, 2024: thous. EUR 360,500).

Due to the high liquidity levels following the sale of the TANN Group, the Group repaid variable-rate loans amounting to thous. EUR 170,000 ahead of schedule in August 2025.

14.2 Leases

The Group is predominantly lessee in lease transactions. Leases are recognised as right-of-use asset and a corresponding lease liability at the date at which the leased asset has become available for use by the Group.

Lease liabilities with a term of more than twelve months are measured at the present value of the remaining lease payments.

In principle, the implicit interest rate based on the lease contract is applied, if it can be determined. Otherwise, leases are discounted using the lessee's incremental borrowing rate, i.e., the interest rate that a lessee would have to pay for comparable transactions.

Payments for short-term leases of equipment and vehicles and all leases of low-value assets are not recognised in the balance sheet but as an expense. Lease contracts with terms of up to 12 months are classified as short-term leases.

The Group mainly rents and leases buildings, land, warehouses, offices and other facilities that are necessary for the operating business. Extension and termination options are included in a number of real estate leases. The Group has assessed these and considered them accordingly. These contract conditions are used to maximise operational flexibility in terms of managing assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

An overview of the lease liabilities recognised in the balance sheet as of December 31, 2025 and December 31, 2024 is presented below:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Non-current lease liabilities	108,214	85,194
Current lease liabilities	17,375	16,512
Lease liabilities	125,589	101,706

In 2025, total cash outflows for leases included in lease liabilities amounted to thous. EUR 24,719 (2024: thous. EUR 22,315).

Expenses related to payments not included in the measurement of the lease liability are as follows:

(in thousands of EUR)	2025	2024
Expenses related to variable lease payments	50,109	9,533
Expenses related to short-term leases	5,546	6,165
Expenses related to leases of low value assets	797	748

At the beginning of 2025, MM Neuss GmbH concluded a lease agreement for the use of a power plant. The contract consists of fixed and variable lease payments. The fixed lease payments were capitalised as a right-of-use asset (see note 6). The variable lease payments, which mainly comprise electricity procurement costs, are included in the item "Expenses for variable lease payments" and amount to thous. EUR 37,821.

15 PROVISIONS FOR NON-CURRENT LIABILITIES AND CHARGES

Defined benefit pension obligations and other benefits related to severance obligations are valued actuarially in accordance with IAS 19 "Employee benefits" using the projected unit credit method. The present value of defined benefit obligations is calculated based on the years of service, the anticipated development of the employee's compensation as well as the enacted contractual and statutory pension revaluation requirements. The service cost is recognised in personnel cost; the net interest cost for the provisions is recognised in "other financial result – net". Actuarial gains and losses as well as gains from plan assets, excluding the amounts which are already included in the net interest on net liability, are recognised in other comprehensive income in the statement of comprehensive income in accordance with IAS 19.

Provisions for anniversary bonuses are valued actuarially for non-current obligations against employees related to the number of years of their service based on collective or plant bargaining agreements using the projected unit credit method. The service cost is recognised in personnel cost; the net interest cost for the provisions is recognised in "other financial result – net". Actuarial gains and losses are recognised in the income statement in accordance with IAS 19.

Provisions for pre-retirement programmes are accrued upon conclusion of individual contractual agreements as well as for probable pre-retirement agreements in the future, if employees have the right to participate in pre-retirement programmes based on plant bargaining agreements or collective agreements. Statutory deposits of securities for covering pre-retirement programmes are netted with the provisions for pre-retirement programmes, provided that they meet the definition of plan assets.

15.1 Development of provisions for non-current liabilities and charges

In the financial year 2025, provisions for non-current liabilities and charges developed as follows:

(in thousands of EUR)	Pensions	Severance	Anniversary bonuses	Other	Total
Balance at Jan. 1, 2025	38,924	29,065	8,499	22,330	98,818
Effect of exchange rate changes	(2)	(750)	0	(495)	(1,247)
Changes in consolidated companies	0	(135)	0	(1,380)	(1,515)
Reclassifications	0	0	0	135	135
Utilisation	(5,157)	(3,997)	(643)	(801)	(10,598)
Reversal	0	0	(299)	(159)	(458)
Increase	2,103	3,098	630	1,005	6,836
IAS 19 remeasurements through other comprehensive income	(3,216)	(840)	0	0	(4,056)
Benefit payments from and contributions to plan assets	1,842	0	0	0	1,842
Balance at Dec. 31, 2025	34,494	26,441	8,187	20,635	89,757

In the financial year 2024, provisions for non-current liabilities and charges developed as follows:

(in thousands of EUR)	Pensions	Severance	Anniversary bonuses	Other	Total
Balance at Jan. 1, 2024	45,523	36,459	11,264	26,595	119,841
Effect of exchange rate changes	58	(158)	0	606	506
Reclassifications ¹⁾	(835)	(5,901)	(2,276)	(514)	(9,526)
Utilisation	(5,704)	(4,510)	(838)	(269)	(11,321)
Reversal	0	0	(165)	(221)	(386)
Increase	2,881	3,020	514	892	7,307
IAS 19 remeasurements through other comprehensive income	(2,155)	155	0	0	(2,000)
Benefit payments from and contributions to plan assets	(844)	0	0	0	(844)
Discounting effects ²⁾	0	0	0	(4,759)	(4,759)
Balance at Dec. 31, 2024	38,924	29,065	8,499	22,330	98,818

¹⁾ incl. reclassification according to IFRS 5 (see note 5)

²⁾ Discounting of a reclamation provision without impact on the income statement and an offsetting effect in property, plant and equipment (see note 6)

As of December 31, 2025, securities with a fair value of thous. EUR 1,583 (December 31, 2024: thous. EUR 1,270) have been provided as security for provisions for pre-retirement programmes within the scope of the respective legal commitments. At December 31, 2025 and December 31, 2024, those securities were deducted as plan assets from the underlying obligations.

The position "Other" mainly includes non-current obligations for environmental measures and dismantling obligations in the amount of thous. EUR 19,395 (December 31, 2024: thous. EUR 21,142).

The dismantling obligations in the MM Pharma & Healthcare Packaging division mainly result from the obligation to remove leasehold improvements after termination of the lease. In the MM Board & Paper division, the obligations mainly relate to environmental measures in connection with a landfill in Kwidzyn (Poland) as well as post-closure obligations in Kolicvevo (Slovenia) and at the former site in Hirschwang (Austria). The provision values are determined with their present values assuming the expected costs taking into account term-specific interest rates.

15.2 Provisions for pensions and severance payments

The majority of the Group's employees are covered by government-sponsored pension and welfare programmes, while the Group also makes periodic payments to various government agencies, which are expensed as incurred. In addition, the Group provides certain employees with additional retirement benefits through the sponsorship of defined contribution plans and defined benefit plans. The benefits provided by the Group depend on the legal, fiscal and economic circumstances of each individual country and are primarily based on the length of service and the employee's compensation.

Under the defined contribution plans, the Group makes fixed payments to external pension funds. Once the contributions have been made, the Group does not have any further payment obligations towards the employees. These periodical contribution payments are recognised as part of the annual pension and severance costs and amounted to thous. EUR 17,399 in the financial year 2025 (2024: thous. EUR 17,775).

Defined benefit obligations in the Group consist of pensions and severance payments. These obligations exist in several countries where the Group has employees, in particular in Germany, Austria and Great Britain.

The pension obligations cover the arrangement of a pension programme for active employees and, after fulfilment of the vesting period, for former employees, including their surviving dependants. Essentially, these are managers and also employees for whom a corresponding commitment originating from a time before the acquisition of the respective subsidiary was assumed by the Group. Therefore, obligations exist both towards employees in existing employment relationships and also towards employees who have quit or retired.

Expected payments under the pension plan may depend on the salary received by the employee in the last year of service or on an average of several years and, as a rule, are based on the length of service. Pension benefits are granted as a non-recurring payment or as monthly retirement payments. In case of retirement payments, the Group bears the risk of longevity and inflation due to pension adjustments to the full extent.

Obligations arising from the severance of employees cover legal and contractual claims for non-recurring severance payments made by the Group to employees due to certain reasons, such as termination, dissolution of an employment relationship by mutual agreement, retirement, or death of an employee. These payments significantly depend on the number of years of service and the cause of termination.

Defined benefit pension and other benefit plans are measured and recognised applying the internationally common projected unit credit method according to IAS 19. According to this method, the actuarial calculation of future obligations is based on the proportionate obligations as of the balance sheet date. The valuation was conducted based on assumptions and assessments as of the balance sheet date. Significant influencing factors were discount interest rate, estimated life expectancy, expected salary growth rate, expected pension growth rate as well as retirement age.

Actuarial gains and losses which result from changes in the number of plan participants and from differences between actual trends and estimates that are the basis for calculation are recognised in other comprehensive income in the consolidated comprehensive income statement according to IAS 19.

The calculation of defined pension obligations and other benefits related to severance obligations is based on the following actuarial assumptions:

(in %)	Dec. 31, 2025		Dec. 31, 2024	
	Pensions	Severance	Pensions	Severance
Discount rate	4.33 %	6.05 %	3.87 %	6.77 %
Salary growth rate	2.37 %	4.77 %	2.42 %	5.98 %
Pension growth rate	2.32 %		2.38 %	

The information presented above shows the weighted average of all relevant entities of the Group.

Valuation of life expectancy was performed based on local mortality tables. These are in particular for Austria: AVÖ 2018-P "Angestellte" or "Gemischt" (2024: AVÖ 2018-P "Angestellte" or "Gemischt"), for Germany: Heubeck-Richttafeln 2018 G (2024: 2018 G), for Great Britain: Post Retirement and Pre Retirement: S4PA CMI_2024_M/F [1.25 %] (2024: S4PA CMI_2023_M/F [1.25 %]). As a rule, the retirement age corresponds to the respective country-specific legal provisions.

The following expenses were recorded for defined benefit pension and severance commitments:

(in thousands of EUR)	2025		2024	
	Pensions	Severance	Pensions	Severance
Service cost	429	1,447	549	1,770
Net interest on the net defined benefit liability	1,311	1,676	1,455	1,750
Past service cost	0	45	0	31
Effects due to plan changes	0	(70)	308	(531)
Administration costs from the investment of plan assets	363	0	569	0
Net periodic benefit cost	2,103	3,098	2,881	3,020

The defined benefit obligation and plan assets developed as follows:

(in thousands of EUR)	2025		2024	
	Pensions	Severance	Pensions	Severance
Defined benefit obligation at the beginning of the year	95,173	29,065	103,274	36,459
Effect of exchange rate changes	(1,090)	(750)	1,113	(158)
Changes in consolidated companies	0	(135)	0	0
Service cost	429	1,447	549	1,770
Interest cost	3,543	1,676	3,614	1,750
Past service cost	0	45	0	31
Plan participants contributions	100	0	82	0
Remeasurements	(5,030)	(840)	(6,951)	155
<i>Thereof (gains)/losses from change in demographic assumptions (e. g. life expectancy, retirement age)</i>	<i>173</i>	<i>16</i>	<i>(109)</i>	<i>(96)</i>
<i>Thereof (gains)/losses from change in financial assumptions (e. g. discount rate, salary growth rate, pension growth rate)</i>	<i>(5,183)</i>	<i>(1,453)</i>	<i>(6,861)</i>	<i>(741)</i>
<i>Thereof experience (gains)/losses (deviation between actual value and planned value)</i>	<i>(20)</i>	<i>597</i>	<i>19</i>	<i>992</i>
Benefit payments	(5,157)	(3,997)	(5,704)	(4,510)
Reclassifications ¹⁾	0	0	(1,112)	(5,901)
Effects due to plan changes	0	(70)	308	(531)
Defined benefit obligation at the end of the year	87,968	26,441	95,173	29,065

¹⁾ in previous year incl. reclassification according to IFRS 5 (see note 5)

(in thousands of EUR)	Pensions	
	2025	2024
Fair value of plan assets at the beginning of the year	59,098	60,131
Effect of exchange rate changes	(1,088)	1,055
Interest income	2,354	2,237
Administrative expense	(363)	(569)
Remeasurements	(1,066)	(4,405)
<i>Thereof return on plan assets excluding amounts included in interest income - net</i>	<i>(1,066)</i>	<i>(4,405)</i>
Employer contributions	819	4,006
Plan participants contributions	100	82
Benefit payments from plan	(2,661)	(3,162)
Reclassifications ¹⁾	0	(277)
Fair value of plan assets at the end of the year	57,193	59,098

¹⁾ in previous year incl. reclassification according to IFRS 5 (see note 5)

An overview of the geographic and divisional allocation of net periodic benefit costs for defined benefit pensions and severance, defined benefit obligation, and the fair value of plan assets for the financial years 2025 and 2024 is represented as follows:

2025												
	MM Food & Premium Packaging				MM Pharma & Healthcare Packaging				MM Board & Paper			
(in thousands of EUR)	Germany	Austria	Other countries	Total	Germany	Austria	Other countries	Total	Germany	Austria	Other countries ¹⁾	Total
Net periodic benefit cost	882	397	1,433	2,712	0	17	61	78	447	674	1,290	2,411
Defined benefit obligation at the end of the year	20,709	8,120	5,355	34,184	0	743	2,097	2,840	11,056	29,951	36,378	77,385
Fair value of plan assets	848	1,698	0	2,546	0	499	0	499	795	25,826	27,527	54,148

¹⁾ This primarily includes the pension plan in Great Britain.

2024												
	MM Food & Premium Packaging				MM Pharma & Healthcare Packaging				MM Board & Paper			
(in thousands of EUR)	Germany	Austria	Other countries	Total	Germany	Austria	Other countries	Total	Germany	Austria	Other countries ¹⁾	Total
Net periodic benefit cost	1,048	865	1,374	3,287	0	19	241	260	488	672	1,194	2,354
Defined benefit obligation at the end of the year	23,100	8,728	6,364	38,192	0	762	2,404	3,166	12,457	32,802	37,621	82,880
Fair value of plan assets	849	1,775	0	2,624	0	515	0	515	817	26,207	28,935	55,959

¹⁾ This primarily includes the pension plan in Great Britain.

The employers' contributions to plan assets for the year 2026 are expected to amount to thous. EUR 167.

The structure of plan assets

There are plan assets for pension obligations in Austria and Germany in the form of qualifying insurance policies which are pledged to the respective beneficiaries. The Group contributes to qualifying insurance policies as required.

The pension fund in the UK restructured its plan assets in the year 2024. Instead of shares and bonds, the fund since then uses insurance commitments to cover the claims of its beneficiaries. There are also plan assets in the form of a collective foundation in Switzerland.

The plan assets mainly consist of qualifying insurance policies pledged to beneficiaries and other insurance contracts. With regard to the plan assets, the Group currently does not hold any equity instruments or debt instruments.

Plan assets market price risk

The net liability from pension and severance obligations and the reconciliation to the net liability recognised are as follows:

(in thousands of EUR)	Dec. 31, 2025		Dec. 31, 2024	
	Pensions	Severance	Pensions	Severance
Defined benefit obligation	87,968	26,441	95,173	29,065
<i>Thereof obligations covered by provisions</i>	30,587	26,441	35,634	29,065
<i>Thereof obligations covered by funds</i>	57,381	0	59,539	0
Less fair value of plan assets	(57,193)	0	(59,098)	0
Net liability	30,775	26,441	36,075	29,065
Effect due to asset ceiling	3,719	0	2,849	0
Net liability recognised as provision for non-current liabilities and charges	34,494	26,441	38,924	29,065

The following sensitivity analysis for pension and severance provisions presents the impact a possible change in significant actuarial assumptions might have on the obligation. If one significant assumption is changed, the other assumptions are kept constant.

(in %)	Impact on the defined benefit obligation 2025		
	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	1.00 %	Decrease by 9.6 %	Increase by 11.4 %
Salary growth rate	1.00 %	Increase by 2.6 %	Decrease by 2.3 %
Pension growth rate	1.00 %	Increase by 7.5 %	Decrease by 6.7 %
		Increase by one year in assumption	
Retirement age		Decrease by 1.0 %	
Life expectancy		Increase by 2.8 %	

(in %)	Impact on the defined benefit obligation 2024		
	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	1.00 %	Decrease by 10.1 %	Increase by 12.2 %
Salary growth rate	1.00 %	Increase by 2.3 %	Decrease by 2.2 %
Pension growth rate	1.00 %	Increase by 7.7 %	Decrease by 7.2 %
		Increase by one year in assumption	
Retirement age		Decrease by 1.1 %	
Life expectancy		Increase by 2.8 %	

The weighted average duration of the defined benefit obligation is 11.0 years as of the balance sheet date (December 31, 2024: 11.6 years).

The expected maturity analysis of defined benefit obligations for the next ten years as of December 31, 2025 and December 31, 2024 in relation to actual payments is as follows:

(in thousands of EUR)	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Between 5 - 10 years	Total
As of Dec. 31, 2025					
Defined benefit plans	6,481	6,506	22,660	43,815	79,462
As of Dec. 31, 2024					
Defined benefit plans	6,541	6,564	22,194	47,647	82,946

16 TRADE LIABILITIES

Current liabilities are, as a rule, recognised at the redemption amount.

Trade liabilities amounting to thous. EUR 537,638 (December 31, 2024: thous. EUR 588,130) as of December 31, 2025 comprise liabilities from acquisition of property, plant and equipment, and intangible assets amounting to thous. EUR 43,687 (December 31, 2024: thous. EUR 25,460) which are taken into consideration as non-cash transactions within the cash flow from investing activities, as well as advances from customers in an amount of thous. EUR 2,453 (December 31, 2024: thous. EUR 1,374).

17 DEFERRED INCOME AND OTHER CURRENT LIABILITIES

Accruals comprise liabilities for which the exact time of utilisation or amount is uncertain and which, at the same time, are definable to a high degree of certainty. Even if the amount and the exact time are occasionally only estimated, the measurement precision of accruals is significantly higher than that of provisions. Therefore, they are recognised according to their origin as trade liabilities (see note 16) and other current liabilities, especially in personnel and social costs.

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Obligations for personnel and social costs	116,354	115,119
Liabilities for customer rebates and bonuses	29,223	28,913
Derivative liabilities	3,225	5,743
Other tax liabilities	28,120	28,355
Deferred income	12,403	23,495
Interest accruals	13,199	17,090
Other liabilities	16,709	19,124
Deferred income and other current liabilities	219,233	237,839
Thereof financial liabilities	32,866	41,744
Thereof non-financial liabilities	186,367	196,095

Obligations for personnel and social costs particularly include premiums and bonuses for employees, unused vacations as well as other deferred personnel-related obligations.

The calculation of liabilities for customer rebates and bonuses is based on the bonus and rebates claims of customers included in the underlying customer arrangements. Bonuses are set up in a way that customers receive a retrospective reimbursement if a certain purchase volume was reached within an invoicing period.

Liabilities from interest accruals mainly result from existing *Schuldschein* loans and *Namenschuldverschreibungen*.

18 PROVISIONS FOR CURRENT LIABILITIES AND CHARGES

Provisions are created when the Group has a present legal or constructive obligation to a third party as a result of a past event, if it is probable that it will be settled and if the amount of the obligation can be reliably estimated. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date.

Provisions for large numbers of similar obligations, e. g., warranties, are measured at a probability-weighted expected value of assets reduction based on this group of obligations. A provision is also recognised even if the probability of a claim on assets is negligible for a single obligation included in this group.

In the financial year 2025, provisions for current liabilities and charges developed as follows:

(in thousands of EUR)	Sales	Provisions for restructuring costs	Other provisions	Total
Balance at Jan. 1, 2025	5,023	2,332	31,141	38,496
Effect of exchange rate changes	(44)	0	101	57
Reclassifications	(10)	(135)	(226)	(371)
Changes in consolidated companies	0	0	(73)	(73)
Utilisation	(1,540)	(259)	(19,360)	(21,159)
Reversal	(1,106)	(457)	(915)	(2,478)
Increase	2,824	11,380	14,532	28,736
Balance at Dec. 31, 2025	5,147	12,861	25,200	43,208

In the financial year 2024, provisions for current liabilities and charges developed as follows:

(in thousands of EUR)	Sales	Provisions for restructuring costs	Other provisions	Total
Balance at Jan. 1, 2024	7,126	11,991	19,469	38,586
Effect of exchange rate changes	20	8	177	205
Reclassifications ¹⁾	(307)	504	(444)	(247)
Utilisation	(2,417)	(7,260)	(6,904)	(16,581)
Reversal	(1,289)	(3,039)	(1,128)	(5,456)
Increase	1,890	128	19,971	21,989
Balance at Dec. 31, 2024	5,023	2,332	31,141	38,496

¹⁾ incl. reclassification according to IFRS 5 (see note 5)

The provisions for sales are recognised on product warranties and guarantees as well as returned goods. The provisions for product warranties and guarantees are made both on a legal and a contractual basis. Single risks, on the one hand, and the overall risk based on past experience, on the other hand, are taken into consideration for the calculation.

The restructuring provisions mainly resulted from the planned measures implemented in the MM Pharma & Healthcare Packaging division in Southwestern Europe (see note 5).

The position "Other provisions" primarily comprises provisions for a shortage of CO₂ emission certificates. Moreover, the position includes an environmental provision in connection with a landfill site, provisions for litigations and legal costs, provisions for other taxes, as well as a variety of immaterial individual items.

19 SEGMENT REPORTING INFORMATION

In the financial year 2024, the MM Group introduced a new organisational structure, which resulted in a split and expansion of the previous MM Packaging division into two areas: MM Food & Premium Packaging and MM Pharma & Healthcare Packaging, as the pharma business area pursues a different business model and is perceived as very specialised within the packaging industry. The aim of this reorganisation is to increase transparency.

Internal reporting and the relevant information presented to the chief operating decision maker for the purpose of assessing profitability and allocating resources have been adjusted to reflect the new organisational structure.

Mayr-Melnhof Karton AG and its subsidiaries now operate in three operating areas, the production of folding cartons and packaging (MM Food & Premium Packaging division and MM Pharma & Healthcare Packaging division) and the production of cartonboard and paper (MM Board & Paper division). The Group is organised in these three operating areas and is managed by the Management Board based on the financial information acquired thereon. Hence, the segments reported correspond to these three operating areas.

The MM Food & Premium Packaging division converts cartonboard into printed folding cartons purchased by customers in a variety of industries including food and consumer goods (e. g., packaging for cereals, dried foods, sugar, confectionary and baked goods, cosmetics and toiletries, detergents, domestic appliances, toys, tobacco products and high-grade confectionary).

The MM Pharma & Healthcare Packaging division processes cartonboard into printed folding cartons for the pharmaceutical industry. Furthermore, it also comprises leaflets and labels.

The MM Board & Paper division manufactures and distributes numerous grades of cartonboard, focusing in particular on coated cartonboard made from recycled and virgin fibres as well as kraft papers, uncoated fine papers and pulp.

Data provided by the management information system on which segment reporting is based is in accordance with the accounting and recognition principles applied to the consolidated financial statements. Central operations are completely allocated to the operating segments by an allocation system in analogy with the procedures in the management information system. Results from intersegment transactions have already been eliminated in the segment results.

The Group measures the performance of its operating segments by assessing adjusted EBITDA and adjusted operating profit.

Intersegment sales are carried out on an arm's length basis.

Sales are allocated based on the shipment destinations of finished goods, whereas non-current assets are allocated according to the location of the respective units.

Capital expenditures include additions to property, plant and equipment and intangible assets (adjusted for non-cash additions, e.g. from leases or capitalised borrowing costs) less received government grants and in addition include payments on account as well as the change in liabilities from investment activities. Capital expenditures are derived from the consolidated cash flow statement.

Revenue recognition

Revenues comprise all income generated by the typical business activities of the MM Group and include income from the sale of numerous grades of cartonboard and folding cartons. The disaggregation of performance obligations under certain circumstances may result in a separation of performance obligations related to rendered transportation services, depending on the individual terms of delivery agreed with customers. These transportation services are, however, of low significance for the Group. Apart from this, no further material multiple-component contracts covering, for example, the performance of services besides the delivery of goods were identified. Tools, such as die cutting tools and engravings, are not to be considered as individual service obligations, because they are necessary for the fulfilment of contracts.

The transaction price to which the Group is entitled in exchange for the transfer of goods consists of the price for the transferred goods and any variable element in the form of customer rebates and bonuses and is to be paid on credit. Due to the agreed terms of payment, there is no financial component. The variable component is considered as "liability for customer rebates and bonuses". The amount of this liability depends on the probable claim of a customer and is regularly evaluated and adjusted, if necessary.

Revenues from manufacturing and selling cartonboard and folding cartons are recognised at a point in time based on the agreed individual terms of delivery.

The segment reporting information concerning the Group's operating segments can be illustrated as follows:

(in thousands of EUR)	2025				
	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper	Eliminations	Group ¹⁾
Sales to external customers	1,538,257	618,169	1,728,878	0	3,885,304
Intersegment sales	146	108	201,333	(201,587)	0
Total sales	1,538,403	618,277	1,930,211	(201,587)	3,885,304
Cost of materials and purchased services	(828,057)	(229,508)	(1,118,671)	200,574	(1,975,662)
Personnel expenses	(323,845)	(251,861)	(284,831)	0	(860,537)
Adjusted EBITDA ²⁾	228,247	77,749	114,952	(2,706)	418,242
Adjusted operating profit ³⁾	157,345	37,245	3,377	(2,600)	195,367
Financial income	11,922	457	6,153	(2,012)	16,520
Financial expenses	(15,937)	(4,269)	(35,197)	2,012	(53,391)
Income tax expense	(37,157)	(7,912)	(23,640)	(34)	(68,743)
Capital employed	1,018,841	449,918	1,888,718	(221)	3,357,256
Free Cash Flow	58,173	14,134	(61,217)	(9)	11,081
Capital expenditures	68,128	44,151	123,118	(2,714)	232,683
Depreciation and amortisation	(67,478)	(40,559)	(111,758)	105	(219,690)
Impairments and write-ups ⁴⁾	(4,338)	(1,569)	(70,348)	0	(76,255)
Employees as of December 31	5,742	3,473	4,132	0	13,347

¹⁾ Figures according to primary financial statement components with the exception of adjusted EBITDA and adjusted operating profit. To enhance the informative value of the earnings measures in the divisions, management has now defined "material" as an impact of more than EUR 5 million on operating profit (previously more than EUR 10 million).

²⁾ adjusted for significant one-off effects in the amount of thous. EUR -120,281 for the MM Food & Premium division resulting primarily from the disposal of TANN Group, thous. EUR 18,214 for the MM Pharma & Healthcare Packaging division resulting from restructuring measures, as well as thous. EUR 3,329 for MM Board & Paper division resulting from restructuring measures

³⁾ adjusted for significant one-off effects in the amount of thous. EUR -119,367 for the MM Food & Premium division resulting primarily from the disposal of TANN Group, thous. EUR 19,839 for the MM Pharma & Healthcare Packaging division resulting from restructuring measures, as well as thous. EUR 73,860 for MM Board & Paper division resulting from impairment and restructuring measures

⁴⁾ for property, plant and equipment, and intangible assets

(in thousands of EUR)	2024				
	MM Food & Premium Packaging	MM Pharma & Healthcare Packaging	MM Board & Paper	Eliminations	Group ¹⁾
Sales to external customers	1,701,254	615,685	1,762,694	0	4,079,633
Intersegment sales	1,107	8	191,615	(192,730)	0
Total sales	1,702,361	615,693	1,954,309	(192,730)	4,079,633
Cost of materials and purchased services	(916,527)	(235,623)	(1,212,980)	192,232	(2,172,898)
Personnel expenses	(340,553)	(230,371)	(275,705)	0	(846,629)
Adjusted EBITDA	258,315	69,920	90,396	(105)	418,526
Adjusted operating profit	179,446	29,822	(19,157)	(105)	190,006
Financial income	13,840	576	15,514	(2,835)	27,095
Financial expenses	(31,599)	(8,418)	(45,680)	2,835	(82,862)
Income tax expense	(25,760)	14,913	6,944	69	(3,834)
Capital employed ²⁾	1,152,193	423,434	1,801,275	(36)	3,376,866
Free Cash Flow	264,926	19,711	17,589	0	302,226
Capital expenditures	58,365	55,758	106,850	(105)	220,868
Depreciation and amortisation	(78,858)	(40,089)	(109,098)	0	(228,045)
Impairments and write-ups ³⁾	(11)	(9)	(455)	0	(475)
Employees as of December 31	6,876	3,549	4,285	0	14,710

¹⁾ figures according to primary financial statements components, there were no material one-off effects of more than EUR 10 million in 2024

²⁾ incl. cash and financial liabilities of the TANN Group (see note 5)

³⁾ for property, plant and equipment, and intangible assets

The following table shows a country-by-country breakdown of net sales based on shipment destinations as well as a summary of non-current assets and capital expenditures based on locations:

(in thousands of EUR)	2025			2024		
	Net sales	Non-current assets	Capital expenditures	Net sales	Non-current assets	Capital expenditures
Europe	3,037,265	2,664,320	205,892	3,189,343	2,695,439	191,853
Austria	72,847	421,627	30,471	84,711	419,378	23,620
Germany	553,554	401,385	30,529	555,532	368,581	32,502
Poland	504,831	844,303	88,589	538,766	802,583	41,761
France	373,311	109,528	11,026	436,718	109,882	13,783
Great Britain	326,576	174,824	4,564	325,435	195,854	8,156
Rest of Europe	1,206,146	712,653	40,713	1,248,181	799,161	72,031
The Americas	427,930	125,863	17,201	413,111	133,743	17,342
Rest of the World	420,109	91,999	9,590	477,179	101,803	11,673
Consolidated total	3,885,304	2,882,182	232,683	4,079,633	2,930,985	220,868

Non-current assets comprise property, plant and equipment and intangible assets including goodwill (see note 6).

20 OTHER OPERATING INCOME

(in thousands of EUR)	2025	2024
Insurance claims	30,258	6,115
Income from energy sales	11,750	12,812
Rental income	3,228	2,958
Gains and losses from disposal of property, plant and equipment, and intangible assets – net	3,637	4,221
Income from the deconsolidation of subsidiaries	133,239	0
Other income	12,660	13,642
Other operating income	194,772	39,748

At the beginning of the 2025 financial year, a fire occurred in a raw material warehouse at the Polish site in Bydgoszcz. In this context, impairment losses were recognised on property, plant and equipment (see note 6) as well as on inventories. The expenses relating to the fire incident and the loss of profit due to the business interruption were covered by insurance except for a deductible. Accordingly, the insurance income largely consists of compensation payments related to this event. In 2024, this position includes among others insurance compensations for the flooding at the Kolicvevo mill in Slovenia.

Gains and losses from disposal of property, plant and equipment, and intangible assets – net include in particular sales of a building as well as other disposals of minor significance.

The gains from the disposal of subsidiaries include thous. EUR 129,476 from the divestment of the TANN Group. In addition, gains from the deconsolidation of MM Bangor Ltd. amounting to thous. EUR 2,426 and of free-com solutions GmbH amounting to thous. EUR 1,337 are presented in this line item.

The position “Other income” mainly includes income from energy efficiency refunds in the amount of thous. EUR 2,165 (2024: thous. EUR 3,132) and many individual items. The income from energy efficiency refunds is not offset by any corresponding expenses.

21 OTHER OPERATING EXPENSES

(in thousands of EUR)	2025	2024
Logistics, freight and transportation expenses	266,242	261,231
Repairs and maintenance	188,968	177,809
IT and consulting expenses	108,182	97,076
Rental, leasing and insurance expenses	42,499	43,367
Other taxes and charges	18,408	20,228
Other expenses	82,843	89,229
Other operating expenses	707,142	688,940

The position “Other expenses” includes expenses for travel activities and vehicle fleet, marketing, training, cleaning, security, sewer and waste disposal fees, as well as a large number of individual items.

22 PERSONNEL EXPENSES

Personnel expenses from all Group areas can be broken down as follows:

(in thousands of EUR)	2025	2024
Gross wages	341,524	350,288
Gross salaries	310,056	303,994
Severance expenses ¹⁾	21,781	4,102
Pension expenses	17,158	17,716
Expenses for statutory social security as well as payroll-related taxes and compulsory contributions	123,841	121,197
Other welfare expenses	24,022	26,175
Expenses for temporary personnel	22,155	23,157
Total	860,537	846,629

¹⁾ including social plans in Spain and France (see note 5) and further one-off severance payments

The average number of employees (excluding temporary personnel) is as follows:

(Number of persons)	2025	2024
Factory workers	10,484	11,213
Office staff	3,507	3,706
Total	13,991	14,919

Remuneration of the management

The key management of the Group includes the Management Board and the Supervisory Board. The remuneration of the management is as follows:

(in thousands of EUR)	2025	2024
Salaries and other short-term employee benefits (incl. remuneration of the Supervisory Board)	8,604	7,830
Post-employment benefits	1,501	1,621
Long-term employee benefits (Management Board)	914	693
Total	11,019	10,144

The payment of long-term benefits (long-term profit-sharing) is conditional on the achievement of a certain operating margin for the next three years based on a three-year plan. For an operating margin determined at the beginning, the Management Board is entitled to a profit-sharing payment in a defined amount. Deviations from this average operating margin lead to increases or decreases in the target amount.

The short-term benefits of the members of the Management Board are as follows:

(in thousands of EUR)	2025	2024
Fixed remuneration	2,858	2,507
Variable remuneration	4,977	4,583
Total	7,835	7,090

The provision for variable compensations that has not yet been paid out amounted to thous. EUR 7,082 as of December 31, 2025 (December 31, 2024: thous. EUR 6,907).

In the financial year 2025, pensions and other post-employment benefits were paid to former board members and their surviving dependents, amounting to thous. EUR 1,261 (2024: thous. EUR 1,418).

The remuneration of the members of the Supervisory Board elected by the shareholders for the financial year 2025 amounted to thous. EUR 769 (2024: thous. EUR 740).

23 EXPENSES FOR THE GROUP AUDITOR

The 31st Ordinary Shareholders' Meeting on April 30, 2025 appointed PwC Wirtschaftsprüfung GmbH as auditor for the consolidated and individual financial statements of Mayr-Melnhof Karton AG. Furthermore, they audited the individual financial statements of all material Austrian subsidiaries. In 2025, expenses for services rendered by PwC Wirtschaftsprüfung GmbH in Austria amounted to thous. EUR 975 (2024: thous. EUR 1,181), of which thous. EUR 785 (2024: thous. EUR 914) were related to auditing and thous. EUR 190 (2024: thous. EUR 150) to other assurance services. There were no costs related to other services in 2025 (2024: thous. EUR 117).

24 RESEARCH AND DEVELOPMENT EXPENSES

Research and development costs are recognised as expenses as incurred. Neither as of December 31, 2025 nor as of December 31, 2024 have any development costs been capitalised.

Research and development costs recognised as expenses in the consolidated income statement amounted to thous. EUR 6,537 in the financial year 2025 (2024: thous. EUR 12,538).

25 FINANCIAL INCOME

(in thousands of EUR)	2025	2024
Interest from bank deposits	16,269	26,777
Other financial income	251	318
Total financial income	16,520	27,095

The decrease in interest from bank deposits is mainly due to lower bank balances as well as a generally low interest rate level.

26 FINANCIAL EXPENSES

(in thousands of EUR)	2025	2024
Interest expense related to financial liabilities	(30,723)	(57,190)
Interest expense on lease liabilities	(4,893)	(3,963)
Interest expense on factoring agreements	(13,777)	(17,252)
Other financial expenses	(3,998)	(4,457)
Total financial expenses	(53,391)	(82,862)

The decrease in interest expense from financial liabilities mainly results from a lower interest rate level for variable-rate loans as well as extraordinary repayments. Other financial expenses particularly comprise commitment fees for unused credit lines and commissions in connection with the financing of acquisitions.

27 OTHER FINANCIAL RESULT – NET

(in thousands of EUR)	2025	2024
Foreign currency exchange rate gains (losses) – net	(39,334)	(16,763)
Net interest cost from benefit obligation	(3,527)	(3,553)
Result from investments accounted for using the equity method	1,088	2,466
Dividend income	617	523
Result from hyperinflation adjustments (IAS 29)	3,327	(1,985)
Other financial income	8	6
Other financial expenses	(646)	(616)
Other financial result – net	(38,467)	(19,922)

28 EARNINGS PER SHARE

Earnings per share are calculated in accordance with IAS 33 “Earnings per Share”. The standard requires the calculation and disclosure of two key figures: basic and diluted earnings per share. Basic earnings per share are calculated by dividing profit or loss attributable to the shareholders of the Company by the weighted average number of shares outstanding during the financial year. As there were no dilutive stock options neither as of December 31, 2025 nor as of December 31, 2024, it was not necessary to calculate the diluted earnings per share, which thus correspond to the basic earnings per share.

Basic earnings per share are calculated by dividing net profit for the year attributable to ordinary shareholders of the parent company by the weighted average number of ordinary shares outstanding during the year.

	2025	2024
Profit attributable to ordinary shareholders of the parent company (in thousands of EUR)	75,597	108,235
Weighted average number of ordinary shares	19,602,607	20,000,000
Basic earnings per share attributable to ordinary shareholders of the parent company (in EUR)	3.86	5.41

As in the previous year, the number of shares issued as of December 31, 2025 amounted to 20,000,000 shares.

29 COMMITMENTS AND CONTINGENT LIABILITIES

Commitments from legal proceedings and similar claims

The Group is subject to various claims and legal proceedings that have arisen in the ordinary course of business. Based on all facts available to the Management, the Group believes that the ultimate resolution of these claims and legal proceedings will be unlikely to have a material adverse effect on its financial position or consolidated profit, although no assurance can be given with respect to the outcome of such claims or litigations.

Commitments from environmental matters

The Group is also subject to various environmental laws and regulations in the countries in which it operates. Expenditures for environmental matters which relate to existing conditions caused by past operations and have no significant future benefit are expensed as incurred. If an expense is probable and the respective amount can be reliably estimated, the Group recognises provisions for environmental risks and post-closure obligations (see notes 15 and 18 as well as note 4 for climate related risks).

Other contingent liabilities

As of December 31, 2025, purchase obligations regarding planned capital expenditures for fixed assets and intangible assets amounted to thous. EUR 182,447 (December 31, 2024: thous. EUR 128,610). This is due to planned Group-wide investment programmes focusing on expansion and renewal. In addition, there are long-term purchase obligations in connection with the Group's supply of raw materials and energy, which are managed by Procurement Management.

30 DISCLOSURES ON TRANSACTIONS WITH RELATED PARTIES

Raw materials for the production of cartonboard amounting to thous. EUR 7,118 were purchased from other related companies in 2025 (2024: thous. EUR 8,437). As of December 31, 2025, trade liabilities with other related companies amounted to thous. EUR 1,043 (December 31, 2024: thous. EUR 686).

In 2025, sales from transactions with associated companies amounted to thous. EUR 1,108 (2024: thous. EUR 544). As of December 31, 2025, trade receivables against associated companies amounted to thous. EUR 390 (December 31, 2024: thous. EUR 282).

Raw materials amounting to thous. EUR 2,444 were purchased from joint ventures in 2025 (2024: thous. EUR 6,024). As of December 31, 2025, there were no trade liabilities against joint ventures (December 31, 2024: thous. EUR 2,041). In 2024, the trade liabilities against joint ventures were recognised in the position "Liabilities related to assets held for sale".

Transactions with these companies are carried out on an arm's length basis.

Key management personnel of the Group (active Management Board and Supervisory Board members of Mayr-Melnhof Karton AG) and their close relatives are considered as related parties. For information regarding management remuneration, please refer to note 22.

In the financial year 2025, expenses for consulting services rendered by members of the Supervisory Board amounted to thous. EUR 14 (2024: thous. EUR 28). As of December 31, 2025, there were no liabilities recognised in this context (December 31, 2024: thous. EUR 2). Standard market rates were charged for these consulting services.

For information on contributions to the pension benefit plan in Great Britain in the previous year, please refer to note 15.

31 NOTES ON THE CONSOLIDATED CASH FLOW STATEMENTS

Cash and cash equivalents

Cash and cash equivalents comprise cash, checks and short-term demand deposits at financial institutions with expiration dates within three months. Cash equivalents include money market funds that can be converted into a fixed amount of cash at any time and are only subject to insignificant fluctuations in value. Cash and cash equivalents denominated in foreign currencies are converted into the Euro using the exchange rates at the balance sheet date. For the purpose of the statement of cash flows, the above defined cash and cash equivalents comprise the following:

(in thousands of EUR)	Dec. 31, 2025	Dec. 31, 2024
Fixed deposits	100,979	37,821
Unrestricted bank deposits and cash	315,007	382,760
Money market funds	80,321	98,118
Other restricted bank deposits	2,130	2,176
Cash and cash equivalents	498,437	520,875

Cash flow from operating activities is derived from the consolidated financial statements using the indirect method, while cash flows from investing and financing activities are calculated directly on the basis of cash inflows and outflows.

Cash flow from operating activities decreased from thous. EUR 516,297 to thous. EUR 231,121. This decrease is mainly the result of an increase in working capital which is attributable to a significant reduction in trade liabilities.

Other adjustments in net cash from profit result in particular from effects of exchange rate changes of thous. EUR 27,447 (2024: thous. EUR 14,140) and were offset with the changes in non-current provisions of thous. EUR -2,250 (2024: thous. EUR -6,326).

Cash flow from investing activities changed from thous. EUR -188,658 to thous. EUR 125,489. This change is primarily due to the sale price for the TANN Group amounting to thous. EUR 343,315.

Cash flow from financing activities changed from thous. EUR -520,550 to thous. EUR -376,598. This change results in particular from lower repayments of debt as well as lower interest payments in comparison to the previous year and was offset by payments for the repurchase of own shares.

The following table shows a reconciliation of financial liabilities from cash and non-cash changes:

(in thousands of EUR)	Non-current financial liabilities	Current financial liabilities	Total
Balance at Jan. 1, 2025	1,505,194	123,530	1,628,724
Issuances of financial liabilities	0	53,489	53,489
Repayments of financial liabilities	0	(294,734)	(294,734)
Total cash changes	0	(241,245)	(241,245)
Changes in consolidated companies	(512)	(16,974)	(17,486)
Effect of exchange rates	(569)	(2,527)	(3,096)
Other non-cash changes	(247,774)	293,025	45,251
Total non-cash changes	(248,855)	273,524	24,669
Balance at Dec. 31, 2025	1,256,339	155,809	1,412,148

Other non-cash changes mainly include additions to lease liabilities which are offset by the acquisition of assets in the same amount. Furthermore, this position includes reclassifications from non-current to current financial liabilities.

(in thousands of EUR)	Non-current financial liabilities	Current financial liabilities	Total
Balance at Jan. 1, 2024	1,768,942	250,514	2,019,456
Issuances of financial liabilities	0	69,469	69,469
Repayments of financial liabilities	(197,778)	(277,871)	(475,649)
Total cash changes	(197,778)	(208,402)	(406,180)
Effect of exchange rates	(65)	772	707
Other non-cash changes	(65,905)	80,646	14,741
Total non-cash changes	(65,970)	81,418	15,448
Balance at Dec. 31, 2024	1,505,194	123,530	1,628,724

32 SIGNIFICANT SUBSEQUENT EVENTS AND FURTHER INFORMATION

MM is closely monitoring current developments in the Middle East and their possible impact on the Group. MM operates two packaging plants of the MM Food & Premium Packaging division in that region, which contributed around 2 % to Group sales and around 6 % to the adjusted EBITDA in 2025. Business interruptions are to be expected.

33 TABLE OF AFFILIATED AND ASSOCIATED COMPANIES

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
Mayr-Melnhof Karton Aktiengesellschaft, Vienna (AUT)	EUR	80,000	-	FC ¹⁾	Mayr-Melnhof Karton Aktiengesellschaft, Vienna (AUT)	EUR	80,000	-	FC ¹⁾
MM PACKAGING GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC ¹⁾	MM PACKAGING GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC ¹⁾
MM Service GmbH, Vienna (AUT)	EUR	35	100.00 %	FC ¹⁾	MM Service GmbH, Vienna (AUT)	EUR	35	100.00 %	FC ¹⁾
MM FOOD & PREMIUM PACKAGING					MM FOOD & PREMIUM PACKAGING				
-	-	-	-	-	Beaucrest Limited i. L., Hong Kong (HKG)	HKD	1	100.00 %	NC ⁴⁾
-	-	-	-	-	Danubia International, Kiev (UKR)	UAH	1	100.00 %	NC ⁴⁾
Gundlach GmbH, Bielefeld (DEU)	EUR	52	100.00 %	FC ¹⁾	Gundlach GmbH, Bielefeld (DEU)	EUR	52	100.00 %	FC ¹⁾
Mayr-Melnhof Printing and Packaging Tehran Company, Private Joint Stock, Teheran (IRN)	IRR	514,800,000	100.00 %	FC ¹⁾	Mayr-Melnhof Printing and Packaging Tehran Company, Private Joint Stock, Teheran (IRN)	IRR	514,800,000	100.00 %	FC ¹⁾
-	-	-	-	-	MM Bangor Ltd., Bradford (GBR)	GBP	0	100.00 %	FC ¹⁾
MM C. P. Schmidt GmbH, Kaiserslautern (DEU)	EUR	3,000	100.00 %	FC ¹⁾	MM C. P. Schmidt GmbH, Kaiserslautern (DEU)	EUR	3,000	100.00 %	FC ¹⁾
MM Graphia Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	5,538	100.00 %	FC ¹⁾	MM Graphia Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	5,538	100.00 %	FC ¹⁾
-	-	-	-	-	MM Graphia GmbH, Bielefeld (DEU)	EUR	25	100.00 %	FC ¹⁾
MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	24,613	100.00 %	FC ¹⁾	MM Graphia Izmir Karton sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	24,613	100.00 %	FC ¹⁾
MM Graphia Trier GmbH, Trier (DEU)	EUR	3,500	100.00 %	FC ¹⁾	MM Graphia Trier GmbH, Trier (DEU)	EUR	3,500	100.00 %	FC ¹⁾
MM Gravure Trier GmbH, Trier (DEU)	EUR	7,000	100.00 %	FC ¹⁾	MM Gravure Trier GmbH, Trier (DEU)	EUR	7,000	100.00 %	FC ¹⁾
MM Innovaprint GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC ¹⁾	MM Innovaprint GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC ¹⁾
MM Labels Lublin Sp. z o. o., Lublin (POL)	PLN	34,078	100.00 %	FC ¹⁾	MM Labels Lublin Sp. z o. o., Lublin (POL)	PLN	34,078	100.00 %	FC ¹⁾
MM Neupack GmbH, Reichenau/Rax (AUT)	EUR	1,820	100.00 %	FC ¹⁾	MM Neupack GmbH, Reichenau/Rax (AUT)	EUR	1,820	100.00 %	FC ¹⁾
MM Packaging Behrens GmbH, Alfeld (Leine) (DEU)	EUR	3,000	100.00 %	FC ¹⁾	MM Packaging Behrens GmbH, Alfeld (Leine) (DEU)	EUR	3,000	100.00 %	FC ¹⁾
MM Packaging Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC ¹⁾	MM Packaging Beteiligungs- und Verwaltungs GmbH, Bielefeld (DEU)	EUR	500	100.00 %	FC ¹⁾
MM Packaging Caesar GmbH, Traben-Trarbach (DEU)	EUR	3,000	100.00 %	FC ¹⁾	MM Packaging Caesar GmbH, Traben-Trarbach (DEU)	EUR	3,000	100.00 %	FC ¹⁾

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM Packaging Chile Limitada, Santiago de Chile (CHL)	CLP	5,000	100.00 %	FC ¹⁾	Mayr-Melnhof Packaging Marinetti Limitada, Santiago de Chile (CHL)	CLP	5,000	100.00 %	FC ¹⁾
MM Packaging Colombia S. A. S., Santiago de Cali (COL)	COP	84,000,000	100.00 %	FC ¹⁾	MM Packaging Colombia S. A. S., Santiago de Cali (COL)	COP	84,000,000	100.00 %	FC ¹⁾
MM Packaging Deeside Limited, Deeside (GBR)	GBP	9,700	100.00 %	FC ¹⁾	MM Packaging Deeside Limited, Deeside (GBR)	GBP	9,700	100.00 %	FC ¹⁾
MM PACKAGING France S. A. S., Monéteau (FRA)	EUR	7,289	100.00 %	FC ¹⁾	MM PACKAGING France S. A. S., Monéteau (FRA)	EUR	7,289	100.00 %	FC ¹⁾
MM Packaging GmbH/Jordan PSC, Amman (JOR)	JOD	5,000	100.00 %	FC ¹⁾	MM Packaging GmbH/Jordan PSC, Amman (JOR)	JOD	5,000	100.00 %	FC ¹⁾
-	-	-	-	-	MM Packaging Leeuwarden B. V., Leeuwarden (NLD)	EUR	18	100.00 %	FC ¹⁾
MM Packaging Polska Sp. z o. o., Jozefow (POL)	PLN	71,500	100.00 %	FC ¹⁾	MM Packaging Polska Sp. z o. o., Jozefow (POL)	PLN	71,500	100.00 %	FC ¹⁾
MM Packaging Romania S. R. L., Blejoi (ROU)	RON	5,504	100.00 %	FC ¹⁾	MM Packaging Romania S. R. L., Blejoi (ROU)	RON	5,504	100.00 %	FC ¹⁾
MM Packaging Solutions Ibérica S. L. U., Valencia (ESP)	EUR	7,500	100.00 %	FC ¹⁾	MM Packaging Solutions Ibérica S. L. U., Valencia (ESP)	EUR	7,500	100.00 %	FC ¹⁾
MM Packaging Ukraine LLC, Cherkassy (UKR)	UAH	56,896	100.00 %	FC ¹⁾	MM Packaging Ukraine LLC, Cherkassy (UKR)	UAH	56,896	100.00 %	FC ¹⁾
MM Packaging Vidon Limited Liability Company, Ho Chi Minh City (VNM)	VND	280,000,000	100.00 %	FC ¹⁾	MM Packaging Vidon Limited Liability Company, Ho Chi Minh City (VNM)	VND	280,000,000	100.00 %	FC ¹⁾
MM Premium Vienna GmbH, Vienna (AUT)	EUR	3,050	100.00 %	FC ¹⁾	MM Premium Vienna GmbH, Vienna (AUT)	EUR	3,050	100.00 %	FC ¹⁾
MMP Neupack Polska Sp. z o. o., Bydgoszcz (POL)	PLN	28,700	100.00 %	FC ¹⁾	MMP Neupack Polska Sp. z o. o., Bydgoszcz (POL)	PLN	28,700	100.00 %	FC ¹⁾
MMP Premium Polska Sp. z o. o., Bydgoszcz (POL)	PLN	26,000	100.00 %	FC ¹⁾	MMP Premium Polska Sp. z o. o., Bydgoszcz (POL)	PLN	26,000	100.00 %	FC ¹⁾
MMP Premium Printing Center GmbH, Trier (DEU)	EUR	500	100.00 %	FC ¹⁾	MMP Premium Printing Center GmbH, Trier (DEU)	EUR	500	100.00 %	FC ¹⁾
MMP Premium SAS, Ancenis (FRA)	EUR	6,686	100.00 %	FC ¹⁾	MMP Premium SAS, Ancenis (FRA)	EUR	6,686	100.00 %	FC ¹⁾
-	-	-	-	-	MPC Besitzgesellschaft mbH, Traun (AUT)	EUR	3,700	100.00 %	FC ¹⁾
PacProject GmbH, Bielefeld (DEU)	EUR	26	100.00 %	FC ¹⁾	PacProject GmbH, Hamburg (DEU)	EUR	26	100.00 %	FC ¹⁾

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
Private Joint Stock Company "Graphia Ukraina", Cherkassy (UKR)	UAH	5,880	94.78 %	FC ¹⁾	Private Joint Stock Company "Graphia Ukraina", Cherkassy (UKR)	UAH	5,880	94.78 %	FC ¹⁾
Société Tunisienne des Emballages Modernes, Tunis (TUN)	TND	9,640	45.00 %	EC ³⁾	Société Tunisienne des Emballages Modernes, Tunis (TUN)	TND	9,640	45.00 %	EC ³⁾
Superpak Ambalaj sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	116,331	100.00 %	FC ¹⁾	Superpak Ambalaj sanayi ve ticaret anonim sirketi, Izmir (TUR)	TRY	116,331	100.00 %	FC ¹⁾
-	-	-	-	-	TANN ARGENTINA S.A., i. L., Buenos Aires (ARG)	ARS	12	100.00 %	NC ⁴⁾
-	-	-	-	-	Tann Beteiligungs GmbH, Traun (AUT)	EUR	35	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Colombiana S.A.S., i.L., La Ceja/Medellin (COL)	COP	351,000	100.00 %	FC ¹⁾
-	-	-	-	-	TANN GERMANY GmbH, Glinde (DEU)	EUR	512	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Holding GmbH, Traun (AUT)	EUR	70	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Invest GmbH, Traun (AUT)	EUR	35	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Longyou Ltd., Longyou (Zhejiang) (CHN)	CNY	97,245	95.69 %	FC ¹⁾
-	-	-	-	-	TANN PAPER Limited, Woodstock (New Brunswick) (CAN)	CAD	600	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Philippines, Inc., Santo Tomas (Batangas) (PHL)	PHP	470,000	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Service GmbH, Traun (AUT)	EUR	35	100.00 %	FC ¹⁾
-	-	-	-	-	TANN Shanghai Co., Ltd., Shanghai (CHN)	CNY	31,522	51.00 %	FC ¹⁾
-	-	-	-	-	TANNPAPIER GmbH, Traun (AUT)	EUR	1,000	100.00 %	FC ¹⁾
-	-	-	-	-	TBG Development Philippines, Inc., Makati City (Metro Manila) (PHL)	PHP	53,320	100.00 %	FC ¹⁾
VTV Verpackungstechnische Verfahren GmbH, Kaiserslautern (DEU)	EUR	200	100.00 %	FC ¹⁾	VTV Verpackungstechnische Verfahren GmbH, Kaiserslautern (DEU)	EUR	200	100.00 %	FC ¹⁾
-	-	-	-	-	Zhejiang TF Special Papers Co., Ltd., Quzhou City (CHN)	CNY	50,000	40.00 %	EC ³⁾

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM PHARMA & HEALTHCARE PACKAGING					MM PHARMA & HEALTHCARE PACKAGING				
MM Clayton LLC, Wilmington (USA)	USD	181	100.00 %	FC ¹⁾	MM Clayton LLC, Wilmington (USA)	USD	181	100.00 %	FC ¹⁾
MM Eson Pac AB, Veddige (SWE)	SEK	10,000	100.00 %	FC ¹⁾	MM Eson Pac AB, Veddige (SWE)	SEK	10,000	100.00 %	FC ¹⁾
MM Eson Pac Denmark A/S, Taastrup (DEN)	DKK	6,000	100.00 %	FC ¹⁾	MM Eson Pac Denmark A/S, Taastrup (DEN)	DKK	6,000	100.00 %	FC ¹⁾
MM Fiber Packaging S.A.U., Barcelona (ESP)	EUR	1,920	100.00 %	FC ¹⁾	MM Fiber Packaging S.A.U., Barcelona (ESP)	EUR	1,920	100.00 %	FC ¹⁾
MM Fiber Packaging Ireland Limited, Dublin (IRL)	EUR	378	100.00 %	FC ¹⁾	MM Fiber Packaging Ireland Limited, Dublin (IRL)	EUR	378	100.00 %	FC ¹⁾
MM Lublin Sp. z o. o., Lublin (POL) ⁵⁾	PLN	53,500	100.00 %	FC ¹⁾	MM Lublin Sp. z o. o., Lublin (POL) ⁵⁾	PLN	53,500	100.00 %	FC ¹⁾
MM Nekicesa S. L. U., Madrid (ESP)	EUR	18,881	100.00 %	FC ¹⁾	MM Nekicesa S. L. U., Madrid (ESP)	EUR	18,881	100.00 %	FC ¹⁾
MM Newport Ltd., Bradford (GBR)	GBP	1,231	100.00 %	FC ¹⁾	MM Newport Ltd., Bradford (GBR)	GBP	1,231	100.00 %	FC ¹⁾
MM Packaging Italy S. r. l., Podenzano (ITA)	EUR	3,000	100.00 %	FC ¹⁾	MM Packaging Italy S. r. l., Podenzano (ITA)	EUR	3,000	100.00 %	FC ¹⁾
MM Packaging Puerto Rico Inc., Guaynabo (PRI)	USD	1	100.00 %	FC ¹⁾	MM Packaging Puerto Rico Inc., Guaynabo (PRI)	USD	1	100.00 %	FC ¹⁾
MM Packaging Sarreguemines S. A. R. L., Sarreguemines (FRA)	EUR	4,115	100.00 %	FC ¹⁾	MM Packaging Sarreguemines S. A. R. L., Sarreguemines (FRA)	EUR	4,115	100.00 %	FC ¹⁾
MM Packaging & Securing Solutions Limited, Bradford (GBR)	GBP	70,149	100.00 %	FC ¹⁾	MM Packaging & Securing Solutions Limited, Bradford (GBR)	GBP	70,149	100.00 %	FC ¹⁾
MM Packaging UK Limited, Bradford (GBR)	GBP	139,391	100.00 %	FC ¹⁾	MM Packaging UK Limited, Bradford (GBR)	GBP	139,391	100.00 %	FC ¹⁾
MM Packaging US Inc., Wilmington (USA)	USD	5	100.00 %	FC ¹⁾	MM Packaging US Inc., Wilmington (USA)	USD	5	100.00 %	FC ¹⁾
MM Wolfen GmbH, Bitterfeld-Wolfen OT Wolfen (DEU)	EUR	25	100.00 %	FC ¹⁾	MM Wolfen GmbH, Bitterfeld-Wolfen OT Wolfen (DEU)	EUR	25	100.00 %	FC ¹⁾
MMP Packetis SAS, Chazelles (FRA)	EUR	1,677	100.00 %	FC ¹⁾	MMP Packetis SAS, Chazelles (FRA)	EUR	1,677	100.00 %	FC ¹⁾

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM BOARD & PAPER					MM BOARD & PAPER				
CP (CartPrint) International Trading AG, Worb (CHE), i.L.	CHF	100	100.00 %	FC ¹⁾	CP (CartPrint) International Trading AG, Worb (CHE)	CHF	100	100.00 %	FC ¹⁾
-	-	-	-	-	free-com solutions GmbH, Vienna (AUT)	EUR	35	51.00 %	FC ¹⁾
Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT)	EUR	190	100.00 %	FC ¹⁾	Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT)	EUR	190	100.00 %	FC ¹⁾
MM BOARD & PAPER GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC ¹⁾	MM BOARD & PAPER GmbH, Vienna (AUT)	EUR	5,000	100.00 %	FC ¹⁾
MM FollaCell AS, Follafooss (NOR)	NOK	10,000	100.00 %	FC ¹⁾	MM FollaCell AS, Follafooss (NOR)	NOK	10,000	100.00 %	FC ¹⁾
MM Frohnleiten GmbH, Frohnleiten (AUT)	EUR	7,500	100.00 %	FC ¹⁾	MM Frohnleiten GmbH, Frohnleiten (AUT)	EUR	7,500	100.00 %	FC ¹⁾
MM Gernsbach GmbH, Gernsbach (DEU)	EUR	9,205	100.00 %	FC ¹⁾	MM Gernsbach GmbH, Gernsbach (DEU)	EUR	9,205	100.00 %	FC ¹⁾
MM Kolicevo d.o.o., Domzale (SVN)	EUR	12,828	100.00 %	FC ¹⁾	MM Kolicevo d.o.o., Domzale (SVN)	EUR	12,828	100.00 %	FC ¹⁾
MM Kotkamills Absorbex Oy, Kotka (FIN)	EUR	2	100.00 %	FC ¹⁾	MM Kotkamills Absorbex Oy, Kotka (FIN)	EUR	2	100.00 %	FC ¹⁾
MM Kotkamills Boards Oy, Kotka (FIN)	EUR	10,200	100.00 %	FC ¹⁾	MM Kotkamills Boards Oy, Kotka (FIN)	EUR	10,200	100.00 %	FC ¹⁾
MM Kotkamills Oy, Kotka (FIN)	EUR	80	100.00 %	FC ¹⁾	MM Kotkamills Oy, Kotka (FIN)	EUR	80	100.00 %	FC ¹⁾
-	-	-	-	-	MM Kotkamills Wood Oy, Kotka (FIN)	EUR	2	100.00 %	FC ¹⁾
MM Kwidzyn Sp. z o. o., Kwidzyn (POL)	PLN	90,000	100.00 %	FC ¹⁾	MM Kwidzyn Sp. z o. o., Kwidzyn (POL)	PLN	90,000	100.00 %	FC ¹⁾
MM Neuss GmbH, Neuss (DEU)	EUR	7,500	100.00 %	FC ¹⁾	MM Neuss GmbH, Neuss (DEU)	EUR	7,500	100.00 %	FC ¹⁾
Nomamasa GmbH, Düsseldorf (DEU)	EUR	25	100.00 %	FC ¹⁾	Nomamasa GmbH, Düsseldorf (DEU)	EUR	25	100.00 %	FC ¹⁾
Tor-Pal Sp. z o. o., Kwidzyn (POL)	PLN	384	96.49 %	FC ¹⁾	Tor-Pal Sp. z o. o., Kwidzyn (POL)	PLN	384	92.59 %	FC ¹⁾
Trading companies & sales offices of MM Board & Paper					Trading companies & sales offices of MM Board & Paper				
-	-	-	-	-	Keminer Remmers Spiehs Kartonhandels GmbH, Gernsbach (DEU)	EUR	1,280	100.00 %	FC ¹⁾
Mayr-Melnhof & Wilfried Heinzel Tehran Co., Teheran (IRN)	IRR	100,000	36.00 %	NE ²⁾	Mayr-Melnhof & Wilfried Heinzel Tehran Co., Teheran (IRN)	IRR	100,000	36.00 %	NE ²⁾
MM B&P Hungary Kft., Budaörs (HUN)	HUF	20	100.00 %	FC ¹⁾	MM B&P Hungary Kft., Budaörs (HUN)	HUF	20	100.00 %	FC ¹⁾
MM Board Benelux B.V., Amstelveen (NLD)	EUR	91	100.00 %	FC ¹⁾	MM Board Benelux B.V., Amstelveen (NLD)	EUR	91	100.00 %	FC ¹⁾

2025					2024				
Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation	Company name	Currency	Nominal capital in thousand currency units	Shareholding in %	Type of consolidation
MM Board Bulgaria EOOD, Sofia (BGR)	BGN	5	100.00 %	FC ¹⁾	MM Board Bulgaria EOOD, Sofia (BGR)	BGN	5	100.00 %	FC ¹⁾
MM Board Czech s.r.o., Prague (CZE)	CZK	820	100.00 %	FC ¹⁾	MM Board Czech s.r.o., Prague (CZE)	CZK	820	100.00 %	FC ¹⁾
MM Board France SARL, Paris (FRA)	EUR	8	100.00 %	FC ¹⁾	MM Board France SARL, Paris (FRA)	EUR	8	100.00 %	FC ¹⁾
MM Board Germany GmbH, Neuss (DEU)	EUR	26	100.00 %	FC ¹⁾	MM Board Germany GmbH, Neuss (DEU)	EUR	26	100.00 %	FC ¹⁾
MM Board Italy SRL, Milan (ITA)	EUR	51	75.00 %	FC ¹⁾	MM Board Italy SRL, Milan (ITA)	EUR	51	75.00 %	FC ¹⁾
MM Board Mexico S. de R. L. de C. V., Monterrey (MEX)	MXN	3	100.00 %	FC ¹⁾	MM Board Mexico S. de R. L. de C. V., Monterrey (MEX)	MXN	3	100.00 %	FC ¹⁾
MM Board North Africa SARL, Tunis (TUN)	TND	80	100.00 %	FC ¹⁾	MM Board North Africa SARL, Tunis (TUN)	TND	80	100.00 %	FC ¹⁾
MM Board Polska Sp. z o. o., Poznan (POL)	PLN	50	100.00 %	FC ¹⁾	MM Board Polska Sp. z o. o., Poznan (POL)	PLN	50	100.00 %	FC ¹⁾
MM Board SI d.o.o., Domzale (SVN)	EUR	30	100.00 %	FC ¹⁾	MM Board SI d.o.o., Domzale (SVN)	EUR	30	100.00 %	FC ¹⁾
MM Board Spain S.A., Barcelona (ESP)	EUR	60	100.00 %	FC ¹⁾	MM Board Spain S.A., Barcelona (ESP)	EUR	60	75.00 %	FC ¹⁾
MM Board UK Limited, Theale-Reading (GBR)	GBP	1,000	100.00 %	FC ¹⁾	MM Board UK Limited, Theale-Reading (GBR)	GBP	1,000	100.00 %	FC ¹⁾
MM Board & Paper Sales GmbH, Vienna (AUT)	EUR	35	100.00 %	FC ¹⁾	MM Board & Paper Sales GmbH, Vienna (AUT)	EUR	35	100.00 %	FC ¹⁾
MM Board & Paper USA Inc., New Jersey (USA)	USD	0	100.00 %	FC ¹⁾	MM Board & Paper USA Inc., New Jersey (USA)	USD	0	100.00 %	FC ¹⁾
MM Shared Services Sp. z o. o., Warsaw (POL)	PLN	5,662	100.00 %	FC ¹⁾	MM Shared Services Sp. z o. o., Warsaw (POL)	PLN	5,662	100.00 %	FC ¹⁾
Varsity Packaging Limited, Theale-Reading (GBR)	GBP	300	100.00 %	FC ¹⁾	Varsity Packaging Limited, Theale-Reading (GBR)	GBP	300	100.00 %	FC ¹⁾

The voting rights are equal to the ownership interests. The parent company does not hold any preferred interests in the subsidiary.

¹⁾ FC ... fully consolidated company

²⁾ NE ... joint venture or associated company, but not consolidated at equity due to immateriality

³⁾ EC ... consolidated at equity

⁴⁾ NC ... not consolidated due to immateriality

⁵⁾ The company is also operating in the MM Food & Premium Packaging segment.

34 BOARD MEMBERS

During the financial year 2025, the Board Members were as follows:

Management Board

Peter Oswald (Chairman)

Roman Billiani (Member of the Management Board)

Franz Hiesinger (Member of the Management Board)

Supervisory Board

Wolfgang Eder (Chairman)

Johannes Goess-Saurau (1st Deputy Chairman)

Nikolaus Ankershofen (2nd Deputy Chairman)

Alexander Leeb (Member of the Supervisory Board)

Georg Mayr-Melnhof (Member of the Supervisory Board)

Ferdinand Mayr-Melnhof-Saurau (Member of the Supervisory Board)

Klaus Rabel (Member of the Supervisory Board)

Gerhard Novotny (Employee Representative)

Gernot Rilling (Employee Representative)

Vienna, March 16, 2026

The Management Board

Peter Oswald m.p.

Roman Billiani m.p.

Franz Hiesinger m.p.

Auditor's Report

Report on the Consolidated Financial Statements

Audit Opinion

We have audited the accompanying consolidated financial statements of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, and its subsidiaries (the Group), which comprise the consolidated balance sheet as at December 31, 2025, the separate consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the financial year then ended, and the notes to the consolidated financial statements.

In our opinion, the consolidated financial statements comply with legal requirements and give a true and fair view of the financial position of the Group as at December 31, 2025, and of its financial performance and cash flows for the financial year then ended in accordance with IFRS Accounting Standards published by the International Accounting Standards Board (IASB) as adopted by the EU and the additional regulations of section 245a Austrian Company Code.

Basis for Opinion

We conducted our audit in accordance with Regulation (EU) No. 537/2014 (hereinafter EU Regulation) and Austrian Generally Accepted Standards on Auditing. Those standards require the application of the International Standards on Auditing (ISAs). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with Austrian Generally Accepted Accounting Principles and professional requirements, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained until the date of the auditor's report is sufficient and appropriate to provide a basis for our opinion by this date.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the financial year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have structured key audit matters as follows:

- Description
- Audit approach and key observations
- Reference to related disclosures

Recoverability of goodwill of the operating segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as recoverability of the carrying amounts of the cash generating units and/or property, plant and equipment and intangible assets

Description

Under the item "Intangible assets including goodwill", the consolidated financial statements of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, include a goodwill in the amount of thous. EUR 740,841, representing approximately 16.5 % of total assets of the Group. This item relates with thous. EUR 466,570 to the goodwill of MM Board & Paper, with thous. EUR 175,089 to the goodwill of MM Food & Premium Packaging and with thous. EUR 99,182 to MM Pharma & Healthcare Packaging. In order to determine a potential need for impairment, management performs a mandatory impairment test of goodwill each year at the reporting date or if there is any indication that an asset may be impaired.

Moreover, the consolidated financial statements as at December 31, 2025 include other intangible assets in the amount of thous. EUR 146,077 and property, plant and equipment in the amount of thous. EUR 1,995,264. In case of any indications in this regard pursuant to IAS 36, management evaluates whether the carrying amounts of a cash generating unit and/or property, plant and equipment and intangible assets may be impaired.

The impairment of goodwill is tested at the level of the respective operating segment MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging to which the goodwill pertains. In the course of the impairments test an impairment loss on goodwill is recognised if the carrying amount of the operating segment as cash generating unit exceeds the respective recoverable amount. Moreover, an impairment loss is recognised to the extent that the carrying amount of an asset or a cash generating unit exceeds the recoverable amount. The recoverable amount of an asset or a cash generating unit is the higher of the value in use and the fair value less cost of disposal. When evaluating whether there are any indications for impairment, external and internal sources of information are to be taken into account. In doing so, expectations regarding the future market development, assumptions regarding the development of macroeconomic factors as well as the expected development of costs of raw materials (especially wood, recovered paper), the cost of energy and the impact of the climate change on the business activities in the segment are also taken into account. The Group determines the value in use by means of a discounted cash flow method (DCF method). In addition to forecasts of future cash flows (free cash flows) before tax, particularly the capitalisation rate (WACC) is also to be classified as such that it requires significant discretionary decisions. Discounting is made based on the weighted average capital costs of the operating segments or the cash generating unit of the operating segment.

As already slight changes in the capitalisation rate or in future cash flows may have a significant impact on the recoverable amount, there are major estimation uncertainties with regard to the determination of the value in use and thus the recoverable amount of the goodwill, the group of assets or the carrying amount of the cash generating units. In case there are any indications for a potential need for impairment and the value in use is below the carrying amount of the asset or a cash generating unit, management determines the fair value less cost of disposal of the asset, the group of assets or the cash generating unit together with external independent experts, allocating a calculated impairment at the level of the cash generating unit to the assets pertaining to it up to a maximum of their respective fair value less cost of disposal. Due to the mentioned uncertainties due to estimates and required discretionary decisions, we have identified this matter as a key audit matter.

In the financial year 2025, no impairment of a goodwill was recognised on the basis of impairment tests of a goodwill at segment level. In the financial year 2025, impairments in the amount of thous. EUR 70,530 were recognised within the operating segment MM Board & Paper on the basis of impairment tests of cash generating units. Moreover, in the financial year 2025, impairments of single items of property, plant and equipment were recognised in the amount of thous. EUR 4,337 within the operating segment MM Food & Premium Packaging and in the amount of thous. EUR 1,569 within the operating segment MM Pharma & Healthcare Packaging.

Valuation of the recoverable amount is complex, requires relevant expertise and depends on significant assumptions and discretionary decisions made by management to a considerable extent. For the consolidated financial statements, there is the risk that the valuation assumptions serving as a basis for the impairment test – in case the recoverable amounts of the assets or the cash generating unit are not determined appropriately – may result in an unidentified impairment not recognised in the consolidated balance sheet.

Audit approach and key observations

We examined the indications for a possible impairment observed by the Management Board and checked whether there were any indications that the cash generating units identified in this process are at risk and may be impaired.

In the course of our audit and by partially involving our valuation specialists we verified among others the methodical approach in identifying indications for a need for impairment and in performing the impairment test. Moreover, we ascertained the appropriateness of the significant assumptions and input parameters made with regard to the planned development of future cash flows before tax as well as the valuation of the values in use and, where relevant, the fair values less cost of disposal, and evaluated whether all relevant internal and external sources of information were taken into account by management. The future expected cash flows were derived from the budget for 2026 of the segments MM Board & Paper, MM Food & Premium Packaging and MM Pharma & Healthcare Packaging which was adopted by the Management Board and approved by the Supervisory Board. In addition, we evaluated the appropriateness of the calculation especially by reconciliation with general and industry-specific market expectations. In this context, we also verified the Management Boards' estimates regarding the development of revenue and profit margin, working capital development, investment levels and the potential impact of climate change and verified their consideration in determining the future cash flows. Knowing that already slight changes in the discount rate may have a significant impact on the recoverable amount determined in this way, we assessed these changes and how they were derived both with regard to the individual assumptions and parameters based on company-specific information, historical data, available market data and considering a critical overall evaluation and discussed them with management. We checked the valuation models used in determining the values in use for mathematical accuracy and consistency with the valuation principles of the relevant requirements of IAS 36.

To take into account the existing forecast uncertainties, we verified the sensitivity analyses prepared by the Management Board. In doing so, we noted that, considering the information available, the goodwill of the operating segments MM Food & Premium Packaging and MM Pharma & Healthcare Packaging as well as the carrying amounts of the cash generating units in the two segments were sufficiently covered by the discounted future cash flows. The goodwill of the operating segment MM Board & Paper as well as of individual cash-generating units within the operating segment MM Board & Paper would not be sufficiently covered by the discounted future cash flows based on information available in regards of sensitivity analyses.

Finally, we evaluated whether the disclosures in the notes to the consolidated financial statements on the recoverability of goodwill and of the carrying amounts of the cash generating units are complete and adequate. The carrying amounts of goodwill and of the cash generating units that were identified by the Management Board for impairment testing are complete and adequate. The significant assumptions and discretionary decisions made in this context are plausible and within a reasonable range. The disclosures in the notes to the consolidated financial statements as at December 31, 2025 with regard to the recoverability of goodwill and of the carrying amounts of the cash generating units are complete and proper.

Reference to related disclosures

Related disclosures with regard to this key audit matter are to be found in the notes to the consolidated financial statements as at December 31, 2025 under note 4 – “Discretionary decisions, assumptions and estimates” in section “Impairment of assets”, note 6 – “Development of fixed assets” in section 6.1 – “Property, plant and equipment including leases”, section 6.2 – “Intangible assets including goodwill” and in section 6.3 – “Recoverability of non-current assets” as well as under note 5 – “Subsequent events in 2025” in section 5.2.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements, the management report for the Group and our auditor’s report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor’s report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Audit Committee for the Consolidated Financial Statements

Management is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU and the additional regulations of section 245a Austrian Company Code, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Audit Committee is responsible for overseeing the Group’s financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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 to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the EU Regulation and with Austrian Generally Accepted Standards on Auditing, which require the application of ISAs, will always detect a material misstatement when it exists. 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.

As part of an audit in accordance with the EU Regulation and with Austrian Generally Accepted Standards on Auditing, which require the application of ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

In addition, the following applies:

We identify and assess the risks of material misstatement of the consolidated financial statements, 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 opinion. The risks 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 control.

We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

We conclude on the appropriateness of management's 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 our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. 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 continue as a going concern.

We evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We 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 an opinion on the consolidated financial statements. 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 opinion.

We communicate with the Audit Committee 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.

We also provide the Audit Committee with a statement that we have complied with all relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, on measures taken to eliminate identified threats or on applied safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Comments on the Management Report for the Group

Pursuant to Austrian Generally Accepted Accounting Principles, the management report for the Group is to be audited as to whether it is consistent with the consolidated financial statements and as to whether the management report for the Group was prepared in accordance with the applicable legal regulations. Regarding the consolidated non-financial statement contained in the management report for the Group, it is our responsibility to examine whether it has been prepared, to read it and to consider whether it is, based on our knowledge obtained in the audit, materially inconsistent with the consolidated financial statements or otherwise appears to be materially misstated.

Management is responsible for the preparation of the management report for the Group in accordance with Austrian Generally Accepted Accounting Principles.

We conducted our audit in accordance with Austrian standards on auditing for the audit of the management report for the Group.

Opinion

In our opinion, the management report for the Group was prepared in accordance with the applicable legal regulations, comprising the details in accordance with section 243a of the Austrian Company Act, and is consistent with the consolidated financial statements.

Statement

Based on the findings during the audit of the consolidated financial statements and due to the obtained understanding concerning the Group and its circumstances no material misstatements in the management report for the Group came to our attention.

Additional Information in Accordance with Article 10 of the EU Regulation

We were elected as statutory auditor at the ordinary general meeting dated April 30, 2025. We have audited the Company for an uninterrupted period since 2019.

We confirm that the audit opinion in the "Report on the Consolidated Financial Statements" section is consistent with the additional report to the Audit Committee referred to in Article 11 of the EU Regulation.

We declare that no prohibited non-audit services (Article 5 para. 1 of the EU Regulation) were provided by us and that we remained independent of the audited company in conducting the audit.

Responsible Engagement Partner

Responsible for the proper performance of the engagement is Mr. Frédéric Vilain, Austrian Certified Public Accountant.

Vienna, March 16, 2026

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain m. p.
Austrian Certified Public Accountant

This report is a translation of the original report in German, which is solely valid. Publication and sharing with third parties of the consolidated financial statements together with our auditor's report is only allowed if the consolidated financial statements and the management report for the Group are identical with the German audited version. This auditor's report is only applicable to the German and complete consolidated financial statements with the management report for the Group. For deviating versions, the provisions of section 281 para. 2 Austrian Commercial Code (UGB) apply.

We draw attention to the fact that the English translation of this auditor's report according to section 274 of the Austrian Commercial Code (UGB) is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Independent Assurance Report

We have performed a limited assurance engagement of the consolidated sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” of Mayr-Melnhof Karton Aktiengesellschaft, Vienna, for the financial year ended as at December 31, 2025.

Conclusion Based on a Limited Assurance Engagement

Based on the procedures performed and evidence obtained nothing has come to our attention that causes us to believe that the consolidated sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” does not comply, in all material aspects, with the requirements of Article 29a of the Directive 2013/34/EU, including:

- compliance with the European Sustainability Reporting Standards (hereinafter ESRS) including carrying out the process to identify the information to be reported pursuant to ESRS (hereinafter “Materiality Assessment Process”), and its presentation in disclosure “Processes for assessing the materiality of sustainability topics (materiality analysis)”, and
- compliance with the reporting requirements pursuant to Article 8 of the Taxonomy Regulation (EU) 2020/852 (hereinafter EU Taxonomy Regulation).

Basis for Conclusion

We performed our limited assurance engagement in accordance with the legal requirements and the professional standards applicable in Austria with regard to other assurance engagements and additional opinions. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Our responsibilities under those provisions and standards are further described in the “Auditor’s Responsibilities for the Assurance Engagement of the Consolidated Sustainability Reporting” section of our report.

We are independent of the Group in accordance with professional requirements and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our assurance activities are subject to the requirements of KSW-PRL 2022, which essentially corresponds to the requirements pursuant to ISQM 1, applying an extensive quality management system including documented guidelines and processes to adhere to ethical requirements, professional standards as well as applicable legal and regulatory requirements.

We believe that the assurance evidence we have obtained until the date of the independent assurance report is sufficient and appropriate to provide a basis for our opinion by this date.

Other Information

Management is responsible for the other information. The other information comprises the information included in the consolidated financial statements and the management report for the Group and the Annual Report 2025, but does not include the “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” and our independent assurance report.

Our conclusion on the consolidated sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our limited assurance engagement of the consolidated sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” or our knowledge obtained in the limited assurance engagement, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management

Management is responsible for the preparation of the sustainability statement including developing and performing the Materiality Assessment Process pursuant to the applicable requirements and standards. This responsibility includes

- identifying actual and potential impacts as well as risks and opportunities related to sustainability aspects and assessing the materiality of these impacts, risks and opportunities,
- preparing the sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” complying with the requirements of Article 29a of the Directive 2013/34/EU, including compliance with the ESRS,
- including disclosures in the sustainability statement in accordance with the EU Taxonomy Regulation as well as
- designing, implementing and maintaining such internal controls as management determines is relevant to enable the preparation of sustainability reporting included in the management report for the Group in the section “6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)” that is free from material misstatements, whether due to fraud or error, and performing the Materiality Assessment Process pursuant to the requirements of the ESRS.

Furthermore, this responsibility includes the selection and application of appropriate methods regarding sustainability reporting as well as making assumptions and estimates on the individual sustainability disclosures appropriate under the given circumstances.

Inherent Limitations for the Preparation of the Sustainability Reporting

Reporting on sustainability aspects according to the ESRS requires using information from the Group's value chain which is accessible only to a limited extent. Therefore, in its materiality assessment and to calculate key performance indicators disclosed in the sustainability reporting, management has to use data and information from third parties as well as make assumptions and estimates. Thus, such key performance indicators are subject to material uncertainties – as described in section "General information".

When reporting on future-oriented information, the Company is required to prepare this future-oriented information based on disclosed assumptions about events that may occur in the future as well as possible future actions by the Group. Actual outcomes are likely to be different since anticipated events frequently do not occur as expected.

When determining disclosures pursuant to the EU Taxonomy Regulation, management is required to interpret undefined legal terms. Undefined legal terms may be interpreted differently, also regarding legal compliance of the interpretations, thus they are subject to uncertainties.

For reporting on greenhouse gas emissions, the scientific basis plays a decisive role. However, this may lead to challenges, in particular regarding the determination of emission factors, especially when these factors are required to combine emissions of different gases and describe them in a single unit of measurement such as CO₂ equivalents. Therefore, incomplete scientific knowledge may lead to uncertainties in reporting.

Auditor's Responsibilities for the Assurance Engagement of the Consolidated Sustainability Reporting

Our responsibility is to plan and perform a limited assurance engagement to obtain limited assurance about whether the consolidated sustainability reporting included in the management report for the Group in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" including the comprised Materiality Assessment Process and the reporting pursuant to the EU Taxonomy Regulation is free from material misstatement, whether due to fraud or error, and to issue an independent assurance report that includes our conclusion. 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 the sustainability statement.

We exercise professional judgment and maintain professional skepticism throughout the limited assurance engagement.

Our responsibilities include:

- performing risk-based procedures comprising obtaining an understanding of internal controls relevant to this engagement in order to identify disclosures where material misstatements are likely to arise, whether due to fraud or error, but not for the purpose of expressing a conclusion on the effectiveness of the Group's internal controls, and
- developing and performing procedures regarding disclosures in the sustainability reporting, where material misstatements are likely to arise.

The risks 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 control.

Summary of Performed Work

A limited assurance engagement requires performing procedures to gain evidence on the sustainability reporting included in the management report for the Group in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)". The nature, timing and scope of the selected procedures depend on professional judgement including identifying disclosures in the sustainability reporting where material misstatements are likely to arise, whether due to fraud or error.

In our limited assurance engagement regarding the sustainability reporting included in the management report for the Group in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" we proceed as follows:

- We obtain an understanding on the Materiality Assessment Process, especially through:
 - interviews, to understand the information sources used by management; and
 - reviewing the internal process documentation; and
- We evaluate whether the Materiality Assessment Process complies with the ESRS requirements and the process presentation in disclosure "Processes for assessing the materiality of sustainability topics (materiality analysis)", based on the evidence obtained from our procedures performed.
- We evaluate whether all relevant information identified in the Materiality Assessment Process were included in the sustainability statement.
- We obtain an understanding of the Company's procedures relevant for the preparation of the sustainability statement.
- We evaluate whether the structure and presentation of the consolidated sustainability reporting included in the sustainability statement comply with the ESRS.
- Regarding the linkage with other parts of the corporate reporting and connected information, we compare selected disclosures in the sustainability statement with the corresponding disclosures in the management report for the Group and the other sections of the management report for the Group. Furthermore, we evaluate whether information included in the sustainability statement pursuant to ESRS 1.119 by reference comply with the requirements of the ESRS.
- We interview relevant employees and perform analytical audit procedures regarding selected disclosures in the sustainability statement.
- We perform sample-based, result-oriented procedures regarding selected disclosures in the sustainability statement.
- We obtain evidence on the presented methods regarding the development of estimates and future-oriented information.
- We obtain an understanding of the procedure to identify taxonomy-eligible and taxonomy-aligned economic activities and of the preparation of the corresponding disclosures in the sustainability statement.

Limited Liability

The limited assurance engagement of the sustainability statement is voluntary. According to the agreement, in the event of liability, any contributory negligence on the part of the company subject to a limited assurance engagement, its legal representatives and vicarious agents must be taken into account. Because our report is prepared solely for and on behalf of the client, it does not constitute a basis for any reliance on its contents by third parties. Therefore, no claims of third parties can be derived from it.

Our independent assurance report is issued based on the engagement letter agreed with the Company and is governed by the General Conditions of Contract for the Public Accounting Professions (AAB 2018) enclosed to this report, which also apply towards third parties.

Deviating from item 7 para. 2 of AAB 2018, our liability for gross negligence to the Company is limited to half of the liability limit, thus to EUR 6 million, pursuant to section 275 para. 2 UGB (as previously in force) corresponding to the Company's size criteria based on the size criteria pursuant to section 221 UGB (as previously in force).

Responsible Engagement Partner

Responsible for the proper performance of the limited assurance engagement of the sustainability reporting is Mr. Frédéric Vilain, Austrian Certified Public Accountant.

Vienna, March 16, 2026

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain m. p.
Austrian Certified Public Accountant

This report is a translation of the original report in German, which is solely valid. Publication and sharing with third parties of the sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" together with our independent assurance report is only allowed if the sustainability reporting included in the section "6. Consolidated Non-financial Statement according to section 267a of the Austrian Company Code (Sustainability statement)" is identical with the German audited version. This independent assurance report is only applicable to the German and complete sustainability statement. For deviating versions, the provisions of section 281 para. 2 UGB apply.

We draw attention to the fact that the English translation of this independent assurance report according to section 273 UGB (Austrian Company Code) is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Lagebericht

GEM. § 243 UGB DER MAYR-MELNHOF KARTON AKTIENGESELLSCHAFT ÜBER DAS GESCHÄFTSJAHR VON 1. JÄNNER 2025 BIS 31. DEZEMBER 2025

Die Mayr-Melnhof Karton Aktiengesellschaft ist die geschäftsleitende Holdinggesellschaft des Mayr-Melnhof Konzerns, der in drei operativen Divisionen geführt wird: MM Food & Premium Packaging, MM Pharma & Healthcare Packaging und MM Board & Paper.

Die Division MM Food & Premium Packaging ist ein führender Faltschachtelproduzent in Europa und hält auch in mehreren Märkten außerhalb Europas starke Positionen. Sie deckt bei Verpackungen für Konsumgüter des täglichen Bedarfes ein breites Branchenportfolio ab. Kunden sind sowohl große multinationale als auch lokale Konsumgüterproduzenten.

Die Division MM Pharma & Healthcare Packaging ist ein Marktführer für Pharma-Sekundärverpackungen in Europa und Nordamerika. Mit einer attraktiven Position bei GLP-1-Analoga versorgt das globale Produktionsnetzwerk führende Pharmaunternehmen weltweit mit Faltschachteln, Beipackzetteln und Etiketten.

Die Division MM Board & Paper ist ein führender europäischer Kartonproduzent (exkl. Flüssigkeitskarton) mit einer attraktiven Position bei Kraft- und ungestrichenem Feinpapier. Das Sortiment an faserbasierten, nachhaltigen und innovativen Verpackungslösungen wurde in den letzten Jahren kontinuierlich ausgebaut. Umfangreiche Investitionen steigerten Qualität, ökologische Performance und Effizienz der Produktion.

Die von der Gesellschaft wahrgenommenen Führungs- und Steuerungsaufgaben umfassen die Bereiche Strategie, Investitionen, Rechnungswesen, Controlling, Steuern, Finanz- und Risikomanagement, Investor Relations, Qualitätswesen, Einkauf, Informationstechnologie und Human Resources.

1 GESCHÄFTSVERLAUF UND LAGE DES UNTERNEHMENS IN 2025

1.1 Branchenentwicklung

Die Karton- und Papierindustrie verzeichnete 2025 das dritte Jahr einer außergewöhnlich langen Marktschwäche. Strukturelle Überkapazitäten und die schleppende Konsumnachfrage in Europa führten zu niedriger Auslastung und Druck auf Preise und Margen. Belastend wirkten zudem die Zollthematik im Handel mit den USA sowie zunehmender Importdruck aus Asien. In der Verpackung zeigte sich ein heterogeneres Bild mit schwacher europäischer Nachfrage im Bereich der Faltschachtel für Güter des täglichen Bedarfs und regional unterschiedlicher Dynamik im Bereich Pharma & Healthcare mit starkem Wachstum in den USA und schwächerer Nachfrage z.B. in Zentral- und Südwesteuropa.

Die Preise für wesentliche Rohstoffe entwickelten sich insgesamt leicht rückläufig: Altpapier blieb volatil mit sinkendem Trend bis Jahresende, Zellstoff stabilisierte sich auf hohem Niveau und Holz zeigte moderate Preisbewegungen. Die Energiepreise entspannten sich gegenüber den Vorjahren, blieben jedoch strukturell hoch und belasten weiter die Wettbewerbsfähigkeit europäischer Produzenten.

Vor diesem Hintergrund setzen zahlreiche Unternehmen auf Programme zur Effizienzsteigerung, Kostenreduktion und strukturellen Anpassung. Die Konsolidierung in der Kartonindustrie kam 2025 insgesamt jedoch nur schleppend und unzureichend voran. Die Anbieterstruktur im europäischen Faltschachtelbereich bleibt stark fragmentiert.

Für das Jahr 2026 ist aus heutiger Sicht keine wesentliche Verbesserung des Marktumfelds absehbar. Die Kombination aus schwacher Nachfrage, internationalem Wettbewerbsdruck, hohen strukturellen Kosten sowie Überkapazitäten lässt erwarten, dass sich der Konsolidierungsdruck in der Branche vor allem bei Karton und Papier fortsetzen wird.

1.2 Geschäftsverlauf 2025 in den Divisionen¹⁾

MM Food & Premium Packaging

Vor dem Hintergrund rückläufiger Absätze in zahlreichen Endmärkten war das Jahr 2025 durch eine anhaltend schwache Nachfragesituation für Faltschachteln in Europa gekennzeichnet. Infolgedessen haben sich Verdrängungswettbewerb und Margendruck zunehmend intensiviert.

In diesem Marktumfeld verfolgt MM Food & Premium Packaging ein breit angelegtes Maßnahmenpaket, um die Profitabilität nachhaltig zu sichern und die bestehenden Marktanteile zu halten bzw. weiter auszubauen. Neben erforderlichen Effizienzsteigerungen wird z. B. der Standort in Rumänien technologisch ausgebaut, um künftig flexibel und mit hoher operativer Leistungsfähigkeit zusätzliches Geschäft übernehmen zu können. Im Gegensatz dazu wurde in der Türkei der Standort Superpak Karaman geschlossen und das Geschäft auf die beiden verbleibenden türkischen Werke konzentriert.

Im Rahmen unseres Fokus auf das Kerngeschäft haben wir den Verkauf der TANN Gruppe, eines weltweit führenden Herstellers von Tipping Paper, am 2. Juni 2025 erfolgreich abgeschlossen. In diesem Zusammenhang wurde ein Einmalertrag in Höhe von rund 125,1 Mio. EUR realisiert. Darüber hinaus wurden mit dem Verkauf der kleineren Standorte Bangor, Vereinigtes Königreich, und Leeuwarden, Niederlande, weitere Schritte zur Portfoliofokussierung gesetzt. Insgesamt gelang es in 2025, trotz rückläufiger Volumina die Margenqualität auf gutem Niveau zu behaupten.

Da der Vergleich mit dem berichteten Vorjahr wegen des Verkaufs der TANN Gruppe nur eingeschränkt aussagefähig ist, erfolgt auch eine Gegenüberstellung der Pro-forma Kennzahlen exkl. TANN:

MM Food & Premium erreichte abermals eine solide bereinigte Operating Margin von 10,2 % (2024: 10,5 %). Das bereinigte betriebliche Ergebnis belief sich auf 157,3 Mio. EUR nach 179,4 Mio. EUR im Vorjahr. Der bereinigte Return on Capital Employed blieb mit 15,4 % konstant auf gutem Niveau (2024: 15,6 %). Der Cash Flow aus der Geschäftstätigkeit belief sich auf 119,7 Mio. EUR (2024: 321,2 Mio. EUR), Investitionen betragen 68,1 Mio. EUR nach 58,3 Mio. EUR im Vorjahr.

Die Umsatzerlöse lagen vor allem aufgrund des TANN Verkaufs mit 1.538,4 Mio. EUR unter dem Vorjahr (2024: 1.702,4 Mio. EUR). Diese entfielen zu 74 % auf Europa, zu 7 % auf Amerika sowie zu 19 % auf die übrige Welt (2024: 71 %; 8 %; 21 %). MM Food & Premium beliefert rund 1.100 Kunden in verschiedenen Konsumgüterbranchen. Die Hauptmärkte sind Lebensmittel sowie Premium, wobei Letzterer Teilmärkte wie Home Care, Personal Care, Beauty, Cigarette, Luxury, E-Commerce und Electronics umfasst. Aufgrund der hohen Konzentration in den

¹⁾ Die Zahlen in diesem Kapitel beziehen sich auf die Divisionen des Mayr-Melnhof Konzerns.

Abnehmerindustrien wird ein erheblicher Teil des Geschäfts mit multinationalen Großkunden erwirtschaftet. In 2025 entfielen demnach rund 40 % (2024: 39 %) der Umsatzerlöse auf die fünf größten Kunden.

Exklusive TANN Gruppe belief sich die bereinigte Operating Margin auf 9,3 % (2024: 9,4 %). Das bereinigte betriebliche Ergebnis lag bei 134,5 Mio. EUR nach 139,4 Mio. EUR im Vorjahr. Der bereinigte Return on Capital Employed betrug 14,3 % (2024: 14,8 %), der Cash Flow aus der Geschäftstätigkeit belief sich auf 127,5 Mio. EUR (2024: 267,7 Mio. EUR). Investitionen stiegen auf 64,4 Mio. EUR nach 51,4 Mio. EUR. Die Umsatzerlöse lagen mit 1.449,7 Mio. EUR vor allem mengenbedingt unter dem Vorjahr (2024: 1.488,7 Mio. EUR).

Die produzierte Menge exkl. TANN lag mit 2.172 Mio. m² (2024: 2.240 Mio. m²) um 3,0 % unter dem Vorjahr.

MM Pharma & Healthcare Packaging

Nachfrage und Auftragseingang zeigten bei Pharma & Healthcare im Verlauf des Jahres 2025 ein recht heterogenes Bild. Während wir in den USA solides Wachstum verzeichnen, bleiben einzelne Märkte in West- und Zentraleuropa infolge von Marktschwäche durch hohe Wettbewerbsintensität und starken Margendruck geprägt. Trotz des bislang ausbleibenden Mengenwachstums konnte die Division ihre Performance durch gezielte Produktivitätssteigerungen und Effizienzmaßnahmen stabilisieren und die operative Profitabilität verbessern. Sowohl beim bereinigten operativen Ergebnis als auch bei den Margen gelang eine deutliche Steigerung gegenüber dem Vorjahr.

Im Rahmen der strategischen Wachstumsausrichtung setzt MM Pharma & Healthcare Packaging auf konsequente operative Exzellenz, die Entwicklung innovativer und nachhaltiger Verpackungslösungen sowie einen erstklassigen Kundenservice. Gezielte Standortoptimierungen in Frankreich und Spanien unterstützten in 2025 die Verbesserung der operativen Leistungsfähigkeit und stärkten die Wettbewerbsfähigkeit in einem regional weiterhin äußerst herausfordernden Marktumfeld. Zudem werden zahlreiche Wachstumsinitiativen gemeinsam mit Kunden vorangetrieben und erfolgreich umgesetzt.

Die bereinigte Operating Margin stieg erfreulich von 4,8 % auf 6,0 %. Das bereinigte betriebliche Ergebnis konnte um 24,9 % von 29,8 Mio. EUR auf 37,2 Mio. EUR verbessert werden. Der bereinigte Return on Capital Employed erhöhte sich auf 8,3 % (2024: 7,0 %), der Cash Flow aus der Geschäftstätigkeit veränderte sich auf 53,9 Mio. EUR (2024: 71,9 Mio. EUR). Die Investitionen betrugen 44,2 Mio. EUR und lagen damit unter dem Vorjahreswert von 55,8 Mio. EUR.

Die Umsatzerlöse zeigten sich mit 618,3 Mio. EUR stabil auf Vorjahresniveau (2024: 615,7 Mio. EUR). Davon entfielen 61 % auf Europa, 38 % auf Amerika und 1 % auf die übrige Welt (2024: 62 %; 37 %; 1 %). MM Pharma & Healthcare Packaging beliefert rund 650 Kunden, wobei ca. 31 % (2024: 29 %) der Umsatzerlöse mit den fünf größten Kunden erzielt wurden.

Die produzierte Menge lag mit 897 Mio. m² vor allem infolge von Restrukturierungsmaßnahmen um 2,2 % unter dem Vorjahreswert von 918 Mio. m².

MM Board & Paper

Die Kartonmärkte standen nach einer Seitwärtsbewegung, die bis ins 2. Quartal reichte, im weiteren Jahresverlauf zunehmend unter Druck. Darüber hinaus zeigte der Markt für Kopierpapier bereits seit Jahresbeginn eine stark rückläufige Entwicklung. Bei Frischfaserkarton führen zusätzliche Kapazitäten in Europa sowie die Rückführung von USA-Exportmengen nach Europa und steigender Importdruck aus Asien zu einer Verschärfung des Mengendrucks. Demgegenüber zeigte sich das Umfeld bei Recyclingkarton noch eher stabil. Diese negativen Marktentwicklungen konnten von Board & Paper allerdings durch deutliche Kosteneinsparungen und Effizienzsteigerungen maßgeblich abgefedert werden.

Die produzierte Menge blieb mit 3.138.000 Tonnen nahe am Vorjahresniveau (2024: 3.145.000 Tonnen). Der durchschnittliche Auftragsstand der Division belief sich auf 160.000 Tonnen (2024: 172.000 Tonnen).

Bei Altpapier setzte nach einem signifikanten Preissprung im 2. Quartal ab Juli eine Trendumkehr ein, welche bis zum Jahresende reichte. Die Energiekosten waren unter dem Vorjahresniveau.

Die jährliche Evaluierung der Bewertung von Vermögenswerten ergab einen nicht zahlungswirksamen Wertminderungsbedarf für Vermögenswerte der MM Board & Paper Division, der als Wertminderung in Höhe von 70,5 Mio. EUR zu verbuchen war.

Das bereinigte betriebliche Ergebnis bzw. die bereinigte Operating Margin konnten durch bedeutende Kosteneinsparungen auf 3,4 Mio. EUR bzw. 0,2 % (2024: -19,2 Mio. EUR bzw. -1,0 %) gegenüber dem Vorjahr verbessert werden. Die jährlichen Wartungsstillstände, welche vor allem die beiden Karton- und Papierwerke in Polen und Finnland betreffen, waren mit Aufwendungen in Höhe von 36 Mio. EUR (2024: 26 Mio. EUR) verbunden und fielen zu ca. zwei Drittel im 3. und ca. ein Drittel im 4. Quartal an. Der bereinigte Return on Capital Employed belief sich auf 0,2 % (2024: -1,1 %), der Cash Flow aus der Geschäftstätigkeit betrug 57,5 Mio. EUR (2024: 123,2 Mio. EUR). Investitionen beliefen sich auf 123,1 Mio. EUR (2024: 106,8 Mio. EUR).

Die Umsatzerlöse lagen mit 1.930,2 Mio. EUR preisbedingt um 1,2 % unter dem Vergleichswert (2024: 1.954,3 Mio. EUR). Sie verteilen sich ähnlich wie im Vorjahr zu 90 % auf Europa, 4 % auf Amerika und 6 % auf die übrige Welt (2024: 91 %; 3 %; 6 %).

Die beiden Packagingdivisionen von MM waren mit einem gemeinsamen Lieferanteil von rund 15 % bzw. 265.000 Tonnen Karton (2024: 15 % bzw. 265.000 Tonnen) unverändert größter Kunde von MM Board & Paper.

Fortsetzung Dekarbonisierung

Bei MM Kwidzyn wird die Investition in einen kontinuierlichen Zellstoffkocher den Weg zur weiteren Dekarbonisierung beschleunigen. Die Anlage soll nach Fertigstellung gegen Ende 2026 die CO₂-Emissionen des Werkes um rund ein Drittel senken und den Anteil erneuerbarer Energie weiter steigern. In Kotka wird die Investition in zwei E-Boiler den CO₂-Ausstoß deutlich senken. Die Installation ist im Frühjahr 2027 geplant.

1.3 Geschäftsverlauf der Gesellschaft im Jahr 2025

Im Geschäftsjahr 2025 verzeichnete die Gesellschaft verglichen zum Vorjahr höhere Beteiligungserträge, denen die Dividendenzahlung in 2025 gegenüberstand.

Der Geschäftsverlauf der Gesellschaft war vor allem durch die Ausübung der Holdingfunktionen sowie der Verwaltung der Anteile an verbundenen Unternehmen gekennzeichnet.

1.4 Finanzielle Leistungsindikatoren

(in EUR)	2025	2024
Finanzergebnis	568.436.126,58	178.823.720,39
Umsatzerlöse	18.408.587,10	17.872.683,17
Betriebsergebnis	(12.833.567,83)	(14.946.397,29)
Cash Earnings	546.931.099,24	140.232.345,28
Eigenkapitalausstattung	49,15 %	37,31 %
Netto-Geldfluss aus laufender Geschäftstätigkeit	569.813.291,26	139.759.653,91
Netto-Geldfluss aus der Investitionstätigkeit	(549.342.191,16)	(113.555.778,66)
Netto-Geldfluss aus der Finanzierungstätigkeit	60.620.107,68	(377.883.168,18)

1.5 Nichtfinanzielle Leistungsindikatoren

Personal

Die Gesellschaft beschäftigt keine Arbeitnehmer.

Umweltbelange

Kreislaufwirtschaft ist durch unsere Konzentration auf Karton- und Papierprodukte, die vorwiegend unter Einsatz nachwachsender Rohstoffe erzeugt und nach dem Gebrauch stofflich wieder verwertet werden, bereits lange immanenter Teil unserer Tätigkeit. Daher sind wir bestrebt, in der aktuellen Verpackungsdiskussion durch verstärkte Innovation und nachhaltige Investitionstätigkeit im Konzern mit kompetitiven Lösungen aus Karton und Papier neue Möglichkeiten für die Substitution von Kunststoffen zu bieten und attraktives Zukunftspotenzial für MM zu schaffen.

Grundlage der nachhaltigen Ausrichtung der MM Gruppe bilden unsere strategische Positionierung als Marktführer auf Basis von Technologie- und Innovationsführerschaft sowie die Wohlverhaltensregeln unseres Unternehmenskodex (Code of Conduct), welche u. a. auch die universellen Prinzipien des UN Global Compact in den Bereichen Arbeitsnormen, Menschenrechte, Umweltschutz und Korruptionsbekämpfung miteinschließen. Laufende Zielsetzungen und Ressourcenallokationen im Konzern folgen dieser Ausrichtung.

Im aktuellen Trend hin zu nachhaltigen Verpackungsformen sind Kartonverpackungen aus erneuerbaren Rohstoffen infolge der hohen Recyclingfähigkeit sehr gut positioniert.

1.6 Zweigniederlassungen

Die Gesellschaft betreibt keine Zweigniederlassungen.

1.7 Weitere Informationen

Das Rückerwerbsprogramm zwischen 3. Jänner und 23. Dezember 2025 wurde planmäßig beendet. Insgesamt wurden 569.019 eigene Aktien zu einem Wert von EUR 41.227.104,20 zu einem Durchschnittspreis von EUR 72,45 erworben. Die Transaktionen sind auf unserer Website unter www.mm.group/de/investoren/aktie/ veröffentlicht.

2 DIE VORAUSSICHTLICHE ENTWICKLUNG UND DIE RISIKEN DES UNTERNEHMENS

2.1 Voraussichtliche Entwicklung des Unternehmens in 2026

Dieser Ausblick entspricht den Einschätzungen des Vorstandes zum 16. März 2026. Er berücksichtigt keine möglichen Auswirkungen von Akquisitionen, Veräußerungen oder sonstigen strukturellen Veränderungen im Verlauf des Jahres 2026. Die nachfolgenden zukunftsbezogenen Aussagen unterliegen bekannten und unbekanntem Risiken und Unsicherheiten, wodurch tatsächliche Entwicklungen wesentlich von den prognostizierten Ergebnissen abweichen können.

Die gesamtwirtschaftlichen und branchenspezifischen Rahmenbedingungen bleiben auch 2026 sehr herausfordernd. Ein verhaltener Privatkonsum in Europa, geopolitische Unsicherheiten sowie anhaltende Überkapazitäten im Karton- und Papierbereich prägen weiterhin das Marktumfeld.

Vor diesem Hintergrund verfolgt MM konsequent das Ziel, seine Wettbewerbs- und Ertragskraft in den drei Divisionen durch die Fokussierung auf Kosten-, Technologie- und Innovationsführerschaft zu stärken und weiter auszubauen.

Im Zentrum steht das konzernweite Fit-For-Future Transformationsprogramm. Nach einem bereits signifikanten Ergebnisbeitrag im Jahr 2025 ist das Management zuversichtlich, in 2027 eine Ergebnissteigerung von über 250 Mio. EUR gegenüber 2024 (exkl. TANN) unter Ausschluss marktbedingter Effekte zu realisieren. Dies übertrifft die ursprüngliche Erwartung von über 150 Mio. EUR beim Programmstart deutlich. Ergänzend werden selektive strukturelle Anpassungen zur Steigerung der Wettbewerbsfähigkeit fortgeführt.

Unsere Investitionen werden sich auch in 2026 auf die Stärkung der Wettbewerbsposition und die weitere Erhöhung des Anteils erneuerbarer Energien konzentrieren. Das Investitionsvolumen wird voraussichtlich rund 250 Mio. EUR betragen. Die jährlichen Wartungsstillstände in der Division Board & Paper sind für das 3. und 4. Quartal vorgesehen und betreffen erneut vor allem die beiden Karton- und Papierwerke in Polen und Finnland. Die damit verbundenen Aufwendungen werden aktuell auf rund 40 Mio. EUR geschätzt (2025: rd. 36 Mio. EUR).

Im umweltbezogenen Bereich bleiben Dekarbonisierung, Wassereffizienz, Biodiversität und Abfallvermeidung unsere Schwerpunkte. Im sozialen Bereich setzen wir auf kontinuierliche Verbesserung der Arbeitssicherheit und Unfallprävention. Gleichzeitig soll die intensive Zusammenarbeit mit Kunden und Lieferanten zur Erstellung innovativer und nachhaltiger Lösungen weiter intensiviert werden.

Die MM Gruppe blickt trotz des weiterhin anspruchsvollen Marktumfelds zuversichtlich in die Zukunft. Unsere ausgewogene Aufstellung in drei Divisionen, ein attraktives Produktportfolio, eine gut investierte Anlagenbasis sowie die solide Finanzierung bilden eine starke Grundlage, um auch unter schwierigen Rahmenbedingungen erfolgreich zu agieren und langfristig Mehrwert zu schaffen.

MM beobachtet genau die aktuellen Entwicklungen im Nahen Osten und mögliche Auswirkungen auf den Konzern. MM ist in der Region mit zwei Verpackungswerken der Division MM Food & Premium Packaging tätig, welche 2025 rd. 2 % zum Konzernumsatz und rd. 6 % zum bereinigten EBITDA des Konzerns beitragen. Mit Betriebsunterbrechungen muss gerechnet werden.

2.2 Wesentliche Risiken und Ungewissheiten

Die Gesellschaft ist als geschäftsleitende Holding mit einer Anzahl von Risiken konfrontiert, die ein systematisches und kontinuierliches Risikomanagement erforderlich machen. Zu den Finanzinstrumenten, die in der Gesellschaft in bestimmten Fällen eine Konzentration des Finanzrisikos verursachen können, zählen vor allem liquide Mittel, Wertpapiere und Forderungen aus Beteiligungserträgen. Die Risiken und ihre potenziellen Auswirkungen werden im Rahmen des Risikomanagements erhoben, analysiert und auf Basis der definierten Risikopolitik bewältigt. Ziel ist es, die im Rahmen unserer Tätigkeit entstehenden potenziellen Risiken frühzeitig zu identifizieren, zu bewerten, ihre Folgen abzuschätzen und geeignete Vorsorge- und Sicherungsmaßnahmen einzuleiten.

Finanzinstrumente sind auf Vertrag basierende wirtschaftliche Vorgänge, die einen Anspruch auf Zahlungsmittel beinhalten. Dabei unterscheidet man einerseits originäre Finanzinstrumente wie liquide Mittel, Wertpapiere, Forderungen und Verbindlichkeiten aus Lieferungen und Leistungen oder auch Finanzforderungen und Finanzverbindlichkeiten. Andererseits gehören hierzu auch die derivativen Finanzinstrumente, die als Sicherungsgeschäfte zur Absicherung gegen Risiken aus Änderungen von Währungskursen eingesetzt werden.

Ein aktives Cash- und Credit-Management stellt sicher, dass ausreichend Liquidität (eigene Mittel bzw. jederzeit ausnutzbare Kreditlinien) verfügbar ist, um eingegangene Verbindlichkeiten zu begleichen. Die Einhaltung der Covenants aus aufgenommenen Schuldscheindarlehen, Namensschuldverschreibungen und Darlehen wird zur Risikominimierung regelmäßig überwacht.

Die Forderungen aus Lieferungen und Leistungen bestehen ausschließlich gegenüber verbundenen Unternehmen. Für diese wurden daher keine Kundenkreditversicherungen abgeschlossen.

Die sonstigen Forderungen bestehen im Wesentlichen gegenüber verbundenen Unternehmen und resultieren größtenteils aus konzerninternen Cash Pool-Vereinbarungen. Im Hinblick auf die wirtschaftliche Situation wird das Risiko als gering angesehen, da sich die verbundenen Unternehmen jederzeit am Markt refinanzieren können.

Für unser Geschäft können zusätzlich zu den aufgeführten Risiken weitere Risiken bestehen. Zum gegenwärtigen Zeitpunkt sind solche Risiken nicht bekannt oder werden diese von uns für vernachlässigbar gehalten.

Die Gesamteinschätzung der Risikosituation der Gesellschaft weist keine bestandsgefährdenden Elemente auf. Derartige Risiken sind auch im kommenden Geschäftsjahr nicht zu erwarten.

3 FORSCHUNG UND ENTWICKLUNG

Die Forschungs- und Entwicklungstätigkeiten der MM Gruppe zielen darauf ab, die Wettbewerbs- und Wachstumsfähigkeit des Konzerns durch innovative und nachhaltige Lösungen langfristig zu stärken. Unser Anspruch ist es, Markt- und Zukunftstrends frühzeitig zu erkennen und proaktiv Lösungen zu realisieren, die unseren Kunden und dem Konzern einen nachhaltigen Mehrwert bieten. Dafür investieren wir kontinuierlich in die Zukunft und nutzen ein breites Netzwerk innerhalb und außerhalb der Organisation. In 2025 beliefen sich die Aufwendungen für Forschungs- und Entwicklungsaktivitäten auf 6,5 Mio. EUR (2024: 12,5 Mio. EUR).

Unsere Innovationsleistung beruht sowohl auf der laufenden Optimierung bestehender Produkte und Prozesse als auch auf der schnellen Umsetzung neuer Lösungen, die sich aus veränderten Rahmenbedingungen ergeben. Gleichzeitig streben wir danach, auch neue Anwendungsbereiche und Geschäftsfelder zu erschließen. Bei sämtlichen Entwicklungstätigkeiten berücksichtigen wir stets ökologische Auswirkungen sowie potenzielle Risiken.

Moderner Innovationsprozess

Aufbauend auf unserer langjährigen Erfahrung in der Entwicklung innovativer Produkte und unserem Know-how in effizienten Innovationsprozessen arbeiten wir konsequent an der Erreichung unserer Wachstums- und Nachhaltigkeitsziele. Ein verantwortungsvoller Umgang mit Rohstoffen sowie die Bereitschaft, bestehende Lösungen kritisch zu hinterfragen, sind Grundpfeiler unseres Ansatzes.

Alle Produktentwicklungen bei MM folgen einem klar definierten und kontinuierlich weiterentwickelten Prozess, von der Generierung erster Ideen über deren Bewertung und technische Produktentwicklung bis hin zur Markteinführung. Dabei fließt die Expertise unserer Fachabteilungen in jeder Phase ein.

Wir sind überzeugt, dass Innovation vor allem aus der Vielfalt und Vernetzung unterschiedlicher Kompetenzen innerhalb der Gruppe entsteht. Offenheit für neue Ideen und ein aktiver Dialog sind zentrale Elemente unserer Innovationskultur. Daher beziehen wir Kunden, Lieferanten, Endverbraucher und Forschungspartner frühzeitig in den Innovationsprozess ein. Dieser Austausch ermöglicht eine ganzheitliche Betrachtung von Herausforderungen und Anforderungen hinsichtlich technologischer Leistungsfähigkeit, Qualität, Sicherheit und Nachhaltigkeit. Neue Erkenntnisse und Lösungen können so direkt in die Produktentwicklung integriert werden, stets mit dem klaren Fokus auf die Bedürfnisse unserer Kunden.

Unsere Forschungsaktivitäten konzentrieren sich auf die Entwicklung innovativer Verpackungskonzepte insbesondere für Lebensmittel, Pharma, Personal Care, Beauty sowie auf hochwertige Premiumverpackungen. Parallel dazu evaluieren wir neue Technologien, um zukünftige Karton- und Papierlösungen gezielt weiterzuentwickeln.

Zur Sicherstellung höchster Qualität und Produktsicherheit setzen wir auf anerkannte externe Zertifizierungen. Diese bestätigen unseren Kunden und Endnutzern, dass unsere Produktinnovationen nachhaltig, sozial verträglich und gesundheitlich unbedenklich sind und alle regulatorischen Anforderungen erfüllen.

Auch im Jahr 2025 haben wir unsere Kooperationen mit externen Partnern wie Universitäten und Forschungseinrichtungen konsequent fortgeführt. In den Packagingdivisionen lag der Schwerpunkt auf Barriertechnologien, Maschinentechologien sowie nachhaltigen Veredelungslösungen, darunter insbesondere integrierte Anti-Fälschungssysteme. In der Division MM Board & Paper standen die anwendungsorientierte Grundlagenforschung zur Behandlung von Holzfasern, die Nutzung alternativer oder modifizierter Faserrohstoffe sowie der Einsatz biobasierter Materialien als Ersatz für fossile Rohstoffe im Mittelpunkt.

Unsere interne Innovationsplattform „we.invent“ wurde umfassend überarbeitet und bietet nun allen Mitarbeiter:innen die Möglichkeit, unabhängig von Funktion oder Standort eigene Ideen einzubringen. Eingereichte Vorschläge werden anhand eines klar definierten Kriterienkatalogs im Stage-Gate-Prozess geprüft und für die Umsetzung ausgewählt. Dadurch fördern wir eine offene Innovationskultur, regen Kreativität konzernweit an und stärken die systematische Entwicklung neuer Lösungsansätze.

Nachhaltigkeit im Fokus der Innovationstätigkeit

Die Auswirkungen des Klimawandels und der Corona-Pandemie unterstreichen die Relevanz resilienter und nachhaltiger Strukturen für Wirtschaft und Gesellschaft. Unser Ziel bei MM ist es, diese Entwicklung zu nutzen und unsere Kunden aktiv bei der Substitution von Kunststoff durch innovative und bewährte Lösungen aus Papier und Karton zu unterstützen. Damit greifen wir den anhaltenden Trend zu nachhaltigen Verpackungen auf, die neben ihrer natürlichen Optik auch hohe Funktionalität, Convenience und Sicherheit bieten.

Automatisierung als Schlüssel für Wettbewerbsstärke

Um zusätzliche Wettbewerbsvorteile zu erzielen, treiben wir die Automatisierung von Arbeitsabläufen und Logistikprozessen konzernweit konsequent voran. Bereits bei Investitionen in neue Anlagen erhalten die Standorte umfassende Unterstützung – von der optimalen Maschinenkonfiguration über Installation und Inbetriebnahme bis hin zur finalen Abnahme. Der aktuelle Schwerpunkt unserer Automatisierungslösungen liegt auf der Reduktion von Stillstandszeiten sowie der Steigerung von Flexibilität und Effizienz.

3.1 Innovationstätigkeit 2025 in den Divisionen MM Food & Premium Packaging und MM Pharma & Healthcare Packaging

Innovationsnetzwerk unserer Packagingdivisionen

Im Jahr 2025 hat MM Food & Premium Packaging seine Organisationsstruktur weiterentwickelt, um Innovationskraft und Kundennähe zu stärken. Das Innovationszentrum PacProject in Hamburg wurde planmäßig geschlossen, parallel dazu wurde der Aufbau eines „Innovation Experience Centers“ am Standort Wien gestartet. Die Bündelung von Entwicklung, Produktion und Anwendungstechnik ermöglicht eine effizientere Umsetzung marktorientierter Verpackungslösungen.

Die divisionsübergreifende Innovations-Matrixorganisation von MM Food & Premium Packaging und MM Pharma & Healthcare Packaging stellt sicher, dass das technische Know-how der gesamten MM Gruppe effizient und zielgerichtet für die Bedürfnisse unserer Kunden eingesetzt wird. Sie umfasst das Premium Printing Center in Trier sowie das Technical Account Management, das Kundenbriefings koordiniert und als Schnittstelle zu den lokalen Packaging Development-Centern und einzelnen Werken fungiert. Das Divisional Technical Support-Team und die Packaging Development-Centers begleiten unsere Kunden insbesondere hinsichtlich technischer Ausrichtung und Ausstattung, um innovative Verpackungskonzepte und -designs erfolgreich umzusetzen.

Gemeinsam mit dem Technical Account Management-Team werden erste Machbarkeitsanalysen durchgeführt, um die Realisierbarkeit und Effizienz der Ideen sicherzustellen. Im Premium Printing Center kommen modernste Technologien zum Einsatz, um anspruchsvolle Verpackungsdesigns mit besonderen Effekten in kürzester Zeit umzusetzen. Zudem steigt im Bereich Innovation die Nachfrage nach E-Trainings und digitalen Lernformaten kontinuierlich. Daher bieten wir gezielt maßgeschneiderte Trend- und Ideenworkshops sowie technische Trainings an, um unseren Kunden praxisnahes Know-how und konkrete Lösungsansätze zu vermitteln.

Unser divisionsübergreifendes Innovationsteam besteht aus den Innovation Directors der einzelnen Geschäftsfelder von MM Food & Premium Packaging und MM Pharma & Healthcare Packaging. Diese Struktur stellt durch regelmäßigen Best-Practice-Austausch sicher, dass steigende Markt- und Kundenanforderungen effektiv erfüllt werden können.

Die Zusammenarbeit der einzelnen Bereiche ermöglicht die Identifikation relevanter Technologien zur gezielten Nutzung von Synergien. Dies schließt auch eine enge Kooperation mit MM Board & Paper im Bereich Innovation ein.

Unser Ziel ist es, MM durch den Fokus auf nachhaltigere, kundenorientierte und marktrelevante Innovationen als branchenführenden Innovationspartner und bevorzugten Lieferanten zu positionieren.

Aktuelle Innovationsschwerpunkte

Die Innovationstätigkeit der Packagingdivisionen konzentrierte sich im Geschäftsjahr 2025 auf mehrere strategische Schwerpunkte mit klarem Fokus auf Nachhaltigkeit, Funktionalität und Portfolioerweiterung.

Die neue EASYCLICK-Verpackungslösung für Waschpulver wurde erfolgreich entwickelt und implementiert. Sie überzeugt durch einen reduzierten Materialeinsatz bei gleichzeitig hoher Funktionalität und Benutzerfreundlichkeit und verbindet damit ökologische Vorteile mit effizienter Handhabung.

Eine neu entwickelte E-Commerce-Umschlagverpackung wurde im Markt eingeführt. Sie zeichnet sich durch eine signifikante Materialreduktion sowie ein deutlich optimiertes Handling im Abpackprozess aus. Dadurch steigert die Lösung die Effizienz entlang der Wertschöpfungskette und unterstützt die Optimierung logistischer Abläufe.

Mit der MM Rigidbox, einer hochwertigen, stabilen Boxlösung für Premium-Anwendungen, wurde zudem eine innovative Alternative zu herkömmlichen Rigidbox-Konzepten geschaffen. Ein neuartiger Verarbeitungsansatz ermöglicht herausragende funktionale Eigenschaften und stärkt das Portfolio im Premiumsegment.

Im Bereich Pharma & Healthcare Packaging war der Fokus 2025 auf die kontinuierliche Weiterentwicklung eines Produktportfolios gerichtet, das höchste Anforderungen hinsichtlich Patientensicherheit, Rückverfolgbarkeit und Anwenderfreundlichkeit erfüllt. Dazu zählen die Markteinführung von Verpackungslösungen mit NFC-Technologie zur Verbesserung der Produktidentifikation sowie einer patentierten kindergesicherten Faltschachtel mit FI-Zertifizierung.

3.2 Innovationstätigkeit 2025 in der Division MM Board & Paper

Die Innovationsschwerpunkte von MM Board & Paper lagen 2025 auf der Weiterentwicklung und Qualifizierung innovativer Dispersionsbarrieren für unterschiedliche Verpackungsanwendungen, auf der Optimierung der Verarbeitungseigenschaften unserer Produkte sowie auf Maßnahmen zur Einhaltung aktueller Verpackungs- und Recyclingrichtlinien.

Im Bereich der Dispersionsbarrieren haben wir verstärkt biobasierte Systeme geprüft, unser Lieferantenportfolio gezielt erweitert und deren Leistungsfähigkeit in umfangreichen Laborreihen bewertet. Ziel ist es, funktionale Eigenschaften wie Fett- und Feuchtigkeitsbeständigkeit sowie die Heißsiegelbarkeit in faserbasierten Kartonlösungen sicherzustellen und gleichzeitig den Einsatz kunststoffbasierter Verpackungen weiter zu reduzieren.

Bei den Verarbeitungseigenschaften konzentrierten wir uns insbesondere auf die Verbesserung der Verklebungseigenschaften, die Erhöhung der Prozessrobustheit sowie auf Lösungen zur eindeutigen Rückverfolgbarkeit verarbeiteter Verpackungen.

Ein weiterer Schwerpunkt lag auf der Erweiterung unseres Portfolios um leichtere Flächengewichte – sowohl im Bereich Liner als auch bei Frischfaserkarton. Damit begegnen wir veränderten Marktanforderungen und erfüllen zugleich regulatorische Vorgaben, wie jene der PPWR zur Reduktion von Verpackungsmaterial.

Im Bereich Barrierekarton stellt TOPCOLOR® BARRIER AROMA aus dem Werk Frohnleiten eine wesentliche Innovation dar. Dieser Karton verfügt über eine spezielle Aromabarriere, die ihn zur idealen Lösung für die Verpackung geruchsintensiver Produkte macht. Stark riechende Substanzen werden zuverlässig in der Faltschachtel zurückgehalten und eine sensorische Beeinflussung von Lebensmitteln effektiv verhindert.

Im Werk Kwidzyn wurde die Produktkategorie „Speciality Paper Products“ (SPP) weiterentwickelt. Mit MM SELECT® Pharma bietet MM ein ungestrichenes, holzfreies Beipackzettelpapier aus 100 % ECF-Frischfasern mit hoher Opazität und ausgezeichneter Weiße. Die optimierte Oberfläche ermöglicht selbst bei sehr kleinen, beidseitigen Texten hervorragende Druckergebnisse im Offset-, Inkjet- und Digitaldruck bei zugleich reduziertem Tintenverbrauch. MM SELECT® Pharma eignet sich vor allem für den Druck von Beipackzetteln für Arzneimittel, Kosmetika und technische Produkte.

Auszeichnungen für innovative und nachhaltigere Lösungen

MM erhielt acht WorldStar Global Packaging Awards der World Packaging Organisation (WPO). Diese internationale Anerkennung unterstreicht die hohe Kompetenz sowie die enge Zusammenarbeit von MM Board & Paper und den MM Packagingdivisionen. Zwei Lösungen von MM Food & Premium Packaging aus den Werken MM Packaging Deeside und MM Packaging France wurden darüber hinaus bei den Global Packaging Awards ausgezeichnet und stehen für die Verbindung von Designkompetenz und technologischer Umsetzung bei Verpackungen für internationale Kunden. Zu den prämierten Kartonlösungen von MM Board & Paper zählt eine Take-away-Verpackungsserie aus ALASKA® BARRIER GREASE. Die Lösung unterstützt sowohl funktionalen Einsatz als auch nachhaltigere Verpflegungskonzepte.

Beim European Carton Excellence Award im Rahmen des ECMA-Kongresses wurde ein gemeinsam mit einem internationalen Lebensmittelhersteller und MM Packaging Polska entwickelter Adventkalender in der Kategorie Confectionery ausgezeichnet. Die Verpackung verbindet Produktpräsentation und Zusatznutzen durch integrierte Gestaltungselemente.

Der Jury Award des Carton Austria Award 2025 ging an einen Adventkalender unter Verwendung von ALASKA® WHITE von MM Board & Paper. Die Auszeichnung unterstreicht die Materialqualität und den Beitrag von MM zu leistungsfähigen Verpackungslösungen.

4 DIE WESENTLICHEN MERKMALE DES INTERNEN KONTROLL- UND DES RISIKO-MANAGEMENTSYSTEMS IM HINBLICK AUF DEN RECHNUNGSLEGUNGSPROZESS

Der Vorstand ist für die Einrichtung und Ausgestaltung eines angemessenen internen Kontrollsystems (IKS) im Hinblick auf die finanzielle und nichtfinanzielle Berichterstattung verantwortlich. Dieses gewährleistet die Vollständigkeit, Zuverlässigkeit und Nachvollziehbarkeit von Finanzinformationen und nichtfinanziellen Informationen. Darüber hinaus werden dadurch die Zweckmäßigkeit und Wirtschaftlichkeit der Prozesse sowie die Einhaltung der gesetzlichen, vertraglichen und internen Regelungen sichergestellt. Es besteht das Risiko, dass finanzielle und nichtfinanzielle Sachverhalte aufgrund eines fehlenden oder mangelhaften IKS nicht, unrichtig, unvollständig, ungeordnet und/oder nicht zeitgerecht erfasst und verarbeitet werden und folglich die Finanzberichterstattung, die nichtfinanzielle Berichterstattung oder Unternehmensentscheidungen auf falschen Informationen basieren.

Zur Sicherstellung einer korrekten und zuverlässigen Finanzberichterstattung setzt das Unternehmen auf klare Verantwortlichkeiten, einheitliche Rechnungslegungsrichtlinien nach IFRS und umfassende Kontrollmechanismen. Dazu gehören das Vier-Augen-Prinzip, eine strikte Trennung von Zuständigkeiten sowie regelmäßige interne und externe Prüfungen. Digitale Systeme mit automatisierten Schnittstellen minimieren manuelle Fehler, während Audit-Trails und Abgleichsprozesse die Nachvollziehbarkeit gewährleisten. Web-basierte Reporting-Systeme ermöglichen eine zeitnahe und konsistente Erfassung von Finanzdaten, die durch lokale und zentrale Buchhaltungen überprüft werden. Zudem erfolgt eine enge Abstimmung mit externen Fachexperten, um Änderungen in den IFRS-Regelungen rechtzeitig zu berücksichtigen und die Einhaltung regulatorischer Anforderungen sicherzustellen.

Auch für die nichtfinanzielle Berichterstattung bestehen detaillierte Standards und Kontrollprozesse. Die Erhebung und Verarbeitung von Umwelt- und Nachhaltigkeitsdaten wird durch spezialisierte Software unterstützt, die ein Audit-Trail zur Nachvollziehbarkeit von Änderungen bietet. Prozessbeschreibungen stellen sicher, dass die Daten konsistent und vergleichbar erfasst werden. Das Vier-Augen-Prinzip sowie regelmäßige Plausibilitätsprüfungen erhöhen die Datenqualität. Zusätzlich werden zentrale und lokale Prozesse durch die interne Revision überwacht. Zertifizierungen nach Umwelt- und Energiemanagement-Standards wie EMAS, ISO 14001 oder ISO 50001 untermauern die Verlässlichkeit der nichtfinanziellen Berichterstattung und tragen zur Erfüllung regulatorischer Anforderungen bei.

Risiken in der Finanzierung ergeben sich durch Veränderungen des Marktzinsniveaus, der Bonität des Konzerns sowie durch politische und gesellschaftliche Entwicklungen. Steigende Zinsen erhöhen die Kreditkosten variabler Darlehen, während fallende Zinsen Opportunitätskosten bei fixen Krediten verursachen. Eine Verschlechterung der Bonität kann durch Bruch von Covenants zudem höhere Finanzierungskosten oder die Kündigung von Krediten nach sich ziehen. Nachhaltigkeitsaspekte gewinnen zunehmend an Bedeutung, wobei mittel- und langfristig ESG-Kriterien die Verfügbarkeit und Kosten von Finanzierungen beeinflussen können.

Zur Risikosteuerung setzt der Konzern auf ein zentrales Cash- und Kreditmanagement. Durch eine breit diversifizierte Finanzierungsstrategie, die auch Factoring-Programme beinhaltet, wird die Liquidität gesichert. Ein hoher Anteil an fix verzinsten Krediten reduziert das Zinsänderungsrisiko. Die Einhaltung von Financial Covenants wird kontinuierlich überwacht, während regelmäßige Überprüfungen und standardisierte Arbeitsanweisungen für Transparenz sorgen. Zudem werden Kreditlinien vorausschauend verlängert und enge Beziehungen zu Banken und Rating-Agenturen ermöglichen eine frühzeitige Identifikation potenzieller Risiken.

Das Währungsrisiko entsteht durch Wechselkursschwankungen, die finanzielle Auswirkungen auf den Konzern haben können. Es umfasst das Transaktionsrisiko, das sich aus Kursveränderungen zwischen der Buchung von Forderungen und Verbindlichkeiten und dem tatsächlichen Zahlungsein- oder -ausgang ergibt, sowie das Translationsrisiko, das aus der Umrechnung von Vermögenswerten und Verbindlichkeiten von Konzerngesellschaften mit anderer funktionaler Währung als EUR resultiert. Zudem besteht ein indirektes ökonomisches Risiko, wenn Wechselkursveränderungen die Wettbewerbsfähigkeit gegenüber Unternehmen aus anderen Währungsräumen beeinflussen.

Die MM Gruppe setzt zur Risikominderung auf ein umfassendes Währungsmanagement mit täglichem bzw. monatlichem Monitoring und Disposition der Fremdwährungspositionen, Analysen von Marktentwicklungen und regelmäßigen Sensitivitätsanalysen. Durch Natural Hedging werden Einnahmen und Ausgaben in derselben Währung möglichst ausgeglichen. Ergänzend kommen Sicherungsgeschäfte wie Devisentermingeschäfte und Optionen zum Einsatz, wobei klare Richtlinien für Absicherungszeiträume bestehen und eine zentrale Devisenhandelsplattform zur Vornahme von Währungsabsicherungen genutzt wird. Diese Maßnahmen werden regelmäßig mit dem Finanzvorstand abgestimmt, um eine konsistente und wirksame Steuerung sicherzustellen. Derivative Finanzinstrumente werden weder zu Handels- noch zu Spekulationszwecken eingesetzt.

5 ANGABEN ZU KAPITAL-, ANTEILS-, STIMM- UND KONTROLLRECHTEN UND DAMIT VERBUNDENEN VERPFLICHTUNGEN

Zusammensetzung des Kapitals, Aktiengattungen

Es wird auf die Anhangangabe 3.8 verwiesen.

Beschränkungen hinsichtlich der Stimmrechte bzw. der Übertragung von Aktien

Rund 60 % der Aktien werden von den Kernaktionärsfamilien in einem Syndikat gehalten. Es besteht ein Syndikatsvertrag, welcher die Übertragbarkeit der Aktien innerhalb des Syndikats und nach außen regelt. Angelegenheiten, die die Hauptversammlung betreffen, beschließt das Syndikat mit 65 % der Stimmen, gemessen an der Gesamtzahl der abgegebenen Syndikatsstimmen. Änderungen des Syndikatsvertrages (betreffend Veränderung der Stimmrechte, Änderung des Syndikatszwecks oder –gegenstands, Begründung oder Entzug von Sonderrechten) bedürfen der Einstimmigkeit, gemessen an der Gesamtzahl aller Syndikatsstimmen.

Direkte oder indirekte Beteiligungen am Kapital, die zumindest 10 vom Hundert betragen

Nach den der Gesellschaft bekannt gegebenen Informationen bestanden per Jahresende 2025 folgende Beteiligungen von mindestens 10 Prozent am Kapital:

MMS Mayr-Melnhof-Saurau Beteiligungsverwaltung KG

CAMA Privatstiftung

Die Inhaber von Aktien mit besonderen Kontrollrechten und eine Beschreibung dieser Rechte

Es bestehen keine Aktien mit besonderen Kontrollrechten.

Die Art der Stimmrechtskontrolle bei einer Kapitalbeteiligung der Arbeitnehmer, wenn sie das Stimmrecht nicht unmittelbar ausüben

Es besteht kein derartiges Kapitalbeteiligungsmodell für Mitarbeiter.

Die sich nicht unmittelbar aus dem Gesetz ergebenden Bestimmungen über die Ernennung und Abberufung der Mitglieder des Vorstandes und des Aufsichtsrates und über die Änderung der Satzung der Gesellschaft

Es bestehen keine Bestimmungen dieser Art.

Die sich nicht unmittelbar aus dem Gesetz ergebenden Befugnisse der Mitglieder des Vorstandes, insbesondere hinsichtlich der Möglichkeit, Aktien auszugeben oder zurückzukaufen

Es bestehen keine Befugnisse dieser Art.

Alle bedeutenden Vereinbarungen, an denen die Gesellschaft beteiligt ist und die bei einem Kontrollwechsel in der Gesellschaft infolge eines Übernahmeangebotes wirksam werden, sich ändern oder enden, sowie ihre Wirkungen; ausgenommen hiervon sind Vereinbarungen, deren Bekanntmachung der Gesellschaft erheblich schaden würde, es sei denn, die Gesellschaft ist zur Bekanntgabe derartiger Informationen aufgrund anderer Rechtsvorschriften ausdrücklich verpflichtet

Es wird von der Schutzklausel hinsichtlich der Bekanntgabe Gebrauch gemacht. Die Größenordnung des betroffenen Geschäfts ist als überschaubar einzustufen.

Bestand und wesentlicher Inhalt von Entschädigungsvereinbarungen zwischen der Gesellschaft und ihren Vorstands- und Aufsichtsratsmitgliedern oder Arbeitnehmern für den Fall eines öffentlichen Übernahmeangebots

Die Anstellungsverträge von zwei der drei Vorstandsmitgliedern enthalten Entschädigungsvereinbarungen für den Fall eines Rücktritts in Folge bestimmter öffentlicher Übernahmeangebote. Die Zurücklegung der Vorstandsfunktion wird sechs Monate nach Abgabe der Rücktrittserklärung, jeweils zum Monatsende, wirksam. Für den Fall eines entsprechenden Rücktritts ist eine Abgeltung der Ansprüche aus dem Anstellungsvertrag für die gesamte bzw. Teile der (fiktiven) Restlaufzeit des Anstellungsvertrages bis zum Ablauf der ursprünglichen Bestelldauer vorgesehen.

Wien, am 16. März 2026

Der Vorstand

Mayr-Melnhof Karton Aktiengesellschaft, Wien

MMag. Peter OSWALD e.h.

Mag. Roman BILLIANI e.h.

Mag. Franz HIESINGER e.h.

Bilanz

AKTIVA (in EUR)	Stand 31. Dez. 2025	Stand 31. Dez. 2024	PASSIVA (in EUR)	Stand 31. Dez. 2025	Stand 31. Dez. 2024
A. ANLAGEVERMÖGEN			A. EIGENKAPITAL		
I. Immaterielle Vermögensgegenstände			I. Eingefordertes und einbezahltes Grundkapital	80.000.000,00	80.000.000,00
1. Konzessionen, gewerbliche Schutzrechte und ähnliche Rechte und Vorteile sowie daraus abgeleitete Lizenzen	7.058,88	8.823,60	Nennbetrag eigener Anteile	(2.276.076,00)	0,00
				77.723.924,00	80.000.000,00
II. Sachanlagen			II. Kapitalrücklagen		
1. Grundstücke, grundstücksgleiche Rechte und Bauten, einschließlich der Bauten auf fremdem Grund	1.422.404,35	1.486.578,52	1. Gebundene Kapitalrücklagen	172.658.448,08	172.658.448,08
2. Andere Anlagen, Betriebs- und Geschäftsausstattung	207.144,13	251.496,51	2. Rücklage für eigene Aktien	2.276.076,00	0,00
	1.629.548,48	1.738.075,03			
III. Finanzanlagen			III. Gewinnrücklagen		
1. Anteile an verbundenen Unternehmen	334.608.161,31	304.066.939,31	1. Andere Rücklagen (freie Rücklagen)	1.129.701.075,26	659.483.920,63
2. Ausleihungen an verbundene Unternehmen	2.146.942.530,68	1.605.967.675,00			
<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 2.142.238.947,64 (2024: EUR 1.582.467.675,00)</i>					
3. Beteiligungen	494.917,78	494.917,78	IV. Bilanzgewinn	100.000.000,00	100.000.000,00
4. Wertpapiere (Wertrechte) des Anlagevermögens	871.860,00	778.666,00	<i>davon Gewinnvortrag EUR 64.646.687,80 (2024: EUR 70.000.000,00)</i>		
	2.482.917.469,77	1.911.308.198,09		1.482.359.523,34	1.012.142.368,71
	2.484.554.077,13	1.913.055.096,72	B. RÜCKSTELLUNGEN		
B. UMLAUFVERMÖGEN			1. Rückstellungen für Pensionen	738.739,71	759.283,00
I. Forderungen und sonstige Vermögensgegenstände			2. Steuerrückstellungen	5.580.168,36	3.075.419,79
1. Forderungen gegenüber verbundenen Unternehmen	206.942.670,44	542.539.542,97	3. Sonstige Rückstellungen	9.375.537,00	8.257.034,91
<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2024: EUR 0,00)</i>				15.694.445,07	12.091.737,70
2. Sonstige Forderungen und Vermögensgegenstände	1.905.397,86	594.511,04	C. VERBINDLICHKEITEN		
<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2024: EUR 0,00)</i>			<i>davon mit einer Restlaufzeit von bis zu einem Jahr EUR 369.520.329,25 (2024: EUR 308.646.046,44)</i>		
3. Wertpapiere und Anteile			<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 1.148.125.000,00 (2024: EUR 1.380.000.000,00)</i>		
a) sonstige Wertpapiere und Anteile	80.027.960,00	95.006.272,33	1. Verbindlichkeiten gegenüber Kreditinstituten	1.210.000.000,00	1.411.875.000,00
	288.876.028,30	638.140.326,34	<i>davon mit einer Restlaufzeit von bis zu einem Jahr EUR 61.875.000,00 (2024: EUR 31.875.000,00)</i>		
II. Kassenbestand und Guthaben bei Kreditinstituten	239.576.472,27	158.485.264,49	<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 1.148.125.000,00 (2024: EUR 1.380.000.000,00)</i>		
	528.452.500,57	796.625.590,83	2. Verbindlichkeiten aus Lieferungen und Leistungen	217.663,50	316.336,48
			<i>davon mit einer Restlaufzeit von bis zu einem Jahr EUR 217.663,50 (2024: EUR 316.336,48)</i>		
C. RECHNUNGSABGRENZUNGSPOSTEN	2.087.858,96	2.592.475,30	<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2024: EUR 0,00)</i>		
D. AKTIVE LATENTE STEUERN	604.861,00	606.990,00	3. Verbindlichkeiten gegenüber verbundenen Unternehmen	294.793.293,49	260.820.212,01
			<i>davon mit einer Restlaufzeit von bis zu einem Jahr EUR 294.793.293,49 (2024: EUR 260.820.212,01)</i>		
			<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2024: EUR 0,00)</i>		
			4. Sonstige Verbindlichkeiten		
			<i>davon mit einer Restlaufzeit von bis zu einem Jahr EUR 12.634.372,26 (2024: EUR 15.634.497,95)</i>		
			<i>davon mit einer Restlaufzeit von mehr als einem Jahr EUR 0,00 (2024: EUR 0,00)</i>		
			a) Steuern	6.144,46	5.793,58
			b) Soziale Sicherheit	10.047,24	9.873,17
			c) Übrige	12.618.180,56	15.618.831,20
				12.634.372,26	15.634.497,95
SUMME AKTIVA	3.015.699.297,66	2.712.880.152,85	SUMME PASSIVA	3.015.699.297,66	2.712.880.152,85

Gewinn- und Verlustrechnung

(in EUR)	2025	2024
1. Erträge aus Beteiligungen		
a) Verbundene Unternehmen	471.900.000,00	81.100.000,00
b) Übrige	523.320,00	445.900,00
	472.423.320,00	81.545.900,00
2. Sonstige Zinsen und ähnliche Erträge		
a) Verbundene Unternehmen	122.966.101,30	145.113.314,06
b) Übrige	7.115.299,83	10.625.146,08
	130.081.401,13	155.738.460,14
3. Zinsen und ähnliche Aufwendungen		
a) Verbundene Unternehmen	(3.689.363,93)	(7.183.410,31)
b) Übrige	(30.379.230,62)	(51.277.229,44)
	(34.068.594,55)	(58.460.639,75)
4. Zwischensumme aus Z 1 bis 3 (Finanzergebnis)	568.436.126,58	178.823.720,39
5. Umsatzerlöse	18.408.587,10	17.872.683,17
6. Sonstige betriebliche Erträge		
a) Erträge aus dem Abgang vom Anlagevermögen mit Ausnahme der Finanzanlagen	100,00	0,00
b) Übrige	14.151.504,76	81.965,20
	14.151.604,76	81.965,20
7. Personalaufwand		
a) Gehälter	(9.049.877,96)	(7.222.838,34)
b) Soziale Aufwendungen	(1.666.588,96)	(1.440.134,77)
<i>davon Aufwendungen für Altersvorsorgen</i>	(1.030.776,02)	(843.431,97)
<i>aa) Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeiterversorgungskassen</i>	(131.385,22)	(80.400,15)
<i>bb) Aufwendungen für gesetzlich vorgeschriebene Sozialabgaben sowie vom Entgelt abhängige Abgaben und Pflichtbeiträge</i>	(480.441,56)	(470.469,45)
<i>cc) Sonstige Sozialaufwendungen</i>	(23.986,16)	(45.833,20)
	(10.716.466,92)	(8.662.973,11)
8. Abschreibungen		
a) auf immaterielle Vermögensgegenstände und Sachanlagen	(131.399,21)	(115.040,93)
9. Sonstige betriebliche Aufwendungen		
a) Steuern, soweit sie nicht unter Steuern vom Einkommen und vom Ertrag fallen	(1.714,35)	(1.714,35)
b) Übrige	(34.544.179,21)	(24.121.317,27)
	(34.545.893,56)	(24.123.031,62)
10. Zwischensumme aus Z 5 bis 9 (Betriebsergebnis)	(12.833.567,83)	(14.946.397,29)
11. Ergebnis vor Steuern (Zwischensumme aus Z 4 und Z 10)	555.602.558,75	163.877.323,10
12. Steuern vom Einkommen und vom Ertrag	(8.804.987,72)	(23.855.493,64)
<i>davon latente Steuern EUR (2.129,00) (2024: EUR (95.474,89))</i>		
13. Jahresüberschuss	546.797.571,03	140.021.829,46
14. Zuweisung zu Gewinnrücklagen	(511.444.258,83)	(110.021.829,46)
15. Jahregewinn	35.353.312,20	30.000.000,00
16. Gewinnvortrag aus dem Vorjahr	64.646.687,80	70.000.000,00
17. Bilanzgewinn	100.000.000,00	100.000.000,00

Anhang

DER MAYR-MELNHOF KARTON AKTIENGESELLSCHAFT FÜR DAS GESCHÄFTSJAHR VON 1. JÄNNER 2025 BIS 31. DEZEMBER 2025

1 ALLGEMEINE ERLÄUTERUNGEN

Der vorliegende Jahresabschluss wurde unter Beachtung der Grundsätze ordnungsmäßiger Buchführung, Bilanzierung und der Generalnorm, ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage des Unternehmens zu vermitteln, aufgestellt. Die Bestimmungen des Unternehmensgesetzbuches in der zum Bilanzstichtag geltenden Fassung stellen die Grundlage dieses Jahresabschlusses dar.

Bei der Bilanzierung und Bewertung wurde den allgemein anerkannten Grundsätzen Rechnung getragen. Dabei wurden die in § 201 Abs. 2 UGB kodifizierten Grundsätze ordnungsmäßiger Buchführung ebenso beachtet wie die Gliederungs- und Bewertungsvorschriften für die Bilanz und die Gewinn- und Verlustrechnung der §§ 195 bis 211 und 222 bis 235 UGB.

Die im vorjährigen Jahresabschluss angewandten Bilanzierungs- und Bewertungsmethoden sowie der Ausweis gegenüber dem Vorjahr sind unverändert geblieben.

Die Gesellschaft ist Mutterunternehmen gemäß § 189a Z 6 UGB des Mayr-Melnhof Konzerns und stellt den Konzernabschluss für den größten und kleinsten Kreis der Unternehmen auf. Dieser Konzernabschluss wird in Wien beim Handelsgericht Wien hinterlegt.

Die rechtlichen und wirtschaftlichen Beziehungen zu verbundenen Unternehmen gemäß § 238 Abs. 1 Z 20 UGB werden nicht angegeben, da sie dem Unternehmen oder einem verbundenen Unternehmen einen erheblichen Nachteil zufügen würden.

Der Grundsatz der Vollständigkeit wurde bei der Erstellung des Jahresabschlusses eingehalten.

Bei der Bewertung der einzelnen Vermögensgegenstände und Schulden wurde der Grundsatz der Einzelbewertung beachtet und eine Fortführung des Unternehmens unterstellt.

Dem Vorsichtsprinzip wurde dadurch Rechnung getragen, dass nur die am Abschlussstichtag verwirklichten Gewinne ausgewiesen wurden. Alle erkennbaren Risiken und drohenden Verluste wurden berücksichtigt.

Schätzungen beruhen auf einer umsichtigen Beurteilung. Soweit statistisch ermittelbare Erfahrungen aus gleich gelagerten Sachverhalten vorhanden sind, hat das Unternehmen diese bei den Schätzungen berücksichtigt.

Die Gliederung der Gewinn- und Verlustrechnung wird nach dem Gesamtkostenverfahren aufgestellt und entsprechend der Holdingfunktion der Mayr-Melnhof Karton Aktiengesellschaft so dargestellt, dass der Finanzerfolg an den Anfang der Gewinn- und Verlustrechnung gestellt wird.

2 BILANZIERUNGS- UND BEWERTUNGSMETHODEN

2.1 Anlagevermögen

Immaterielle Vermögensgegenstände

Die Zugänge sind mit Anschaffungs- zuzüglich Anschaffungsnebenkosten bewertet.

Die unter diesem Posten ausgewiesenen Softwarelizenzen sind zu Anschaffungskosten bewertet und werden planmäßig auf 10 Jahre linear abgeschrieben.

Sachanlagen

Das Sachanlagevermögen ist mit Anschaffungs- zuzüglich Anschaffungsnebenkosten bewertet. Zinsen für Fremdkapital zur Finanzierung der Herstellung von Gegenständen des Anlagevermögens werden nicht aktiviert.

Die Ermittlung der planmäßigen Abschreibung erfolgt linear unter Anwendung folgender Nutzungsdauern:

Gebäude	10 – 40 Jahre
Andere Anlagen, Betriebs- und Geschäftsausstattung	3 – 10 Jahre

Geringwertige Vermögensgegenstände mit Einzelanschaffungskosten unter EUR 1.000,00 (2024: EUR 1.000,00) werden wie im Vorjahr gem. § 204 Abs. 1a UGB im Jahr ihrer Anschaffung oder Herstellung voll abgeschrieben.

Bei voraussichtlich dauernder Wertminderung werden Gegenstände des Anlagevermögens außerplanmäßig auf den niedrigeren beizulegenden Wert am Abschlussstichtag abgeschrieben. Sofern die dafür maßgeblichen Gründe nicht mehr bestehen, gilt die Verpflichtung, den Betrag der außerplanmäßigen Abschreibung im Umfang der Werterhöhung unter Berücksichtigung der Abschreibungen, die inzwischen vorzunehmen gewesen wären, zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

Finanzanlagen

Die Anteile an verbundenen Unternehmen und die Beteiligungen sind zu Anschaffungskosten bewertet. Voraussichtlich dauerhafte und wesentliche Wertminderungen werden durch außerplanmäßige Abschreibungen berücksichtigt.

Als verbundene Unternehmen werden alle Tochterunternehmen bezeichnet, die von der Mayr-Melnhof Karton Aktiengesellschaft unmittelbar oder mittelbar beherrscht werden (§ 189a Z 7 und 8 UGB).

Ausleihungen sind zu Anschaffungskosten bewertet. Voraussichtlich dauerhafte und wesentliche Wertminderungen werden durch außerplanmäßige Abschreibungen berücksichtigt.

In den Wertpapieren (Wertrechte) des Anlagevermögens sind Ansprüche aus Rückdeckungsversicherungen aufgrund von Pensionszusagen enthalten. Der Ansatz dieser Ansprüche erfolgt mit dem Deckungskapital.

Die Gesellschaft hat eine Rückdeckungsversicherung für ihre Pensionsverpflichtung gegenüber den Begünstigten abgeschlossen. Die Ansprüche aus der Rückdeckungsversicherung wurden an die Anspruchsberechtigten verpfändet. Die Ansprüche wurden daher mit entsprechenden Gesamtpensionsverpflichtung saldiert.

Bei Finanzanlagen, die keine Beteiligungen sind, erfolgt die Abschreibung auf den niedrigeren beizulegenden (Zeit-) Wert. Bei Finanzanlagen dürfen solche Abschreibungen auch vorgenommen werden, wenn die Wertminderung voraussichtlich nicht von Dauer ist. Sofern die Gründe für die außerplanmäßige Abschreibung nicht mehr bestehen, gilt die Verpflichtung, den Betrag der außerplanmäßigen Abschreibung im Umfang der Werterhöhung unter Berücksichtigung der Abschreibungen, die inzwischen vorzunehmen gewesen wären, zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

2.2 Umlaufvermögen

Bei Gegenständen des Umlaufvermögens erfolgt gegebenenfalls eine Abschreibung, um sie mit dem niedrigeren beizulegenden Wert zum Abschlussstichtag anzusetzen. Sofern die Gründe für die Abschreibung nicht mehr bestehen, gilt die Verpflichtung, den Betrag der Abschreibung im Umfang der Werterhöhung zuzuschreiben. Im vorliegenden Jahresabschluss sind keine Beträge aus solchen Zuschreibungen enthalten.

Forderungen und sonstige Vermögensgegenstände

Forderungen und sonstige Vermögensgegenstände sind mit dem Nennwert angesetzt. Erkennbare Einzelrisiken werden durch Wertberichtigungen berücksichtigt.

Wertpapiere und andere Anteile

Wertpapiere und andere Anteile werden mit den Anschaffungskosten vermindert um allfällige Abschreibungen auf den niedrigeren beizulegenden Wert am Abschlussstichtag angesetzt.

2.3 Aktive Rechnungsabgrenzungsposten

Als Rechnungsabgrenzungsposten werden Ausgaben vor dem Abschlussstichtag ausgewiesen, soweit sie Aufwand für eine bestimmte Zeit nach diesem Tag darstellen. Die aktive Rechnungsabgrenzung beinhaltet Disagios im Zusammenhang mit der Aufnahme von Finanzverbindlichkeiten. Die Disagios werden über die Laufzeit der Verbindlichkeiten linear aufgelöst.

2.4 Aktive latente Steuern

Aktive latente Steuern werden auf Differenzen, die zwischen den unternehmensrechtlichen und steuerrechtlichen Wertansätzen von Vermögensgegenständen, Rückstellungen, Verbindlichkeiten und Rechnungsabgrenzungsposten bestehen, die sich in späteren Geschäftsjahren voraussichtlich abbauen, angesetzt. Die Bewertung der latenten Steuern erfolgt mit dem Steuersatz von 23 % (2024: 23 %) ohne Berücksichtigung einer Abzinsung. Für steuerliche Verlustvorträge wurden keine aktiven latenten Steuern gebildet.

2.5 Rückstellungen

Rückstellungen werden nach dem Grundsatz der unternehmerischen Vorsicht in Höhe des voraussichtlichen Erfüllungsbetrages gebildet, der bestmöglich geschätzt wurde.

Die Pensionsrückstellungen werden gemäß der Stellungnahme 27 des Austrian Financial Reporting and Auditing Committee (AFRAC) „Personalarückstellungen (UGB)“, Stand Juni 2022, bilanziert. Bei der Berechnung, die nach dem Anwartschaftsbarwertverfahren („Projected Unit Credit Method“) erfolgt, werden zukünftige Lohn- und Gehaltssteigerungen in Form einer langfristigen Prognose berücksichtigt. Der Zinssatz wird nach dem aktuellen langfristigen Zinssatz am Kapitalmarkt zum Bilanzstichtag bemessen.

Der Berechnung der Pensionsrückstellungen werden das frühestmögliche Anfallsalter für die (vorzeitige) Alterspension gemäß Pensionsreform 2004 (Budgetbegleitgesetz 2003) unter Berücksichtigung der Übergangsregelungen sowie die biometrischen Richttafeln AVÖ 2018-P „Angestellte“ – Rechnungsgrundlage für Pensionsversicherung (2024: AVÖ 2018-P „Angestellte“ – Rechnungsgrundlage für Pensionsversicherung) zugrunde gelegt. Für Vorstandsmitglieder wird ausschließlich auf die Dauer des Vorstandsmandats abgestellt.

Pensionszusagen, die durch verpfändete Rückdeckungsversicherungen gedeckt sind und für die die Gesellschaft wirtschaftlich somit kein Risiko trägt, werden in der Bilanz saldiert ausgewiesen.

Bei der Bilanzierung der Rückstellung für Pensionen, sowie der sonstigen langfristigen personenbezogenen Verpflichtungen wird vom Wahlrecht, die rechnermäßigen Zinsen im Finanzergebnis auszuweisen, Gebrauch gemacht.

2.6 Verbindlichkeiten

Die Verbindlichkeiten sind mit ihrem Erfüllungsbetrag angesetzt.

2.7 Währungsumrechnung

Fremdwährungsforderungen sowie die Zahlungsmittel in Fremdwährungen sind mit dem Anschaffungskurs bzw. dem niedrigeren Devisenkurs zum Bilanzstichtag bewertet worden.

Die Fremdwährungsverbindlichkeiten sind mit dem Anschaffungskurs bzw. dem höheren Devisenkurs zum Bilanzstichtag bewertet worden.

3 ERLÄUTERUNGEN ZU EINZELNEN POSTEN DER BILANZ UND GEWINN- UND VERLUSTRECHNUNG

Bilanz

3.1 Anlagenspiegel gemäß § 226 UGB

(in EUR)	Anschaffungs- bzw. Herstellungskosten				Kumulierte Abschreibungen						
	Stand 01.01.2025	Zugänge 2025	Abgänge 2025	Umbuchung 2025	Stand 31.12.2025	Stand 01.01.2025	Zugänge 2025	Abgänge 2025	Stand 31.12.2025	Buchwert 31.12.2025	Buchwert 31.12.2024
I. Immaterielle Vermögensgegenstände											
1. Konzessionen, gewerbliche Schutzrechte und ähnliche Rechte und Vorteile sowie daraus abgeleitete Lizenzen	17.647,08	0,00	0,00	0,00	17.647,08	8.823,48	1.764,72	0,00	10.588,20	7.058,88	8.823,60
Summe I	17.647,08	0,00	0,00	0,00	17.647,08	8.823,48	1.764,72	0,00	10.588,20	7.058,88	8.823,60
II. Sachanlagen											
1. Grundstücke, grundstücksgleiche Rechte und Bauten, einschließlich der Bauten auf fremdem Grund											
a) Grundwert	577.352,82	0,00	0,00	0,00	577.352,82	0,00	0,00	0,00	0,00	577.352,82	577.352,82
b) Gebäudewert	2.659.935,45	0,00	0,00	0,00	2.659.935,45	1.750.709,75	64.174,17	0,00	1.814.883,92	845.051,53	909.225,70
2. Andere Anlagen, Betriebs- und Geschäftsausstattung ¹⁾	446.433,90	21.107,94	6.332,83	0,00	461.209,01	194.937,39	65.460,32	6.332,83	254.064,88	207.144,13	251.496,51
Summe II	3.683.722,17	21.107,94	6.332,83	0,00	3.698.497,28	1.945.647,14	129.634,49	6.332,83	2.068.948,80	1.629.548,48	1.738.075,03
Summe I und II	3.701.369,25	21.107,94	6.332,83	0,00	3.716.144,36	1.954.470,62	131.399,21	6.332,83	2.079.537,00	1.636.607,36	1.746.898,63
III. Finanzanlagen											
1. Anteile an verbundenen Unternehmen	304.066.939,31	0,00	0,00	30.541.222,00	334.608.161,31	0,00	0,00	0,00	0,00	334.608.161,31	304.066.939,31
2. Ausleihungen an verbundene Unternehmen	1.605.967.675,00	609.034.222,00	37.518.144,32	(30.541.222,00)	2.146.942.530,68	0,00	0,00	0,00	0,00	2.146.942.530,68	1.605.967.675,00
3. Beteiligungen	494.917,78	0,00	0,00	0,00	494.917,78	0,00	0,00	0,00	0,00	494.917,78	494.917,78
4. Wertpapiere (Wertrechte) des Anlagevermögens	778.666,00	410.852,02	331.607,60	13.949,58	871.860,00	0,00	0,00	0,00	0,00	871.860,00	778.666,00
Summe III	1.911.308.198,09	609.445.074,02	37.849.751,92	13.949,58	2.482.917.469,77	0,00	0,00	0,00	0,00	2.482.917.469,77	1.911.308.198,09
Gesamt	1.915.009.567,34	609.466.181,96	37.856.084,75	13.949,58	2.486.633.614,13	1.954.470,62	131.399,21	6.332,83	2.079.537,00	2.484.554.077,13	1.913.055.096,72

¹⁾ Im Jahr 2025 sind geringwertige Vermögensgegenstände in Höhe von EUR 3.932,00 zu- und abgegangen.

3.2 Aufgliederung der Anteile an verbundenen Unternehmen

(in EUR)	31.12.2025	Geschäftsjahr 2024	
	Anteil in %	Eigenkapital	Jahresergebnis
Lokalbahn Payerbach-Hirschwang Gesellschaft m.b.H., Reichenau/Rax (AUT) ¹⁾	100,00	4.604.128,08	k. A
MM Service GmbH, Wien (AUT) ¹⁾	100,00	22.318.882,58	k. A
MM BOARD & PAPER GmbH, Wien (AUT) ¹⁾	100,00	178.993.443,84	k. A
MM PACKAGING GmbH, Wien (AUT) ¹⁾	100,00	632.726.385,50	k. A

¹⁾ Hinsichtlich der Angabe der Jahresergebnisse wird von der Schutzklausel gemäß § 242 Abs. 2 UGB Gebrauch gemacht.

Der Beteiligungsansatz an der MM PACKAGING GmbH hat sich aufgrund von Übertragungen aus Kreditverpflichtungen und dem daraus resultierenden Forderungsverzicht der Mayr-Melnhof Karton Aktiengesellschaft um EUR 30.541.222,00 im Geschäftsjahr 2025 erhöht.

3.3 Ausleihungen an verbundene Unternehmen

Der Posten Ausleihungen an verbundene Unternehmen weist einen Betrag in Höhe von EUR 2.146.942.530,68 (31. Dezember 2024: EUR 1.605.967.675,00) auf. Davon entfallen EUR 940.000.000,00 (31. Dezember 2024: EUR 940.000.000,00) auf die MM BOARD & PAPER GmbH, EUR 269.723.630,68 (31. Dezember 2024: EUR 294.541.775,00) auf die MM PACKAGING GmbH und der übrige Betrag auf Tochter- und Enkelgesellschaften. Vom Gesamtbetrag sind EUR 4.703.583,04 (31. Dezember 2024: EUR 23.500.000,00) innerhalb eines Jahres fällig.

3.4 Wertpapiere (Wertrechte) des Anlagevermögens

Unter Wertpapiere (Wertrechte) des Anlagevermögens sind Rückdeckungsversicherungen ausgewiesen, die auf Grund von Umgliederungen nicht mehr mit der Verpflichtung saldiert werden, sowie solche, die im Wesentlichen zugunsten der Pensionsberechtigten verpfändet sind. Die verpfändeten Rückdeckungsversicherungen sind bis zur Vermögensobergrenze mit den Pensionsverpflichtungen saldiert ausgewiesen.

3.5 Forderungen

Zum 31. Dezember gliedern sich die Forderungen wie folgt:

(in EUR)	31.12.2025	31.12.2024
1. Forderungen gegenüber verbundenen Unternehmen		
a) aus Lieferungen und Leistungen	3.150.691,83	9.162.030,50
b) aus sonstigen Forderungen	203.791.978,61	533.377.512,47
	206.942.670,44	542.539.542,97
2. Sonstige Forderungen und Vermögensgegenstände	1.905.397,86	594.511,04
Gesamt	208.848.068,30	543.134.054,01

Unter den sonstigen Forderungen gegenüber verbundenen Unternehmen sind auch Forderungen aus Cash Pooling-Vereinbarungen in Höhe von EUR 201.622.904,17 (31. Dezember 2024: EUR 532.369.514,57) ausgewiesen, wobei die Mayr-Melnhof Karton Aktiengesellschaft für drei Euro Cash Pools als Cash Pool Leader fungiert.

Die Cash Pool Forderungen gegenüber Süperpak Ambalaj Sanayi ve Ticaret A.S. in Höhe von EUR 22.727.987,34 (2024: EUR 10.841.262,77) und jene der MM Packaging Sarreguemines SARL in Höhe von EUR 2.594.907,54 (2024: EUR 431.241,61) wurden im Geschäftsjahr 2025 komplett wertberichtigt, da eine Rückzahlung nicht wahrscheinlich ist.

Der Aufwand in Höhe von EUR 25.322.894,88 (2024: EUR 16.978.254,56) ist unter den sonstigen betrieblichen Aufwendungen ausgewiesen.

Die im Jahr 2024 vorgenommene Wertberichtigung der Cash Pool Forderungen gegenüber MM Kotkamills Wood Oy in Höhe von EUR 7.696.948,52 wurde 2025 aufgrund der Verschmelzung der Gesellschaft mit MM Kotkamills Absorbex Oy zur Gänze, und jene der Fiber Packaging S.A.U. in Höhe von EUR 9.281.306,04 um EUR 6.244.429,83 wieder aufgeholt, da sich hier die Cash Pool Forderung auf EUR 3.036.876,21 (2024: EUR 12.281.306,04) verringert hat.

Der Ertrag in Höhe von EUR 13.941.378,35 (2024: EUR 0,00) ist unter den sonstigen betrieblichen Erträgen ausgewiesen.

Weiters sind in den sonstigen Forderungen gegenüber verbundenen Unternehmen Forderungen aus Steuerumlagen in Höhe von EUR 2.024.294,14 (31. Dezember 2024: EUR 942.226,37) sowie Forderungen aus dem konzerninternen Clearing („IC-Netting“) in Höhe von EUR 29.674,15 (31. Dezember 2024: EUR 15.677,71) enthalten.

Wie im Vorjahr sind in den sonstigen Forderungen und Vermögensgegenständen Erträge von unwesentlicher Höhe enthalten, welche erst nach dem Bilanzstichtag zahlungswirksam werden.

3.6 Wertpapiere und Anteile

Unter den Wertpapieren und Anteilen sind Anteile an Geldmarktfonds zur kurzfristigen Veranlagung in Höhe von EUR 80.027.960,00 (31. Dezember 2024: EUR 95.006.272,33), die wiederum fast ausschließlich in verzinsliche Wertpapiere und Geldmarktinstrumente investieren, ausgewiesen.

3.7 Latente Steuern

Der latente Steueranspruch aus dem Saldo der aktiven und passiven latenten Steuern beträgt zum 31. Dezember 2025 EUR 604.861,00 (31. Dezember 2024: EUR 606.990,00).

Die aktiven latenten Steuern wurden auf Unterschiede zwischen dem steuerlichen und unternehmensrechtlichen Wertansatz zum Bilanzstichtag, unter Zugrundelegung eines Körperschaftsteuersatzes von 23 % (31. Dezember 2024: 23 %), für folgende Posten gebildet:

	2025		2024	
	Aktive latente Steuern	Passive latente Steuern	Aktive latente Steuern	Passive latente Steuern
Rückstellungen für Pensionen	X		X	

Die aktiven latenten Steuern entwickelten sich wie folgt:

(in EUR)	2025	2024
Aktive latente Steuern 01.01.	606.990,00	702.464,89
Auflösung	(2.129,00)	(95.474,89)
Zuführung		
Aktive latente Steuern 31.12.	604.861,00	606.990,00

3.8 Eigenkapital

Grundkapital

Das Grundkapital in Höhe von EUR 80.000.000,00 ist in 20.000.000 Stück nennbetragslose Stückaktien aufgeteilt, von denen jede am Grundkapital in gleichem Umfang beteiligt ist.

Aktienrückkaufprogramm Grundkapital

Der Vorstand wurde in der 30. Ordentlichen Hauptversammlung vom 24. April 2024 ermächtigt, eigene Aktien im Ausmaß von bis zu 10 % des Grundkapitals mit Wirksamkeit bis 24. Oktober 2026 zu erwerben.

Von dieser Ermächtigung hat der Vorstand am 23. Dezember 2024 Gebrauch gemacht. Es wurde beschlossen, eigene Inhaberstammaktien der Mayr-Melnhof Karton Aktiengesellschaft zum Marktpreis über die Wiener Börse sowie außerbörslich zu erwerben. Das Rückerwerbsprogramm hat am 3. Januar 2025 (einschließlich) begonnen und ist bis zum 23. Dezember 2025 (einschließlich) gelaufen. Der geringste beim Rückerwerb zu leistende Gegenwert durfte EUR 10,00 je Aktie nicht unterschreiten; der höchste beim Rückerwerb zu leistende Gegenwert durfte EUR 80,00 je Aktie nicht überschreiten. Beabsichtigt war der Rückerwerb von insgesamt bis zu 1.000.000 Aktien, somit bis zu ca. 5 % des Grundkapitals der Mayr-Melnhof Karton Aktiengesellschaft entweder über die Börse oder in einem Volumen von bis zu 600.000 Aktien, somit bis zu ca. 3 % des Grundkapitals der Mayr-Melnhof Karton Aktiengesellschaft, außerbörslich.

Ein Kreditinstitut wurde mit der Durchführung des Aktienrückerwerbes über die Börse beauftragt.

In dem Geschäftsjahr 2025 hat der Konzern 569.019 Stück eigene Aktien für EUR 41.227.104,20 erworben. Die eigenen Anteile werden zu Anschaffungskosten bewertet und als negativer Posten im Eigenkapital (siehe Entwicklung des Eigenkapitals) ausgewiesen.

Darüber hinaus wurde der Vorstand durch die 30. Ordentliche Hauptversammlung gemäß § 169 AktG bis zum 28. Juni 2029 ermächtigt, mit Zustimmung des Aufsichtsrates, das Grundkapital von derzeit EUR 80.000.000,00 um bis zu weitere EUR 8.000.000,00 durch Ausgabe von bis zu 2.000.000 Stück neuen auf Inhaber lautenden Stückaktien der Gesellschaft gegen Bar- und/oder Sacheinlagen samt Ausschluss des Bezugsrechtes zu erhöhen. Von dieser Ermächtigung hat der Vorstand bisher keinen Gebrauch gemacht.

Aufgrund der vertraglich vereinbarten Rücknahme von eigenen Aktien hat sich das Grundkapital im Geschäftsjahr 2025 in Höhe des Nennwerts dieser Aktien von EUR 80.000.000,00 auf EUR 77.723.924,00 reduziert.

(in EUR)	2025
Nennbetrag eigener Aktien	2.276.076,00
Anschaffungskosten	41.227.104,20

Der Unterschiedsbetrag zwischen dem Nennwert und den Anschaffungskosten beträgt EUR 38.951.028,20 und wurde gemäß §229 Abs. 1a UGB mit den freien Gewinnrücklagen verrechnet.

Entwicklung der Rücklagen:

(in EUR)	01.01.2025	Zuweisung	Abgang	Verrechnung Unterschieds- betrag	31.12.2025
	EUR	EUR		EUR	EUR
Grundkapital	80.000.000,00				80.000.000,00
Nennbetrag eigener Aktien	0,00			(2.276.076,00)	(2.276.076,00)
Ausgegebenes Kapital	80.000.000,00			(2.276.076,00)	77.723.924,00
Kapitalrücklagen					
1. Gebundene Rücklage	172.658.448,08				172.658.448,08
2. Rücklage für eigene Anteile	0,00			2.276.076,00	2.276.076,00
	172.658.448,08	0,00	0,00	2.276.076,00	174.934.524,08
Gewinnrücklagen					
1. Andere Rücklagen (freie)	659.483.920,63	511.444.258,83	(2.276.076,00)	(38.951.028,20)	1.129.701.075,26
	659.483.920,63	511.444.258,83	(2.276.076,00)	(38.951.028,20)	1.129.701.075,26
Rücklagen gesamt	832.142.368,71	511.444.258,83	(2.276.076,00)	(36.674.952,20)	1.304.635.599,34

3.9 Rückstellungen

Pensionsverpflichtungen

Die Rechenparameter zu den jeweiligen Stichtagen stellen sich wie folgt dar:

(in %)	31.12.2025	31.12.2024
	Pensionen	Pensionen
Abzinsungsfaktor	4,10 %	3,50 %
Langfristige Gehaltssteigerungsraten	3,00 %	3,00 %
Langfristige Rentensteigerungsraten	2,50 %	2,50 %

Versicherungsmathematische Gewinne bzw. Verluste, die sich aufgrund von Änderungen im Bestand der Versorgungsberechtigten und Abweichungen der tatsächlichen Entwicklung gegenüber den der Berechnung zugrunde gelegten Annahmen ergeben, werden zur Gänze erfolgswirksam erfasst.

Die Anwartschaftsbarwerte betreffend Pensionsverpflichtungen sowie die Überleitungen zum bilanzierten Rückstellungsbetrag stellen sich wie folgt dar:

(in EUR)	Pensionen
Bilanzierte langfristige Rückstellung 31.12.2024	7.284.521,56
Zuführung Dienstzeitaufwand 2025	250.829,54
Zuführung Zinsaufwand 2025	204.282,00
Auszahlungen 2025	(1.260.613,34)
Versicherungsmathematische Verluste bzw. (Gewinne) 2025	781.839,00
Bilanzierte langfristige Rückstellung 31.12.2025	7.260.858,76
Deckungskapital	(6.522.119,05)
Saldierte Pensionsverpflichtung	738.739,71

(in EUR)	Pensionen
Bilanzierte langfristige Rückstellung 31.12.2023	7.478.976,28
Zuführung Dienstzeitaufwand 2024	191.324,28
Zuführung Zinsaufwand 2024	205.647,00
Auszahlungen 2024	(1.218.422,00)
Versicherungsmathematische Verluste bzw. (Gewinne) 2024	626.996,00
Bilanzierte langfristige Rückstellung 31.12.2024	7.284.521,56
Deckungskapital	(6.525.238,56)
Saldierte Pensionsverpflichtung	759.283,00

Der Zinsaufwand ist unter dem Posten „Zinsen und ähnliche Aufwendungen“ im Finanzergebnis ausgewiesen.

Der Wert der Ansprüche aus der Rückdeckungsversicherung beträgt EUR 6.522.119,05 (31. Dezember 2024: EUR 6.525.238,56). Die Ansprüche aus der Rückdeckungsversicherung wurden an die Anspruchsberechtigten verpfändet und daher, unter Beachtung der Vermögensobergrenze, mit der entsprechenden Gesamtpensionsverpflichtung in Höhe von EUR 7.260.858,76 (31. Dezember 2024: EUR 7.284.521,56) saldiert.

Sonstige Rückstellungen

Neben der Rückstellung für die Vorstandsbezüge in Höhe von EUR 7.082.170,62 (31. Dezember 2024: EUR 6.906.822,20), die die variablen Vorstandsbezüge und die kumulierten langfristigen Vergütungszusagen beinhalten, sind in den sonstigen Rückstellungen im Wesentlichen Rückstellungen für nicht konsumierte Urlaube, Rechts-, Prüfungs- und Beratungsaufwand und die Vergütung für die Aufsichtsrats Tätigkeit ausgewiesen. Von der Rückstellung für die variablen Vorstandsbezüge sind EUR 1.018.407,17 (31. Dezember 2024: EUR 673.587,33) langfristig.

3.10 Verbindlichkeiten

Zum 31. Dezember gliedern sich die Verbindlichkeiten wie folgt:

(in EUR)	31.12.2025	Davon Restlaufzeit über 5 Jahre	31.12.2024	Davon Restlaufzeit über 5 Jahre
1. Verbindlichkeiten gegenüber Kreditinstituten	1.210.000.000,00	610.125.000,00	1.411.875.000,00	642.000.000,00
2. Verbindlichkeiten aus Lieferungen und Leistungen	217.663,50	0,00	316.336,48	0,00
3. Verbindlichkeiten gegenüber verbundenen Unternehmen				
a) aus Lieferungen und Leistungen	1.493.111,10	0,00	26.276,07	0,00
b) aus sonstigen Verbindlichkeiten	293.300.182,39	0,00	260.793.935,94	0,00
	294.793.293,49	0,00	260.820.212,01	0,00
4. Sonstige Verbindlichkeiten				
a) Steuern	6.144,46	0,00	5.793,58	0,00
b) Soziale Sicherheit	10.047,24	0,00	9.873,17	0,00
c) Übrige	12.618.180,56	0,00	15.618.831,20	0,00
	12.634.372,26	0,00	15.634.497,95	0,00
Gesamt	1.517.645.329,25	610.125.000,00	1.688.646.046,44	642.000.000,00

Die Verbindlichkeiten gegenüber Kreditinstituten bestehen aus Darlehen in Form von Kreditverträgen, Schuldscheinen und Namensschuldverschreibungen in Höhe von EUR 1.210.000.000 (31. Dezember 2024: EUR 1.411.875.000,00). Die Laufzeiten der zu marktüblichen Konditionen verzinsten Darlehen betragen zwischen 1 und 15 Jahren.

Unter den sonstigen Verbindlichkeiten gegenüber verbundenen Unternehmen sind auch Verbindlichkeiten aus den Cash Pooling-Vereinbarungen in Höhe von EUR 288.062.399,57 (31. Dezember 2024: EUR 254.950.993,30) enthalten, wobei die Mayr-Melnhof Karton Aktiengesellschaft für drei Euro Cash Pools als Cash Pool Leader fungiert.

Weiters sind hier sonstige Verbindlichkeiten aus Steuerumlagen in Höhe von EUR 5.403.064,89 (31. Dezember 2024: EUR 5.851.157,59) sowie Forderungen aus dem konzerninternen Clearing („IC-Netting“) in Höhe von EUR 19.696,66 (31.12.2024: Verbindlichkeiten EUR 12.009,90) ausgewiesen.

Der in den übrigen sonstigen Verbindlichkeiten enthaltene abgegrenzte Betrag für Schuldscheindarlehen betreffende Zinsen beträgt EUR 12.130.576,70 (31. Dezember 2024: EUR 14.939.588,05).

In den sonstigen Verbindlichkeiten sind Aufwendungen in Höhe von EUR 12.617.703,62 (31. Dezember 2024: EUR 15.618.354,25) enthalten, welche erst nach dem Bilanzstichtag zahlungswirksam werden.

Es gibt keine dinglichen Sicherheiten.

Gewinn- und Verlustrechnung

3.11 Finanzerfolg

Das Finanzergebnis umfasst die Erträge und Aufwendungen aus Beteiligungen, aus sonstigen Wertpapieren und Ausleihungen des Finanzanlagevermögens, sonstige Zinsen und ähnliche Erträge sowie Zinsaufwendungen und ähnliche Aufwendungen.

Als Holdinggesellschaft erzielt das Unternehmen überwiegend Erträge aus konzerninternen und externen Beteiligungen sowie aus der Finanzierung verbundener Unternehmen.

Das Finanzergebnis beträgt EUR 568.436.126,58 (2024: EUR 178.823.720,39).

Die Veränderung resultiert im Wesentlichen aus höheren Gewinnausschüttungen von verbundenen Unternehmen sowie niedrigeren Zinsaufwendungen für Bankkredite auf Grund von vorzeitigen Tilgungen und einem niedrigeren Zinsniveau

3.12 Nettoerlöse nach geografischen Märkten

(in EUR)	2025	2024
Verbundene Unternehmen		
Österreich	17.221.575,11	16.602.056,78
Andere EU-Länder	945.183,63	1.085.859,20
Nicht EU-Länder	241.828,36	184.767,19
Gesamt	18.408.587,10	17.872.683,17

3.13 Personalaufwand

Die in Aufwendungen für Leistungen an betriebliche Mitarbeitervorsorgekassen enthaltenen Beiträge weisen EUR 131.385,22 (2024: EUR 80.400,15) auf.

Die Aufwendungen an ausgelagerte Einheiten in Form von beitragsorientierten Plänen betragen EUR 240.000,02 (2024: EUR 203.000,02).

3.14 Sonstige betriebliche Aufwendungen

Die sonstigen betrieblichen Aufwendungen beinhalten im Wesentlichen die Wertberichtigung der Cash Pool Forderungen, siehe dazu die Ausführungen im Kapitel 3.5.

Zu den Aufwendungen, die im Geschäftsjahr auf die Tätigkeit des Abschlussprüfers entfallen, wird auf die Angaben im Konzernabschluss zum 31. Dezember 2025 der Mayr-Melnhof Karton Aktiengesellschaft verwiesen.

3.15 Steuern vom Einkommen und vom Ertrag

Im Dezember 2005 hat die Gesellschaft als Gruppenträger einen Antrag auf Feststellung einer Unternehmensgruppe gemäß § 9 Abs. 8 KStG 1988 mit nachfolgend angeführten verbundenen Unternehmen als Gruppenmitglieder zum Zwecke der Gruppenbesteuerung ab dem Veranlagungsjahr 2005 eingebracht. Es wurde ein Steuerumlagevertrag abgeschlossen, der die Belastungsmethode vorsieht.

Mit Bescheid vom 01. September 2025 endete die Zugehörigkeit der free-com solutions GmbH an der Unternehmensgruppe.

Die aktuellen Gruppenmitglieder im Inland sind:

MM BOARD & PAPER GmbH, Wien
MM Board & Paper Sales GmbH, Wien
MM Frohnleiten GmbH, Frohnleiten
MM Neupack GmbH, Reichenau an der Rax
MM PACKAGING GmbH, Wien
MM Premium Vienna GmbH, Wien
MM Service GmbH, Wien

Die aktuellen Gruppenmitglieder im Ausland sind:

MM Kotkamills Oy, Kotka
MM Kwidzyn Sp. z o.o., Kwidzyn
MM Količevo d.o.o., Domžale
MM Neuss GmbH, Neuss

Aufgrund des Steuerumlagevertrages zwischen den inländischen Gesellschaften wurden im Geschäftsjahr 2025 EUR 6.428.550,76 (2024: EUR 36.752.453,74) an die Gruppenmitglieder weiterverrechnet.

In der Steuerberechnung wurde der steuerliche Verlust der MM Kwidzyn Sp. z.o.o. berücksichtigt. Die Steuern vom Einkommen und vom Ertrag weisen im Jahr 2025 einen Aufwand von EUR 8.802.858,72 (2024: Ertrag EUR 23.760.018,75) auf.

Es wurde der Maximalbetrag an verwertbaren ausländischen Verlusten für die Berechnung der Körperschaftsteuer berücksichtigt.

Von dem Wahlrecht gemäß §198 Abs. 9 UGB, für steuerliche Verlustvorträge von Gruppemitgliedern einen Posten für aktive latente Steuern zu bilden, wurde kein Gebrauch gemacht.

Für den Steuerertrag in Höhe von EUR 5.547.006,00 aus 2023 sowie EUR 8.123.797,37 aus 2025 auf den verwerteten Verlust der polnischen Gesellschaft MM Kwidzyn Sp. z o.o. wurde im Rahmen der österreichischen Steuergruppe keine Rückstellung gebildet, da die Nachversteuerung erst beim Ausscheiden aus der österreichischen Steuergruppe bzw. bei der Liquidation der polnischen Gesellschaft erfolgen würde.

Dieser Tatbestand liegt in der Verfügungsmacht des Konzerns und ist aus heutiger Sicht nicht absehbar.

Der Konzern fällt in den Anwendungsbereich der OECD-Säule-2-Modellregeln („Pillar Two“), der sogenannten globalen Mindestbesteuerung. Die Pillar Two-Gesetzgebung ist seit dem 1. Januar 2024 in Österreich in Kraft.

Der Konzern unterliegt zum Berichtszeitpunkt einer zusätzlichen Steuerbelastung aufgrund von Pillar Two. Der Konzern wendet die verpflichtende Ausnahmeregelung von der Bilanzierung latenter Steuern im Zusammenhang mit Pillar Two-Ertragsteuern an.

Gemäß den Pillar Two-Regelungen muss der Konzern je Land eine Zusatzsteuer (Top-up Tax) in Höhe der Differenz zwischen dem Effektivsteuersatz und dem Mindeststeuersatz von 15 % zahlen. Der effektive Steuersatz des Konzerns im Berichtszeitpunkt liegt über dem globalen Mindeststeuersatz von 15 %.

Für den Berichtszeitraum 2025 ergibt sich, dass Konzerngesellschaften in einigen Ländern ansässig sind, in denen der effektive Steuersatz unter 15 % liegt. Für einige Länder, in denen der effektive Steuersatz unter 15 % beträgt, muss der Konzern in Österreich eine sogenannte Top-up Tax leisten. Dies betrifft Jurisdiktionen, die das Pillar Two-Modell im Berichtszeitraum nicht umgesetzt haben.

Der Konzern hat sich für die Anwendung des „Safe-Harbour-Tests“ (Transitional Country by Country Report – CbCR) entschieden, d.h., die GloBE (Global Anti-Base Erosion)-Aufstockungssteuer in einem Land ist gleich null, wenn eine der folgenden Bedingungen erfüllt ist:

1. **De-Minimis-Test:** Das Land hat CbCR-Einnahmen von weniger als EUR 10 Mio. und einen CbCR-Gewinn/Verlust vor Steuern von weniger als EUR 1 Mio.
2. **Vereinfachte Berechnung des Effektivsteuersatzes:** Der effektive Steuersatz wird vereinfacht anhand des im CbCR ausgewiesenen Gewinns/Verlusts vor Steuern und des im Jahresabschluss ausgewiesenen Ertragsteueraufwands berechnet. Von dem im Jahresabschluss ausgewiesenen Ertragsteueraufwand werden etwaige unsichere Steuerpositionen abgezogen.
Der Test gilt als erfüllt, wenn die multinationale Unternehmensgruppe in dem jeweiligen Steuergebiet einen vereinfachten, effektiven Steuersatz aufweist, der zumindest dem für das jeweilige Jahr geltenden Übergangssteuersatz („Transition Rate“) entspricht. Der Übergangssteuersatz beträgt für das Geschäftsjahr 2025 16 %.
3. **Routinegewinn-Test:** Der Gewinn vor Steuern aus dem CbCR ist kleiner oder gleich dem unter den GloBE-Bestimmungen als Substanzausnahme freigestellten Betrag (Substance Based Income Exclusion – SBIE). Der SBIE setzt sich aus 9,6 % der gebuchten Lohnsumme und 7,6 % der Buchwerte materieller Wirtschaftsgüter des Anlagevermögens zusammen.

Infolge der Berechnung des „Safe-Harbour-Tests“ erfüllen im Geschäftsjahr 2025 Irland, Puerto Rico, Philippinen² und Iran keine der oben genannten Bedingungen. Die Türkei und die Schweiz haben im Jahr 2024 keine der Bedingungen des „Safe-Harbour-Test“ erfüllt und müssen somit auch im Jahr 2025 eine Pillar II Top-up Tax abführen.

¹ OECD (2022), Safe Harbours and Penalty Relief: Global Anti-Base Erosion Rules (Pillar Two), OECD/G20 Inclusive Framework on BEPS, OECD Publishing, Paris.

² Philippinische Gesellschaften sind bis zu ihrem Verkauf im Juni 2025 inkludiert.

Es ist anzumerken, dass die Jurisdiktionen Puerto Rico, Philippinen und Iran die Regeln der Pillar Two noch nicht in ihre nationale Gesetzgebung umgesetzt haben. Aus diesem Grund ist die Mayr-Melnhof Karton Aktiengesellschaft als oberste Konzerngesellschaft verpflichtet, die Top-up Tax dieser Jurisdiktionen nach der im österreichischen Mindestbesteuerungsgesetz enthaltenen nationalen Ergänzungssteuer (Income Inclusion Rule, IIR) zu berechnen und abzuführen. Im Geschäftsjahr 2025 ergibt sich für die Mayr-Melnhof Karton Aktiengesellschaft eine Top-up Tax in Höhe von EUR 727.994,23 (2024: EUR 1.096.844,00).

Konzerngesellschaften in den Steuergebieten Schweiz, Irland und Türkei sind verpflichtet, die entsprechende Top-up Tax gemäß ihren nationalen GloBE Pillar Two-Vorschriften in Höhe von EUR 220.000,00 (2024: 375.000,00) abzuführen.

Diese Angaben beruhen auf den im Rahmen der Erstellung des Konzernabschlusses ermittelten Gewinnen und Steueraufwendungen nach dem Konzernrechnungslegungsstandard.

3.16 Ergebnisverwendung

Der Vorstand schlägt vor, aus dem Bilanzgewinn in Höhe von EUR 100.000.000,00 eine Dividende von EUR 2,00 je Aktie auszuschütten.

4 SONSTIGE ANGABEN

4.1 Haftungen

Die Mayr-Melnhof Karton Aktiengesellschaft hat am 05. Februar 2025 gegenüber der MM Neuss GmbH und am 06. März 2025 gegenüber der MM Graphia Beteiligungs- und Verwaltungs GmbH und der MM Packaging Beteiligungs- und Verwaltungs GmbH eine Einstandserklärung abgegeben. Die Mayr-Melnhof Karton Aktiengesellschaft verpflichtet sich, dass die Gesellschaften in der Weise geleitet und finanziell ausgestattet werden, dass sie stets in der Lage sind, ihren bis zum Abschlussstichtag (31.12.2024) eingegangenen Verpflichtungen im Geschäftsjahr 2025 nachzukommen. Mit der Abgabe der Einstandserklärung wird der Jahresabschlussherstellungsprozess für die drei Gesellschaften optimiert.

4.2 Angaben über Organe und Mitglieder

Die Gesellschaft beschäftigt keine Arbeitnehmer.

Bezüge des Vorstandes

An die aktiven Vorstandsmitglieder wurden die nachfolgend dargestellten Vergütungen gewährt:

(in EUR)	2025	2024
von der Gesellschaft	8.988.433,00	7.986.414,00
davon		
a) fixe Bezüge	3.098.192,00	2.710.726,00
b) variable Vergütung	5.890.241,00	5.275.688,00
Gesamt	8.988.433,00	7.986.414,00

An ehemalige Vorstandsmitglieder wurden im Geschäftsjahr 2025 Leistungen nach Beendigung des Dienstverhältnisses in Höhe von insgesamt EUR 1.260.613,00 (2024: EUR 1.417.804,00) gezahlt, hiervon EUR 0,00 (2024: EUR 199.766,00) an Dr. Andreas Blaschke.

Dr. Andreas Blaschke hat mit 31. Oktober 2022 sein Vorstandsmandat zurückgelegt. Der Anstellungsvertrag endete einvernehmlich mit 30. April 2023. Für den Zeitraum 1. Jänner bis 30. April 2023 wurden an Dr. Andreas Blaschke noch EUR 199.766,00 im Jahr 2024 als Karenzentschädigung ausbezahlt.

Für die Mitglieder des Vorstandes bestehen weder Vorschüsse noch Haftungen.

Bezüge des Aufsichtsrates

(in EUR)	2025	2024
von der Gesellschaft	768.720,00	740.014,00
Gesamt	768.720,00	740.014,00

Die Organe der Gesellschaft setzten sich im abgelaufenen Geschäftsjahr wie folgt zusammen:

Vorstand

- MMag. Peter OSWALD (Vorsitzender)
- Mag. Roman BILLIANI (Mitglied des Vorstandes)
- Mag. Franz HIESINGER (Mitglied des Vorstandes)

Aufsichtsrat

- Dr. Wolfgang EDER (Vorsitzender)
- Mag. Johannes GOESS-SAURAU (1. Stellvertretender Vorsitzender)
- Dr. Nikolaus ANKERSHOFEN (2. Stellvertretender Vorsitzender)
- Dr. Alexander LEEB (Mitglied des Aufsichtsrates)
- MMM Mag. Georg MAYR-MELNHOF (Mitglied des Aufsichtsrates)
- Mag. Ferdinand MAYR-MELNHOF-SAURAU, MSc (Mitglied des Aufsichtsrates)
- Univ.-Prof. Dr. Klaus RABEL (Mitglied des Aufsichtsrates)
- Andreas HEMMER (Arbeitnehmersvertreter) bis 30. April 2025
- Gerhard NOVOTNY (Arbeitnehmersvertreter)
- Gernot RILLING (Arbeitnehmersvertreter) ab 01. Mai 2025

4.3 Ereignisse nach dem Abschlussstichtag und weitere Informationen

Nach dem Bilanzstichtag sind keine Ereignisse eingetreten, die wesentliche Auswirkungen auf die Vermögens-, Finanz- und Ertragslage der Gesellschaft haben.

Wien, am 16. März 2026

Der Vorstand

Mayr-Melnhof Karton Aktiengesellschaft, Wien

MMag. Peter OSWALD e.h.

Mag. Roman BILLIANI e.h.

Mag. Franz HIESINGER e.h.

Bestätigungsvermerk

Bericht zum Jahresabschluss

Prüfungsurteil

Wir haben den beigefügten Jahresabschluss der Mayr-Melnhof Karton Aktiengesellschaft, Wien, bestehend aus der Bilanz zum 31. Dezember 2025, der Gewinn- und Verlustrechnung für das an diesem Stichtag endende Geschäftsjahr und dem Anhang, geprüft.

Nach unserer Beurteilung entspricht der Jahresabschluss den gesetzlichen Vorschriften und vermittelt ein möglichst getreues Bild der Vermögens- und Finanzlage zum 31. Dezember 2025 sowie der Ertragslage der Gesellschaft für das an diesem Stichtag endende Geschäftsjahr in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften.

Grundlage für das Prüfungsurteil

Wir haben unsere Abschlussprüfung in Übereinstimmung mit der EU-Verordnung Nr. 537/2014 (im Folgenden EU-VO) und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung durchgeführt. Diese Grundsätze erfordern die Anwendung der International Standards on Auditing (ISA). Unsere Verantwortlichkeiten nach diesen Vorschriften und Standards sind im Abschnitt „Verantwortlichkeiten des Abschlussprüfers für die Prüfung des Jahresabschlusses“ unseres Bestätigungsvermerks weitergehend beschrieben. Wir sind von der Gesellschaft unabhängig in Übereinstimmung mit den österreichischen unternehmensrechtlichen und berufsrechtlichen Vorschriften, und wir haben unsere sonstigen beruflichen Pflichten in Übereinstimmung mit diesen Anforderungen erfüllt. Wir sind der Auffassung, dass die von uns bis zum Datum des Bestätigungsvermerks erlangten Prüfungsnachweise ausreichend und geeignet sind, um als Grundlage für unser Prüfungsurteil zu diesem Datum zu dienen.

Besonders wichtige Prüfungssachverhalte

Besonders wichtige Prüfungssachverhalte sind solche Sachverhalte, die nach unserem pflichtgemäßen Ermessen am bedeutsamsten für unsere Prüfung des Jahresabschlusses des Geschäftsjahres waren. Diese Sachverhalte wurden im Zusammenhang mit unserer Prüfung des Jahresabschlusses als Ganzes und bei der Bildung unseres Prüfungsurteils hierzu berücksichtigt, und wir geben kein gesondertes Prüfungsurteil zu diesen Sachverhalten ab.

Unsere Darstellung dieser besonders wichtigen Prüfungssachverhalte haben wir wie folgt strukturiert:

- Sachverhalt
- Prüferisches Vorgehen und Erkenntnisse
- Verweis auf weitergehende Informationen

Bewertung der Anteile an verbundenen Unternehmen und der Ausleihungen an verbundene Unternehmen

Sachverhalt

Die unter den Finanzanlagen ausgewiesenen Anteile an verbundenen Unternehmen in Höhe von TEUR 334.608 und Ausleihungen an verbundene Unternehmen in Höhe von gesamt TEUR 2.146.943 stellen einen wesentlichen Anteil an den Aktiva der Gesellschaft dar (in Summe 82,3 % der Bilanzsumme). Bei den Anteilen an verbundenen Unternehmen handelt es sich im Wesentlichen um die Divisionsholdings. Die Ausleihungen bestehen ebenfalls gegenüber der Divisionsholdings bzw. indirekt gehaltene operative Gesellschaften der Gruppe. Finanzanlagen werden zu fortgeführten Anschaffungskosten bewertet und gemäß § 204 Abs. 2 UGB bei voraussichtlich dauernder Wertminderung auf den niedrigeren am Abschlussstichtag beizulegenden Wert abgewertet. Sowohl im Berichtsjahr als auch in den Vorjahren wurden keine außerplanmäßigen Abschreibungen vorgenommen.

Aufgrund der aktuellen marktwirtschaftlichen Unsicherheiten haben die gesetzlichen Vertreter der Gesellschaft die Anteile an verbundenen Unternehmen und die Ausleihungen an verbundene Unternehmen auf Werthaltigkeit überprüft. In die Ermittlung des beizulegenden Werts der Anteile an verbundenen Unternehmen und der Ausleihungen an verbundene Unternehmen fließen im Rahmen des angewendeten Discounted-Cashflow-Verfahrens zahlreiche bewertungsrelevante Annahmen in Bezug auf die seitens der gesetzlichen Vertreter erwarteten künftigen Zahlungsströme aus der Summe der in der jeweiligen Divisionsholding befindlichen Tochtergesellschaften („Free Cash Flows“, wie etwa Annahmen zu der Umsatz- und Profitabilitätsentwicklung, Entwicklung des Working Capitals, des geplanten Investitionsniveaus sowie die Wachstumsrate für die ewige Rente) ein, die mit erheblichen Schätzungsunsicherheiten und Ermessen verbunden sind. Der für die Ermittlung des beizulegenden Wertes heranzuziehende Kapitalisierungszinssatz (WACC) stellt einen wesentlichen Inputparameter dar und ist ebenfalls als stark ermessensbehaftet einzustufen.

Für den Abschluss besteht aufgrund dieser Schätzungsunsicherheiten das Risiko, dass die Anteile an verbundenen Unternehmen bzw. die Ausleihungen an verbundene Unternehmen nicht werthaltig sind. Aufgrund der genannten Schätzunsicherheiten und der erforderlichen Ermessensentscheidungen haben wir diesen Bereich als besonders wichtigen Prüfungssachverhalt identifiziert.

Im Geschäftsjahr 2025 kam es auf Basis der Bewertung der Anteile an verbundenen Unternehmen und der Ausleihungen an verbundenen Unternehmen zu keiner Erfassung von Wertminderungen.

Prüferisches Vorgehen und Erkenntnisse

Wir haben die Vorgehensweise der gesetzlichen Vertreter bezüglich der Werthaltigkeitsbeurteilung von Anteilen an verbundenen Unternehmen und Ausleihungen an verbundene Unternehmen dahingehend beurteilt, ob sie einen möglichen Abwertungsbedarf angemessen identifiziert.

Zur Prüfung der Werthaltigkeitsbeurteilung der Gesellschaft haben wir insbesondere das Bewertungsmodell an sich beurteilt und die wesentlichen Inputfaktoren bzw. die wesentlichen Werttreiber der beizulegenden Werte gewürdigt.

Unter teilweisem Einbezug unserer internen Bewertungsspezialisten haben wir überprüft, ob die gewählte Bewertungsmethode anerkannten Bewertungsgrundsätzen entspricht, und haben die seitens der Gesellschaft verwendeten Parameter (insbesondere geplante Zahlungsströme, Wachstumsraten, Entwicklung des Working Capitals, Investitionsniveau sowie Diskontierungszinssätze) mit den gesetzlichen Vertretern besprochen, mit unternehmensspezifischen Informationen bzw. industrierelevante Daten und Quellen verglichen und dahingehend beurteilt, ob sie anhand von historischen Daten plausibel und angemessen sind.

Die künftigen erwarteten Zahlungsströme für die Überprüfung der Werthaltigkeit der Anteile sowie der Ausleihungen gegenüber verbundenen Unternehmen wurden aus dem von den gesetzlichen Vertretern verabschiedeten und vom Aufsichtsrat genehmigten Budget 2026 abgeleitet. Zudem haben wir die Angemessenheit der Berechnung insbesondere durch Abstimmung mit allgemeinen und branchenspezifischen Markterwartungen beurteilt und die für die Bewertung relevante Zusammensetzung der Nettoverschuldung gewürdigt.

Das von der Gesellschaft eingesetzte Bewertungsmodell ist für die Überprüfung der Werthaltigkeit der Anteile an verbundenen Unternehmen bzw. der Ausleihungen an verbundene Unternehmen geeignet. Die der Ermittlung des beizulegenden Zeitwerts zugrunde liegenden Annahmen und Bewertungsparameter und die damit verbundenen Angaben sind plausibel und angemessen.

Verweis auf weitergehende Informationen

Weitergehende Informationen zu diesem besonders wichtigen Prüfungssachverhalt finden sich im Anhang des Jahresabschlusses zum 31. Dezember 2025 unter Anhangangabe 2.1 – Anlagevermögen in Unterpunkt „Finanzanlagen“ unter Abschnitt 2 „Bilanzierungs- und Bewertungsmethoden“ sowie unter Anhangangabe 3.1 – Anlagenspiegel gemäß § 226 UGB unter Abschnitt 3 „Erläuterungen zu einzelnen Posten der Bilanz und Gewinn- und Verlustrechnung“.

Sonstige Informationen

Die gesetzlichen Vertreter sind für die sonstigen Informationen verantwortlich. Die sonstigen Informationen umfassen alle Informationen im Geschäftsbericht, ausgenommen den Jahresabschluss, den Lagebericht und den Bestätigungsvermerk.

Unser Prüfungsurteil zum Jahresabschluss erstreckt sich nicht auf diese sonstigen Informationen, und wir geben dazu keine Art der Zusicherung.

Im Zusammenhang mit unserer Prüfung des Jahresabschlusses haben wir die Verantwortlichkeit, diese sonstigen Informationen zu lesen und dabei zu würdigen, ob die sonstigen Informationen wesentliche Unstimmigkeiten zum Jahresabschluss oder zu unseren bei der Abschlussprüfung erlangten Kenntnissen aufweisen oder anderweitig falsch dargestellt erscheinen.

Falls wir auf der Grundlage, der von uns zu den vor dem Datum dieses Bestätigungsvermerks erlangten sonstigen Informationen durchgeführten Arbeiten den Schluss ziehen, dass eine wesentliche falsche Darstellung dieser sonstigen Informationen vorliegt, sind wir verpflichtet, über diese Tatsache zu berichten. Wir haben in diesem Zusammenhang nichts zu berichten.

Verantwortlichkeiten der gesetzlichen Vertreter und des Prüfungsausschusses für den Jahresabschluss

Die gesetzlichen Vertreter sind verantwortlich für die Aufstellung des Jahresabschlusses und dafür, dass dieser in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage der Gesellschaft vermittelt. Ferner sind die gesetzlichen Vertreter verantwortlich für die internen Kontrollen, die sie als notwendig erachten, um die Aufstellung eines Jahresabschlusses zu ermöglichen, der frei von wesentlichen falschen Darstellungen aufgrund von dolosen Handlungen oder Irrtümern ist.

Bei der Aufstellung des Jahresabschlusses sind die gesetzlichen Vertreter dafür verantwortlich, die Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit zu beurteilen, Sachverhalte im Zusammenhang mit der Fortführung der Unternehmenstätigkeit – sofern einschlägig – anzugeben, sowie dafür, den Rechnungslegungsgrundsatz der Fortführung der Unternehmenstätigkeit anzuwenden, es sei denn, die gesetzlichen Vertreter beabsichtigen, entweder die Gesellschaft zu liquidieren oder die Unternehmenstätigkeit einzustellen, oder haben keine realistische Alternative dazu.

Der Prüfungsausschuss ist verantwortlich für die Überwachung des Rechnungslegungsprozesses der Gesellschaft.

Verantwortlichkeiten des Abschlussprüfers für die Prüfung des Jahresabschlusses

Unsere Ziele sind, hinreichende Sicherheit darüber zu erlangen, ob der Jahresabschluss als Ganzes frei von wesentlichen falschen Darstellungen aufgrund von dolosen Handlungen oder Irrtümern ist, und einen Bestätigungsvermerk zu erteilen, der unser Prüfungsurteil beinhaltet. Hinreichende Sicherheit ist ein hohes Maß an Sicherheit, aber keine Garantie dafür, dass eine in Übereinstimmung mit der EU-VO und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung, die die Anwendung der ISA erfordern, durchgeführte Abschlussprüfung eine wesentliche falsche Darstellung, falls eine solche vorliegt, stets aufdeckt. Falsche Darstellungen können aus dolosen Handlungen oder Irrtümern resultieren und werden als wesentlich angesehen, wenn von ihnen einzeln oder insgesamt vernünftigerweise erwartet werden könnte, dass sie die auf der Grundlage dieses Jahresabschlusses getroffenen wirtschaftlichen Entscheidungen von Nutzern beeinflussen.

Als Teil einer Abschlussprüfung in Übereinstimmung mit der EU-VO und mit den österreichischen Grundsätzen ordnungsmäßiger Abschlussprüfung, die die Anwendung der ISA erfordern, üben wir während der gesamten Abschlussprüfung pflichtgemäßes Ermessen aus und bewahren eine kritische Grundhaltung.

Darüber hinaus gilt:

Wir identifizieren und beurteilen die Risiken wesentlicher falscher Darstellungen aufgrund von dolosen Handlungen oder Irrtümern im Abschluss, planen Prüfungshandlungen als Reaktion auf diese Risiken, führen sie durch und erlangen Prüfungsnachweise, die ausreichend und geeignet sind, um als Grundlage für unser Prüfungsurteil zu dienen. Das Risiko, dass aus dolosen Handlungen resultierende wesentliche falsche Darstellungen nicht aufgedeckt werden, ist höher als ein aus Irrtümern resultierendes, da dolose Handlungen kollusives Zusammenwirken, Fälschungen, beabsichtigte Unvollständigkeiten, irreführende Darstellungen oder das Außerkraftsetzen interner Kontrollen beinhalten können.

Wir gewinnen ein Verständnis von den für die Abschlussprüfung relevanten internen Kontrollen, um Prüfungshandlungen zu planen, die unter den gegebenen Umständen angemessen sind, jedoch nicht mit dem Ziel, ein Prüfungsurteil zur Wirksamkeit der internen Kontrollen der Gesellschaft abzugeben.

Wir beurteilen die Angemessenheit der von den gesetzlichen Vertretern angewandten Rechnungslegungsmethoden sowie die Vertretbarkeit der von den gesetzlichen Vertretern dargestellten geschätzten Werte in der Rechnungslegung und damit zusammenhängende Angaben.

Wir ziehen Schlussfolgerungen über die Angemessenheit der Anwendung des Rechnungslegungsgrundsatzes der Fortführung der Unternehmenstätigkeit durch die gesetzlichen Vertreter sowie, auf der Grundlage der erlangten Prüfungsnachweise, ob eine wesentliche Unsicherheit im Zusammenhang mit Ereignissen oder Gegebenheiten besteht, die erhebliche Zweifel an der Fähigkeit der Gesellschaft zur Fortführung der Unternehmenstätigkeit aufwerfen können. Falls wir die Schlussfolgerung ziehen, dass eine wesentliche Unsicherheit besteht, sind wir verpflichtet, in unserem Bestätigungsvermerk auf die dazugehörigen Angaben im Jahresabschluss aufmerksam zu machen oder, falls diese Angaben unangemessen sind, unser Prüfungsurteil zu modifizieren. Wir ziehen unsere Schlussfolgerungen auf der Grundlage der bis zum Datum unseres Bestätigungsvermerks erlangten Prüfungsnachweise. Zukünftige Ereignisse oder Gegebenheiten können jedoch die Abkehr der Gesellschaft von der Fortführung der Unternehmenstätigkeit zur Folge haben.

Wir beurteilen die Gesamtdarstellung, den Aufbau und den Inhalt des Jahresabschlusses einschließlich der Angaben sowie ob der Jahresabschluss die zugrunde liegenden Geschäftsvorfälle und Ereignisse in einer Weise wiedergibt, dass ein möglichst getreues Bild erreicht wird.

Wir planen die Jahresabschlussprüfung und führen sie durch, um ausreichende geeignete Prüfungsnachweise zu den Finanzinformationen der Einheiten oder Geschäftsbereiche innerhalb der Gesellschaft zu erlangen als Grundlage für die Bildung eines Prüfungsurteils zum Jahresabschluss. Wir sind verantwortlich für die Anleitung, Beaufsichtigung und Durchsicht der für Zwecke der Jahresabschlussprüfung durchgeführten Prüfungstätigkeiten. Wir tragen die Alleinverantwortung für unser Prüfungsurteil.

Wir tauschen uns mit dem Prüfungsausschuss unter anderem über den geplanten Umfang und die geplante zeitliche Einteilung der Abschlussprüfung sowie über bedeutsame Prüfungsfeststellungen, einschließlich etwaiger bedeutsamer Mängel in den internen Kontrollen, die wir während unserer Abschlussprüfung erkennen, aus.

Wir geben dem Prüfungsausschuss auch eine Erklärung ab, dass wir die relevanten beruflichen Verhaltensanforderungen zur Unabhängigkeit eingehalten haben, und tauschen uns mit ihm über alle Beziehungen und sonstigen Sachverhalte aus, von denen vernünftigerweise angenommen werden kann, dass sie sich auf unsere Unabhängigkeit und – sofern einschlägig – auf vorgenommene Handlungen zur Beseitigung von Gefährdungen oder angewandte Schutzmaßnahmen auswirken.

Wir bestimmen von den Sachverhalten, über die wir uns mit dem Prüfungsausschuss ausgetauscht haben, diejenigen Sachverhalte, die am bedeutsamsten für die Prüfung des Jahresabschlusses des Geschäftsjahres waren und daher die besonders wichtigen Prüfungssachverhalte sind. Wir beschreiben diese Sachverhalte in unserem Bestätigungsvermerk, es sei denn, Gesetze oder andere Rechtsvorschriften schließen die öffentliche Angabe des Sachverhalts aus oder wir bestimmen in äußerst seltenen Fällen, dass ein Sachverhalt nicht in unserem Bestätigungsvermerk mitgeteilt werden sollte, weil vernünftigerweise erwartet wird, dass die negativen Folgen einer solchen Mitteilung deren Vorteile für das öffentliche Interesse übersteigen würden.

Sonstige gesetzliche und andere rechtliche Anforderungen

Bericht zum Lagebericht

Der Lagebericht ist aufgrund der österreichischen unternehmensrechtlichen Vorschriften darauf zu prüfen, ob er mit dem Jahresabschluss in Einklang steht und ob er nach den geltenden rechtlichen Anforderungen aufgestellt wurde. Zu der im Lagebericht enthaltenen nichtfinanziellen Erklärung ist es unsere Verantwort-

lichkeit zu prüfen, ob sie aufgestellt wurde, sie zu lesen und dabei zu würdigen, ob diese sonstigen Informationen wesentliche Unstimmigkeiten zum Jahresabschluss oder zu unseren bei der Abschlussprüfung erlangten Kenntnissen aufweisen oder anderweitig falsch dargestellt erscheinen.

Die gesetzlichen Vertreter sind verantwortlich für die Aufstellung des Lageberichts in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften.

Wir haben unsere Prüfung in Übereinstimmung mit den Berufsgrundsätzen zur Prüfung des Lageberichts durchgeführt.

Urteil

Nach unserer Beurteilung ist der Lagebericht nach den geltenden rechtlichen Anforderungen aufgestellt worden, enthält zutreffende Angaben nach § 243a UGB und steht in Einklang mit dem Jahresabschluss.

Erklärung

Angesichts der bei der Prüfung des Jahresabschlusses gewonnenen Erkenntnisse und des gewonnenen Verständnisses über die Gesellschaft und ihr Umfeld wurden wesentliche fehlerhafte Angaben im Lagebericht nicht festgestellt.

Zusätzliche Angaben nach Artikel 10 der EU-VO

Wir wurden von der ordentlichen Hauptversammlung am 30. April 2025 als Abschlussprüfer gewählt und im Anschluss vom Aufsichtsrat beauftragt. Wir sind seit dem Geschäftsjahr 2019 Abschlussprüfer der Gesellschaft.

Wir erklären, dass das Prüfungsurteil im Abschnitt „Bericht zum Jahresabschluss“ mit dem zusätzlichen Bericht an den Prüfungsausschuss nach Artikel 11 der EU-VO in Einklang steht.

Wir erklären, dass wir keine verbotenen Nichtprüfungsleistungen (Artikel 5 Abs. 1 der EU-VO) erbracht haben und dass wir bei der Durchführung der Abschlussprüfung unsere Unabhängigkeit von der geprüften Gesellschaft gewahrt haben.

Auftragsverantwortlicher Wirtschaftsprüfer

Der für die Abschlussprüfung auftragsverantwortliche Wirtschaftsprüfer ist Herr Frédéric Vilain.

Wien, am 16. März 2026

PwC Wirtschaftsprüfung GmbH

Frédéric Vilain e.h.
Wirtschaftsprüfer

Die Veröffentlichung oder Weitergabe des Konzernabschlusses mit unserem Bestätigungsvermerk darf nur in der von uns bestätigten Fassung erfolgen. Dieser Bestätigungsvermerk bezieht sich ausschließlich auf den deutschsprachigen und vollständigen Konzernabschluss samt Konzernlagebericht. Für abweichende Fassungen sind die Vorschriften des § 281 Abs. 2 UGB zu beachten.

Consolidated Corporate Governance Report

As a listed company operating internationally, the MM Group is committed to responsible corporate governance geared towards sustainable value creation. Strong corporate governance is a fundamental prerequisite for long-term success. We therefore ensure that it is consistently implemented across all areas of the Group and continuously refined. Corporate governance encompasses the entire system of management and control of the Company, with the objective of strengthening the trust of employees, shareholders, business partners and the general public in the MM Group, while at the same time ensuring a high level of transparency.

This present report provides information on the disclosures required by sections 243 c and 267 b of the Austrian Commercial Code.

COMMITMENT TO THE AUSTRIAN CORPORATE GOVERNANCE CODE

The MM Group has voluntarily committed to compliance with the Code in its respectively applicable version since the Austrian Corporate Governance Code (Österreichischer Corporate Governance Kodex – ÖCGK) became effective in 2002. The Code is based on the provisions of Austrian stock corporation, stock exchange and capital market laws, relevant EU recommendations as well as the guidelines contained in the OECD Principles of Corporate Governance. It is regularly reviewed against the background of national and international developments and adjusted as necessary. The current version of the Austrian Corporate Governance Code can be downloaded from the website of the Austrian Working Group for Corporate Governance at www.corporate-governance.at. The compliance with the Corporate Governance Code is subject to an annual internal evaluation provided by the MM Group. Furthermore, an external evaluation of compliance with C rules is carried out every three years, which was performed again in 2024 in order to rotation.

The implementation and evaluation for the business year 2025 is based on the Code's version of January 2025. The MM Group continues to comply with all legal provisions without any restrictions. Almost all additional C Rules and R Rules (Recommendations) contained in the Code, which do not require any explanation in case of deviations, have been complied with.

The Company gives the following explanations for deviations from C Rules for 2025:

Rule 27a The Management Board contracts do not contain any provisions stipulating that the economic situation is to be taken into account in the event of the premature retirement of a Management Board member. However, due to the long-term profit-sharing scheme, future developments are taken into account by means of surcharges or deductions.

COMPOSITION OF THE BOARD

The Management Board

Peter Oswald

Chairman, CEO Member of the Management Board since April 1, 2020 appointed until May 31, 2029 born 1962	Strategic and profit-responsible management of the entire Group and in particular the areas: <ul style="list-style-type: none"> • Group strategy • Group organisation • Human resources of the Group and Board of the subsidiaries • External and internal communication and Investor Relations • Communication with the Presidential Committee and the Supervisory Board members • Sustainability including occupational safety • Determination of representatives at associations • Procurement of the MM Board & Paper division, including energy • Primary profit responsibility for the Pharma & Healthcare Packaging division (including sales and marketing, production, innovation and product development) • Primary profit responsibility for the Board & Paper division (including sales and marketing, production, innovation and product development)
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Roman Billiani

Member of the Management Board since May 1, 2024 appointed until April 30, 2027 born 1974	<ul style="list-style-type: none"> • Primary profit responsibility for the Food & Premium Packaging division (including sales and marketing, production, innovation and product development) • Information management (IT) • Procurement Packaging • Marketing
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Franz Hiesinger

CFO Member of the Management Board since October 1, 2017 appointed until September 30, 2030 born 1965	<ul style="list-style-type: none"> • Finance and all financing matters • Group reporting and accounting as well as controlling • Merger and acquisition matters • Risk management, insurances • Legal and tax matters including compliance • Internal audit • Information security
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The members of the Management Board do not hold any mandates in Supervisory Boards outside the Group.

The Supervisory Board

Wolfgang Eder

Chairman since April 26, 2023
born 1952

Chairman of the Supervisory Board of voestalpine AG, Linz

Johannes Goess-Saurau

1st Deputy Chairman since May 7, 2008
Member of the Supervisory Board since May 18,
2005
born 1955

Manager of his own companies

Nikolaus Ankershofen

2nd Deputy Chairman since April 26, 2017
Member of the Supervisory Board since April 28,
2010
born 1969

Lawyer and partner at Ankershofen Goëss Hinteregger
Rechtsanwälte OG; Supervisory Board member at Mayr-
Melnhof Holz Holding AG, Leoben; Management Board
member of several private trusts

Alexander Leeb

Member of the Supervisory Board since May 7,
2008
born 1959

Deputy Chairman of the Supervisory Board of Plansee
Holding AG, Reutte; Chairman of the Board of Trustees of
LGT Venture Philanthropy Foundation, Vaduz

Georg Mayr-Melnhof

Member of the Supervisory Board since May 7,
2008
born 1968

Employee of the archdiocese of Salzburg

Ferdinand Mayr-Melnhof- Saurau

Member of the Supervisory Board since April 29,
2020
born 1987

Managing partner at various real estate investment and
real estate development companies; Management
Board member of Oskar Vogl Privatstiftung, Graz

Klaus Rabel

Member of the Supervisory Board since April 29,
2020
born 1961

Auditor and tax consultant, University Professor of Corpo-
rate Valuation and Value-Oriented Management at the
Institute of Corporate Accounting and Taxation of the
Karl-Franzens-University, Graz; Chairman of the Expert
Committee for Business Valuation of the Chamber of Tax
Consultants and Certified Public Accountants, Vienna;
Member of the Europe MSR Board of the International Val-
uation Standards Council (IVSC), London; Management
Board member of Austrian family trusts

Delegated by the works council:

Gernot Rilling

Member of the Supervisory Board since May 1st, Employee representative
2025
born 1988

Gerhard Novotny

Member of the Supervisory Board since May 10, Employee representative
1995
born 1963

Andreas Hemmer, born 1968, was a member of the Supervisory Board from October 20th, 2009 to April 30th, 2025.

The current mandate of Mr Eder will expire at the 34th Ordinary Shareholders' Meeting in 2028, which will resolve on the discharge for the financial year 2027. The mandates of all other members of the Supervisory Board elected by the Annual General Meeting will expire at the 36th Ordinary Shareholders' Meeting in 2030, which will resolve on the discharge for the financial year 2029. The mandates of the employees' representatives are awarded for an indefinite period of time.

Members of the Committees of the Supervisory Board

Presidential Committee

Wolfgang Eder, Chairman
Johannes Goess-Saurau
Nikolaus Ankershofen

Audit and Sustainability Committee

Klaus Rabel, Chairman
Wolfgang Eder
Johannes Goess-Saurau
Nikolaus Ankershofen
Gerhard Novotny

Members of the Supervisory Board with additional Supervisory Board mandates in publicly listed companies

Wolfgang Eder
Chairman of the Supervisory Board of voestalpine AG, Linz

Independence of the members of the Supervisory Board

The Supervisory Board is oriented to the guidelines set out in annex 1 of the Austrian Corporate Governance Code when determining the criteria of their independence:

A Supervisory Board member must not maintain, or have maintained in the past year, any business relations with the Company or any of its subsidiaries with significance for the member of the Supervisory Board. This also applies to relationships with companies in which a member of the Supervisory Board has a considerable economic interest, but not to the performance of institutional functions in the Group. The approval of individual transactions by the Supervisory Board in accordance with L Rule 48 (Company Contracts with Members of the Supervisory Board outside their activity in the Supervisory Board) does not automatically qualify the person as not independent.

The Supervisory Board member must not have acted as an auditor of the Company or have owned a share in the auditing company or have worked there as an employee in the past three years.

The Supervisory Board member must not be a member of the Management Board of another company in which a member of the Company's Management Board is a Supervisory Board member.

The Supervisory Board member must not be closely related (direct offspring, spouse, life partner, parent, uncle, aunt, brother, sister, niece, nephew) to a member of the Management Board or employees in leading positions, the auditor or employees of the auditing company.

All members of the Supervisory Board have declared their independence in accordance with these criteria. Consequently, this also applies to all members of the Committees of the Supervisory Board.

This independence ensures that stakeholder concerns can also be taken into account on a regular basis, without any conflicts of interest.

The members of the Supervisory Board pay attention to the relevant provisions of the Austrian Corporate Governance Code regarding the avoidance and disclosure of conflicts of interest. Furthermore, new members of the Supervisory Board receive detailed information on the avoidance of conflicts of interest at the start of their activities.

Representation of interests of a share > 10 % in Mayr-Melnhof Karton AG

There are two independent members of the Supervisory Board representing a shareholding of more than 10 %:

Nikolaus Ankershofen
Ferdinand Mayr-Melnhof-Saurau

Contracts between members of the Supervisory Board and the Company subject to approval

In the financial year 2025, this related to:

Nikolaus Ankershofen

Ankershofen Goëss Hinteregger Rechtsanwälte OG, where Nikolaus Ankershofen is lawyer and partner, acts as a legal advisor to Mayr-Melnhof Karton AG on an ad-hoc basis. These mandates mainly relate to employment law matters between the Management Board and Mayr-Melnhof Karton AG. Ankershofen Goëss Hinteregger Rechtsanwälte OG charges on the basis of hourly rates customary for lawyers. In the financial year 2025, fees totalling thous. EUR 14 were charged.

REMUNERATION OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

Detailed information on the remuneration of the Management Board and the remuneration of the Supervisory Board have been included in the Company's remuneration report, which is presented annually to the Shareholders' Meeting, and in the remuneration policy. Weblink: www.mm.group/investors/corporate-governance/

INFORMATION ON THE PROCEDURES OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

The Management Board manages the business in accordance with the law, its bylaws and the Articles of Association of the Company. The latter are available on the Company's website at www.mm.group/investors/corporate-governance/. The bylaws of the Management Board govern the assignment of responsibilities as well as the cooperation within the Management Board and include a list of business cases which require the prior consent of the Supervisory Board. The members of the Management Board cooperate closely as colleagues, informing one another of all significant measures and occurrences within their respective areas of operation. The Management Board of Mayr-Melnhof Karton AG holds Board meetings at regular intervals, at least once a month, to discuss material topics that are of relevance for the Group and the divisions. In developing and implementing the corporate strategy, the Management Board takes into account aspects of sustainability and associated positive and negative effects as well as opportunities and risks with regard to the environment, social issues and corporate governance. The Chairman of the Management Board is responsible for chairing and preparing the meetings and for exchanging information with the Supervisory Board.

Type and decision-making power of the Committees of the Supervisory Board

The Supervisory Board has established the following Committees constituted by its members:

Presidential Committee

The principal task of the Presidential Committee is to discuss the Company's strategy and orientation on a continuous basis and to prepare resolutions for the Supervisory Board concerning all strategic matters. Furthermore, this Committee decides on issues concerning the Management Board in accordance with statutory regulations and also fulfils the functions of the Nomination and Compensation Committee. The quality of the Committee's work is guaranteed by the long-standing experience and know-how of its members in the field of remuneration policy.

Audit and Sustainability Committee

The activity field of the Audit Committee, whose decision-making power derives from statutory regulations, was expanded in 2024 to include sustainability issues relevant to the Supervisory Board. The quality of the Committee's work is guaranteed by the long-standing experience and know-how of its members in the fields of finance, accounting and reporting as well as an in-depth consideration of non-financial matters.

An efficient communication structure ensures that the Supervisory Board and the Committees are able to take decisions promptly in urgent cases. Each Chairmen of the Committees inform the Supervisory Board on a regular basis about the activities of the Committees.

Focus of the Supervisory Board

In the financial year 2025, the Supervisory Board has fulfilled its tasks in accordance with the law, the Articles of Association and the bylaws within six plenary meetings, with all members attending at least five of them.

In the third consecutive year of exceptional challenges, marked by persistently weak consumer demand, structural overcapacity in Europe, increasing international competitive pressure and trade-policy uncertainties, the strategic focus of the MM Group remained unchanged on the sustainable strengthening of profitability and competitiveness. A key focus of the Supervisory Board's activities therefore lay in supporting the Management Board in the implementation of comprehensive cost-optimisation measures as well as structural adjustments.

The fundamental positioning of the Group, with a focus on a balanced consumer packaging business alongside the cyclical Board & Paper segment, has proven to be strategically advantageous, particularly in times of sustained earnings pressure in the traditional cartonboard and paper business. In this context, the divestment of the TANN Group in 2025 represented a further step towards sharpening the focus on the core packaging business, while at the same time further strengthening the Group's financial stability.

From a cost perspective, the Supervisory Board's activities focused on accompanying the Group-wide Fit-For-Future programme, which was rolled out across the entire Group and is expected to enable a significant structural and therefore sustainable improvement in earnings from 2027 onwards, compared with 2024. The Supervisory Board expresses its great appreciation to all those involved for their strong commitment and for managing the additional workload associated with the implementation of these measures, which are essential to safeguarding the Group's future.

A range of sustainability-related topics – in particular the implementation and monitoring of progress in relation to current EU requirements – as well as risk management, IT systems and cyber security, impairment testing, and aspects of corporate governance and compliance were recurring items on the Supervisory Board's agenda.

With a view to safeguarding long-term leadership capacity within the Group, the Supervisory Board also addressed the further development of the management team, as well as matters relating to succession planning and talent management, during the 2025 financial year.

The Supervisory Board carried out a self-evaluation for the financial year 2025 based on a questionnaire, with the result that the activity of the Supervisory Board was assessed as generally efficient. The regular exchange of information as well as the discussion of major topics in cooperation with the Management Board and the Group Auditor contribute significantly thereto.

Also in 2025, discussions and explanations in the Supervisory Board and Management Board meetings were characterised by a high degree of constructiveness and openness. All participants had sufficient opportunities to participate in discussions and ask questions.

Focus of the Committees of the Supervisory Board

In 2025, the Presidential Committee met fourteen times. It dealt especially with strategic development, restructurings, investments as well as the current corporate management control and matters relating to the Management Board and management succession. Furthermore, the meetings of the Supervisory Board were prepared.

In addition, the Committees takes care of the implementation and review of the remuneration policy and the reporting on remuneration (see remuneration report 2025 at www.mm.group/investors/ir-news-reports/reports/).

In 2025, the Audit and Sustainability Committee held four meetings. A focus was placed on dealing with the consolidated financial statements and the annual financial statements for 2024 as well as the preparation of the consolidated financial statements and the annual financial statements for 2025 including the consolidated non-financial statement according to section 267 a of the Austrian Commercial Code and their audit. In addition, details concerning the scope of non-auditing services rendered by the auditors and key audit matters were determined.

Due to the regular exchange between the Chairman of the Audit Committee and the Group Auditor outside the meetings, a discussion during the meetings without the participating Management Board members was not necessary.

MEASURES TO PROMOTE WOMEN AND DESCRIPTION OF THE CONCEPT OF DIVERSITY

As a sustainably operating company, the MM Group considers diversity as a key driver for creating long-term corporate value. Inclusion and equality improve engagement and job satisfaction and contribute directly to the profitability and sustainability of the MM Group. We therefore actively promote diversity at all levels of the Company with the aim of creating an environment in which every individual feels valued, supported and empowered, regardless of their role or location.

In doing so, we support the inclusion of a broad range of diversity aspects to ensure a sense of belonging for all employees. The MM Group's diversity concept is set out in the Code of Conduct as well as the Human Resource Guidelines. Both documents commit us to creating a working environment throughout the Group that is characterised by openness, integrity and mutual respect. Moreover, the MM human rights policy documents our clear attitude to non-discrimination at the workplace.

We monitor compliance with this obligation through various standards. In addition, we carefully monitor and respond to every case reported via the MM Integrity Line (Whistleblowing Hotline). We regard the diversity of our employees as an essential resource and as an enrichment that enables us to perform our tasks even more effectively and innovatively. The MM Group opposes any discrimination or harassment based on gender, ethnic origin, skin colour, religion, national origin, disability or sexual orientation. Employees and applicants are assessed in accordance with the principle of equal treatment.

When filling management positions, the MM Group generally follows the recommendation of the Equal Opportunities Act to pay attention to diversity and to strive for an appropriate distribution of gender, age and competence. As a company in a strongly technically oriented industry, it is in particular a strategic objective to further increase the proportion of women in management positions and to achieve the best possible diversity, also at top management level. For many years, women have been holding an increasing number of top management positions within the MM Group. These include in particular the areas of Sustainability & Safety, Human Resources, Legal as well as the management of individual subsidiaries. Within the framework of internal management development, we attach great importance to further increasing the share of women. We support this with a variety of initiatives, such as succession planning, mentoring and ensuring a healthy work-life balance, which promotes the compatibility of career and family through flexible working arrangements.

The share of women in the MM Group amounted to around 26 % in 2025. Being an attractive employer for women in both technical and commercial occupational area is our long-term aspiration. Due to the activity in heavy industry and work in shifts, the share of women in the Group and in recruitment processes tends to be low. Every year, awareness is raised in this regard, in particular through various activities on International Women's Day.

At present, the Supervisory Board consists of nine men, and the Management Board consists of three men who are the only employees of the listed holding company. In the election of Supervisory Board members, attention is paid to the professional and personal qualifications, independence and impartiality of the candidates and to a well-balanced composition. Achieving a more balanced gender ratio of the Supervisory Board remains our objective.

Details on employee development can be found in the section “SI- own workforce” of the non-financial statement.

EXTERNAL EVALUATION

The Code (ÖCGK) provides for a regular (at least every three years) external evaluation of the Company's compliance with the C rules (Comply or Explain). The evaluation was carried out by PwC Wirtschaftsprüfung GmbH, Vienna in the course of the 2024 annual audit. The review of compliance with the rules of the Code regarding the audit was conducted by Georg Eckert, professor at Vienna University of Economics and Business. As a result of this evaluation, the auditors have determined that the declaration given by Mayr-Melnhof Karton AG regarding compliance with the Corporate Governance Code corresponds to the actual conditions. The next external evaluation is planned for the corporate governance report of the year 2027.

EVENTS AFTER THE BALANCE SHEET DATE

There were no changes of matters requiring reporting between the reporting date and the preparation of the corporate governance report.

Vienna, March 16, 2026

The Management Board

Peter Oswald m.p.

Roman Billiani m.p.

Franz Hiesinger m.p.

Statement of the Management Board

according to Section 124 of the Austrian Stock Exchange Act

We confirm to the best of our knowledge that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, as required by the applicable accounting standards, and that the Group management report gives a true and fair view of the development and performance of the business and the position of the Group together with a description of the principal risks and uncertainties the Group faces.

We confirm to the best of our knowledge that the separate financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the parent company as required by the applicable accounting standards and that the management report gives a true and fair view of the development and performance of the business and the position of the company together with a description of the principal risks and uncertainties the company faces.

Vienna, March 16, 2026

The Management Board

Peter Oswald m. p.
Chairman of the
Management Board

Roman Billiani m. p.
Member of the
Management Board

Franz Hiesinger m. p.
Member of the
Management Board