ZUMTOBEL Group

Annual Financial Report 2025/2026

This year's cover image for the Annual Financial Report shows a winter evening scene from the public sports facility *Prismen* made by Dorte Mandrup on the island of Amager in Copenhagen, Denmark. The image is part of the Zumtobel Group's Artistic Annual Report 2025/26, where architect Dorte Mandrup presents her artistic practice in the publication *Light & Water*. Photographer Adam Mørk contributes large-format photography situating Dorte Mandrup's architecture within the atmospheric and material conditions of light, water and the Danish landscape.

The public sports hall is a typical building type in the Scandinavian welfare state, functioning as social infrastructure and civic space for community activity across generations. In the winter darkness, *Prismen* stands as a stable point of orientation among leafless trees, its windows forming a portal to a bright interior of activity and communal life.

The photograph from *Prismen* is taken using an analogue 4×5 large-format camera, requiring patience and sustained attention to shifting light and weather conditions. In a Nordic context, light is often filtered through water, appearing in rain, mist and the warm radiance of interior lighting on wet winter nights.

Light, whether artificial, from the sun or the moon, interacts with wet surfaces, fog, icy air and melting snow on window façades, creating subtle transitions between darkness, glow and reflection. Water also acts on materials and landscapes over time through exposure, erosion and climate-related change, thereby embedding architecture in its surroundings and binding it to specific environmental contexts, revealing its ephemeral nature.

Annual Financial Report 2025/26 Zumtobel Group AG

1 May 2025 to 30 April 2026

Five-Year Overview

in EUR million	2025/26	2024/25	2023/24	2022/23	2021/22
Revenues	1,040.4	1,097.2	1,127.0	1,209.2	1,148.3
Adjusted EBIT	42.4	46.9	57.3	84.3	60.8
as a % of revenues	*4.1*	*4.3*	*5.1*	*7.0*	*5.3*
EBIT	23.1	33.0	49.5	84.3	60.8
as a % of revenues	*2.2*	*3.0*	*4.4*	*7.0*	*5.3*
Net profit for the year	1.0	15.5	24.7	60.0	45.8
as a % of revenues	*0.1*	*1.4*	*2.2*	*5.0*	*4.0*
Total assets	979.7	989.6	987.2	1,002.4	1,005.4
Equity	421.2	424.9	425.2	421.7	382.8
Equity ratio in %	*43.0*	*42.9*	*43.1*	*42.1*	*38.1*
Net debt	128.5	118.5	77.1	86.9	95.1
Cash flow from operating results	82.6	86.4	105.8	140.2	122.7
CAPEX excl. IFRS 16	46.1	54.2	50.8	54.5	45.3
as a % of revenues	*4.4*	*4.9*	*4.5*	*4.5*	*3.9*
R&D total	73.6	74.1	72.7	67.8	67.5
as a % of revenues	*7.1*	*6.8*	*6.5*	*5.6*	*5.9*
Headcount incl. contract workers (full-time equivalent)	5,067	5,299	5,350	5,503	5,782

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Chief Executive's Review

Dear Shareholders,

A challenging market environment and key decisions for the future characterised the 2025/26 financial year for the Zumtobel Group. Weak demand on major European markets, slow momentum in the construction industry and continuing investment reluctance across the industrial sector had a negative impact on the development of our business. Against this backdrop, Group revenues declined by −5.2% to EUR 1,040.4 million (2024/25: EUR 1,097.2 million).

Our company has repeatedly demonstrated its resilience – operational, financial and strategic – especially in a challenging environment. During the past year, we further optimised our cost base and selectively invested in growth fields that offer attractive market opportunities and differentiation potential.

These measures have already brought positive results: Despite the decline in revenues, our operating profitability remained stable. The adjusted gross margin improved to 37.3% (2024/25: 36.5%), and adjusted Group EBIT totalled EUR 42.4 million (2024/25: EUR 46.9 million) based on an adjusted EBIT margin of 4.1% (2024/25: 4.3%). The first effects of our efficiency programme also supported the stabilisation of our cost structure. That makes me optimistic, even though we are not satisfied with the financial year as a whole.

Our Lighting Segment remained stable in a difficult market environment and further improved its profitability. The Components Segment, in contrast, was confronted with ongoing weakness in the construction industry and increasing pressure. These developments underscore the importance of a portfolio that is consequently focused on attractive market segments.

In view of the slightly positive net profit of EUR 1.0 million recorded for the 2025/26 financial year (2024/25: EUR 15.5 million), the Management Board plans to make a recommendation to the Supervisory Board and, subsequently, to the annual general meeting which is scheduled for 25 September 2026 to waive a dividend for the 2025/26 financial year.

Our priorities are clear: operational excellence, a strategic focus and profitable growth. One of our central growth drivers is the digital transformation of buildings into energy efficient, integrated and intelligent infrastructures. Legal regulations, stricter energy efficiency standards and the demand for data-based solutions are sustainably changing our customers' requirements. We are continuously strengthening our position in this market with our intelligent lighting solutions.

TECTON II, Zumtobel's modular continuous row system, addresses the rising demand for intelligent retrofit solutions. We are also expanding our position in demanding application areas like sport lighting. ALTIS, a FIFA-certified floodlighting solution developed by Thorn, underscores our technological expertise and opens additional international market opportunities. In the Components Segment, Tridonic is demonstrating how intelligent lighting infrastructure in digital building systems can create new opportunities for energy efficiency, sustainability and user comfort.

Partnerships with companies like Siemens, ABB and Legrand highlight our role in the smart building business. At the same time, we are integrating sustainability and resource efficiency even stronger in our business model – among others, through the use of recycled materials and remanufacturing solutions.

The further development of our business model also requires the consistent adjustment of our organisation. Bernard Motzko, who has served as Chief Operating Officer of the Zumtobel Group since 2018, will resign from the Management Board and retire on 30 September 2026. I want to take this opportunity to thank him for his commitment over these many years and for his contribution to our operating progress. Going forward, we will anchor operational responsibility within the business areas.

The Zumtobel Group has strong brands, technological expertise, long-standing customer relationships and dedicated employees. These strengths form the foundation to remain resilient in a challenging market environment and pursue our further development.

Structural drivers like the rising demand for energy efficient buildings, regulatory modernisation impulses and the increasing digitalisation of the building sector support our strategic focus and will create attractive market opportunities over the medium to long term.

We are convinced that our innovative strength and the consequent development of our organisation will place us in a strong position to successfully utilise future opportunities. For the 2026/27 financial year, we expect revenues at the prior year level and an adjusted EBIT margin of 3% to 5%. Our claim remains intact: to create long-term, sustainable value – for our customers, employees and stakeholders.

On behalf of the Management Board, I want to thank our employees throughout the world for their commitment. My thanks also go out to you, our shareholders, for your confidence and support. We intend to continue our course with clear priorities, financial discipline and a long-term focus.

Alfred Felder
Chief Executive Officer (CEO)

The Zumtobel Group AG Share

The global stock markets in 2025/26[1]

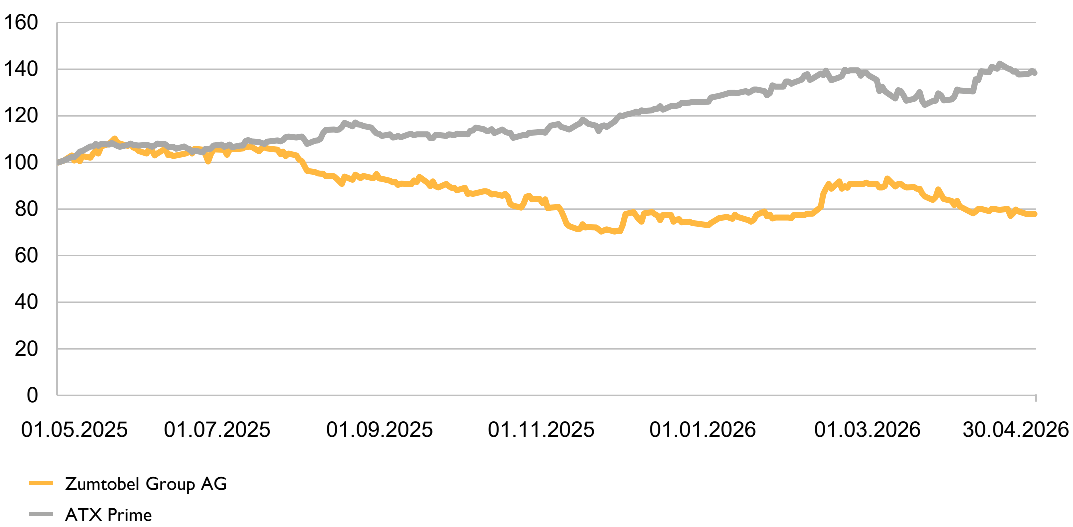
The global stock markets presented a volatile but generally robust and positive picture from May 2025 to April 2026 in spite of the geopolitical tensions and economic uncertainty. The leading Austrian ATX index rose by 41.8% during the reporting year, and the ATX Prime was also positive with a plus of 38.5%. The EURO STOXX 600 increased by 15.9% during this same period. Other indexes like the DAX (8.0%) in Germany, the EURO STOXX 50 (14.0%) in Europe, and the Dow Jones (22.2%) in the USA also closed on 30 April 2026 with a year-on-year improvement in performance.

Development of the Zumtobel Group AG share[2]

Zumtobel Group AG share –22.2% vs. the previous year

The Zumtobel Group AG share started the reporting period with sidewards movements that were followed by a steady decline that began in August 2025. The main negative factors included the difficult market climate in the construction and lighting sectors as well as weak investment confidence in key markets. The downward trend was halted during the second half year by generally sidewards movements despite increasing geopolitical tensions – above all due to the conflict in Iran – and constant challenging economic perspectives. Sustainable upward momentum failed to materialise despite temporary recovery and breakout attempts. The share came under pressure again towards the end of the financial year and closed at EUR 3.60 on 30 April 2026. That represents a loss of –22.2% for the 2025/26 financial year in contrast to the 38.5% gain recorded by the Austrian ATX Prime.

Development of the Zumtobel Group AG Share (in %)



[1] Source: https://live.deutsche-boerse.com/ and https://www.wienerborse.at/.
[2] Source: https://www.wienerborse.at/.

Market capitalisation of EUR 155 million as of 30 April 2026

The market capitalisation of Zumtobel Group AG reflected the development of the share price in 2025/26. Based on 43,146,657 common shares (2024/25: 43,146,657), the company was valued at EUR 155 million on 30 April 2026 (2024/25: EUR 200 million). The average daily share turnover on the Vienna Stock Exchange equalled 55,835 in 2025/26, compared with 33,800 in the previous year (double-count, as published by the Vienna Stock Exchange).

Key Data on the Zumtobel Group AG Share 2025/26

Closing price at 30.04.2026	EUR 3.60	Currency	EUR
Closing price at 30.04.2025	EUR 4.63	ISIN	AT0000837307
Performance 2025/26	–22.2%	Ticker symbol Vienna Stock Exchange (XETRA)	ZAG
Market capitalisation at 30.04.2026	EUR 155 million	Market segment	ATX Prime
Share price - high at 20.05.2025	EUR 5.19	Reuters symbol	ZUMV.VI
Share price - low at 18.11.2025	EUR 3.22	Bloomberg symbol	ZAG AV
Ø Turnover per day (shares)	55,835	Number of issued shares	43,146,657

Shareholder structure

Zumtobel family syndicate holds 36.16%

The shareholder structure of Zumtobel Group AG has not changed significantly since the previous year. The Zumtobel family syndicate, with approximately 36.16% of the voting rights, has remained the stable core shareholder of Zumtobel Group AG since the initial public offering. The remainder of the shares is held predominately by institutional investors, according to the information available to management. The company held 808,945 treasury shares at the end of the 2025/26 financial year.

Dividend policy

Dividend policy

Zumtobel Group AG works to provide its shareholders with continuous and reliable dividends. The company follows a policy which calls for the distribution of approximately 30% to 50% of consolidated net profit after the deduction of any special effects. To safeguard financial stability at all times, the specific amount of the dividend is also dependent on the debt coverage ratio.

Dividend proposal for the 2025/26 financial year

In view of the only slightly positive results of approximately EUR 1.0 million recorded for the 2025/26 financial year (2024/25: EUR 15.5 million), the Management Board plans to make a recommendation to the Supervisory Board and, subsequently, to the annual general meeting which is scheduled for 25 September 2026 to waive the dividend for the 2025/26 financial year (2024/25: 15 euro cents).

Investor relations activities focused on transparency and dialogue

Intensive contacts with investors and analysts

Transparent, continuous and open communications with all capital market participants have top priority for the management of Zumtobel Group AG. The Management Board and investor relations department continued their dialogue with investors and analysts in Austria and other countries during the reporting year with participation in road shows and conferences as well as numerous one-on-one meetings. In March 2026, the company invited investors to visit the Light + Building in Frankfurt am Main (Germany), the world's largest trade fair for lighting. Tours of the Zumtobel Group's demonstration stands were accompanied by the Management Board's presentations on the company's development, current opportunities in the fields of sustainability and digitalisation, and the latest trends and developments in the lighting industry.

Three well known Austrian and international analysts issued regular reports in 2025/26 on the Zumtobel Group AG share together with their evaluation of the corporate strategy and estimates for the valuation of the company (in alphabetical order): Erste Bank, Kepler Cheuvreux and ODDO BHF. In connection with quarterly reporting and the publication of the annual financial report, the Zumtobel Group's management holds regular conference calls to provide details on the latest results. The financial community is also supplied with a wide range of interesting information, e.g. corporate publications, contacts, the financial calendar and other interesting facts and figures on the investor relations website under https://z.lighting/en/group/investor relations.

1. Group Management Report

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1. Group Management Report

1.1 The Zumtobel Group – An Overview[3]

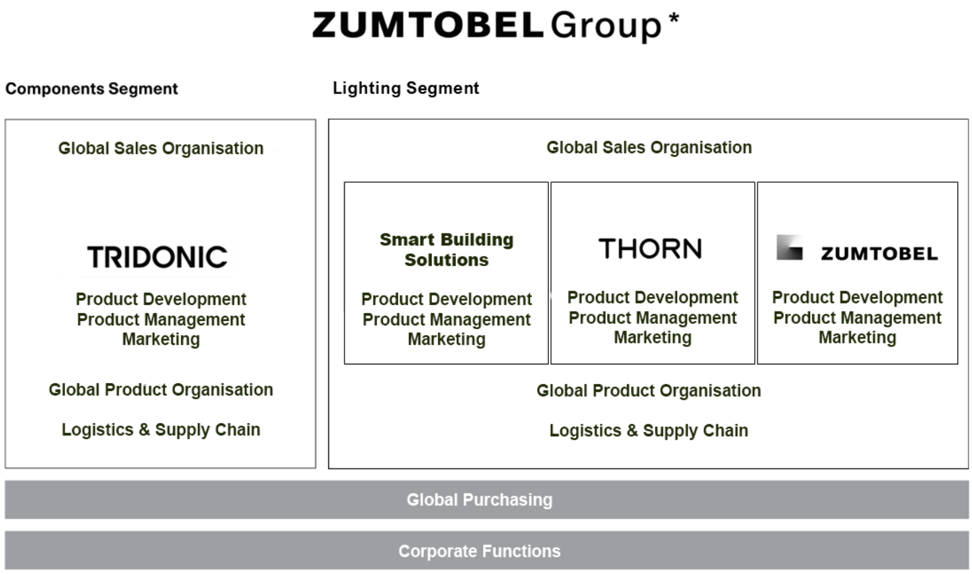
1.1.1 The Company

Leading company in the lighting industry

The Zumtobel Group is an international lighting corporation and leading provider of innovative lighting solutions, lighting components and related services which was founded in Dornbirn, Vorarlberg (Austria) in 1950. This listed company operates eight production plants worldwide with sales offices and partners in roughly 90 countries. The Group employed a workforce of around 5,070 as of 30 April 2026 and generated revenues of EUR 1,040.4 million in the 2025/26 financial year. The founding Zumtobel family has served as a stable core shareholder since the IPO in 2006 and held roughly 36.16% of share capital as of 30 April 2026.

Wide-ranging product and service portfolio

With its core brands – Thorn, Tridonic and Zumtobel – the Group offers its customers a wide-ranging portfolio of products and services. The Zumtobel Group consists of two operating segments which form the basis for corporate management: the Components Segment and the Lighting Segment. Each segment has its own global sales, product portfolio, R&D, logistics & supply chain and production organisation.



*Simplified illustration (Status, 30 April 2026)

Tridonic, the components brand, forms the basis for the Group's leading role in the production of hardware and software for lighting systems (LED modules, LED drivers, controls, sensors, emergency lighting and lighting systems management). In the Lighting Segment, the company is one of the European market leaders for luminaires and lighting solutions with its Thorn and Zumtobel brands. The Zumtobel Group's service offering is one of the most extensive in the entire lighting industry and increasingly addresses customers' complete requirements across the entire project life cycle. Included here are consulting on intelligent lighting management and emergency lighting, light contracting, design, project management for turnkey lighting solutions, and new services for smart building solutions. Partnerships and cooperations – for example with Siemens, ABB and Legrand – expand the range of opportunities for intelligent connectivity and data-based applications through integration in building systems, but also make an important contribution to the realisation of integrated smart space and smart city concepts.

[3] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-SBM-1, §38).

Focus on specific applications

Applications represent the focal point for both the Lighting Segment and the Components Segment. Indoor includes applications for industry (incl. logistics, halls and car parks), offices, education and health (incl. hospitals, schools and universities) as well as the retail trade (incl. supermarkets, home furnishing stores and high-end brand retail), art & culture (incl. museums and galleries) and exhibition areas (incl. gastronomy). Outdoor addresses applications for roads, tunnels, sport facilities and exterior lighting for public areas, including facade lighting. Services cover all project and software-oriented activities. These application-based areas define the product portfolio and are also reflected in the sales organisation.

Sales structure based on target groups and types of business

The sales organisation reflects the two segments and their different sales channels. In the Components Segment, this involves OEM sales (Original Equipment Manufacturer) to luminaire producers, sales via distributors and online sales as well as the sale of innovative and intelligent solutions to electrical and system planners. Sales in the Lighting Segment are project-based and cover construction projects and the related target groups (e.g. architects, lighting and electrical planners, contractors and developers), sales through retail channels, and direct sales to large customers and public contracting entities. Lighting solutions are also sold over special online sales channels. The Zumtobel Group is committed to sustainable business operations and, through its solutions, to helping its customers more easily reach their sustainability goals.

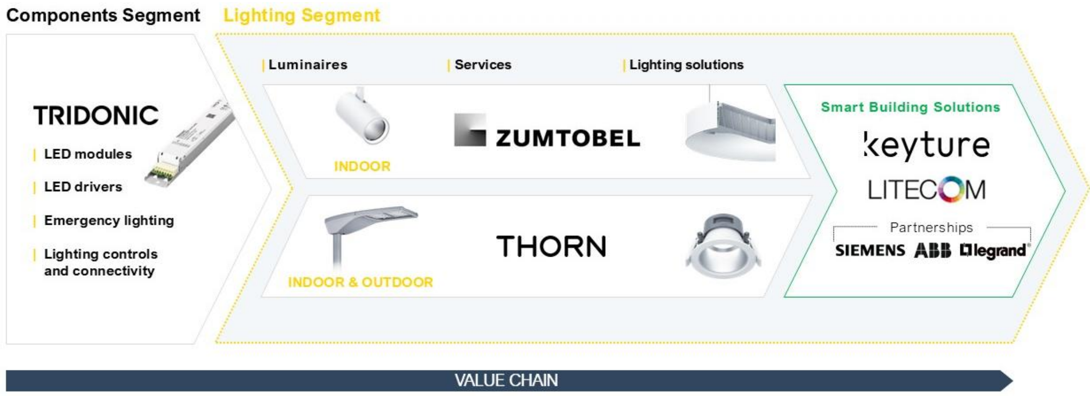
Management and service functions for the entire Group

Zumtobel Group AG serves as the parent company of the Group and provides numerous corporate management and service functions for the brands. These central functions include finance, human resources, legal, audit & compliance, insurance, sustainability, IT and process management, information security and data protection, strategy and transformation projects, corporate procurement as well as corporate communications and investor relations.

1.1.2 Products and production locations[4]

Full coverage of the value chain

The Zumtobel Group's business model covers all key areas of the professional lighting value chain – from components, luminaires and light management systems to complete lighting solutions, services and smart building solutions.

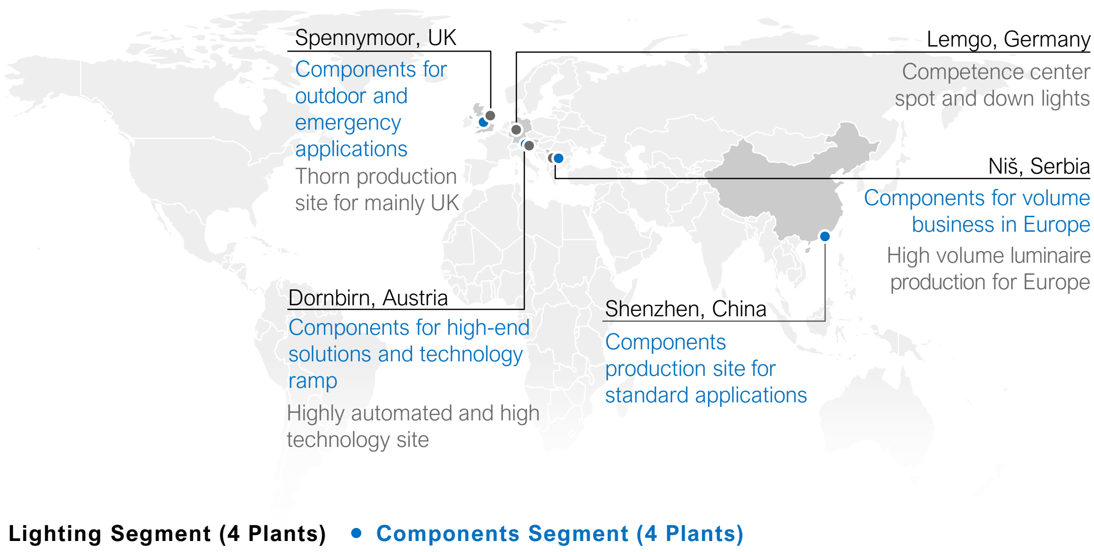


[4] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-SBM-1 §40ai and §42a as well as ESRS E5-5 §35).

Global production network

The Zumtobel Group's lighting and components plants are organised in a global production network. Management relies on lean management, the automation of business processes, and the use of location specific cost advantages to continuously optimise product costs. Products for both the Lighting Segment and the Components Segment are produced in individual areas at Dornbirn, Niš and Spennymoor in separate areas and under separate organisation and management. Lemgo serves as the competence centre for the production of spot and downlights, while Shenzhen manufactures components for standard applications. The Zumtobel Group operated eight plants worldwide as of 30 April 2026.

PRODUCTION NETWORK OF ZUMTOBEL GROUP AS OF 30 APRIL 2026



1.1.3 Market position and brand positioning[5]

Leading position in a highly fragmented market

The Zumtobel Group is active worldwide, but Europe remains the most important market with around 85% of total revenues. The professional lighting industry in Europe is highly fragmented but the Zumtobel Group holds a strong position with its internationally established Zumtobel and Thorn lighting brands: The market share in Europe equals roughly 7%. The worldwide components industry, in contrast, is characterised by greater consolidation. With its Tridonic components brand, the Zumtobel Group also holds a leading position in lighting management and control gears.

Tridonic – the specialist for the development of new LED systems and technologies for connected light

Tridonic, the Group's technology brand, supports customers with intelligent hardware and software solutions. With roughly 1,800 patents, it is a global innovation driver for light-based network technology and the development of scalable solutions that support the development, among others, of new business models for lighting producers, building managers and system integrators. Tridonic is not only active in the production of components and system solutions for the Group's lighting brands, but it also serves as an OEM supplier for luminaire producers and projects throughout the world and generates around 80% of its revenues outside the Zumtobel Group. The brand's innovative strength is also demonstrated by a recent award from the Digital Illumination Interface Alliance. At the international Dali Lighting Awards in 2026, Tridonic was recognised in two innovation categories: "Best Emergency Lighting Integration" and "Sustainability & Energy Efficiency".

[5] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-SBM-1 §40aii and §42b).

Zumtobel – the premium brand for architectural lighting

Designing innovative, high-quality lighting solutions for every situations is the mission and passion of the Zumtobel brand. The right lighting in the right context creates atmosphere and can have a positive influence on the quality of life. The Zumtobel portfolio includes innovative and sustainable lighting solutions and high quality luminaires for interiors that are optimised for the specific area of application to meet people's needs (Human Centric Lighting). Other product areas address applications in intelligent lighting management and emergency systems. The most important applications for these solutions are industry, education, office, retail, gastronomy, healthcare, and art and culture. Valuable impulses for the further development of the portfolio are created not only through the Zumtobel Group's own internal research and development, but also by long-standing cooperation with leading international architects, lighting planners, designers and artists as well as external partners in the project business. Zumtobel combined technological excellence with a deep understanding for architecture and design to continuously improve the aesthetics of light and, in doing so, strike out in new directions. This conviction is illustrated, among others, by the PANOS III luminaire family and Zumtobel EDITIONS. The TALUNA and SKENA luminaires received the Red Dot Design Award in 2026 for their outstanding product design.

Thorn – the performance brand for the international volume business

Thorn is a leading quality supplier of professional solutions for indoor and outdoor lighting and stands for high performance, cost efficiency and particularly user-friendly lighting systems. Its broad production spectrum is complemented by groundbreaking technologies that are focused on customers' current and future requirements. These intelligent systems are increasingly forming the core of the service offering where they support smarter, more efficient and more sustainable lighting solutions. The offering is directed to professional electricians, installers, planners and operator as well as light designers, urban developers and municipalities. Thorn solutions are found in and around buildings, educational and healthcare facilities and the retail trade as well as urban areas, streets and tunnels, architecture and sport venues. One important goal is the protection of the nighttime sky with the help of so-called dark sky friendly solutions, and Thorn has extensive know-how and certifications in this area. Its position as a leading provider of lighting solutions is underscored by iconic projects like UNESCO world heritage sites, Olympic sport facilities and large-scale lighting networks in metropolises throughout the world. This standing is also reflected in international partnerships and awards, including FIFA accreditation and Red Dot Design Awards for exterior lighting.

1.1.4 Key success factors for the Zumtobel Group

Strong sales structure

The Zumtobel Group's leading competitive position is based primarily on three strong brands with widely diversified market access, extensive know-how in lighting applications and a clear technological advantage in individual areas. In order to optimally address the various markets, the group has created so-called sales regions – D/A/CH, Europe-West/South, Europe-North/East, and Overseas/Americas/Asia/MEA. The sales function had nearly 1,700 employees in 2025/26, whereby 1,400 employees work for the Lighting Segment and 265 employees for the Components Segment.

Extensive know-how in lighting applications

The design of a customer-specific lighting solution requires extensive knowledge of the product portfolio, the innovative technological developments and the specific lighting application. The Zumtobel Group sales staff must therefore understand – and be able to convey – not only the technical and functional aspects of light and the impact on energy consumption, but also the aesthetic and emotional implications and the positive influence of good lighting on the user's sense of well-being. Accordingly, detailed and wide-ranging education programmes and continuous training are decisive for the quality of sales. "Launch windows" are held by the brand product managers twice each year to familiarise their sales colleagues with the latest product developments in the associated lighting applications. In these programmes, the launch managers work closely with the interdepartmental teams to present the benefits and availability of the new products.

Integrated smart building solutions as a competitive advantage

An extensive patent portfolio and close collaboration with international light design partners and architects underscores the company's innovative power. A total of EUR 73.6 million was invested in research and development (R&D) during 2025/26 to safeguard the Zumtobel Group's leading technological position. Today's challenges include the further development of LED-based lighting quality, rapid digitalisation and the increasing complexity of intelligent lighting systems.

The focus is also steadily shifting from the product to complete lighting solutions which offer tangible customer benefits. There is a growing demand for complete, scalable and service-oriented solutions that can be easily integrated in existing infrastructures and deliver measurable added value in operations – for example through energy savings, optimised room usage or data-based services. Connectivity and IoT are the main enablers here: They support the integration of products in higher level platforms, the generation and analysis of data, and the design of new data-based services. Innovation cycles are significantly shortened because functions can be developed faster and more flexibly. The currently visible transformation along the value chain towards smart building ecosystems is a key requirement to sustainably strengthen the Zumtobel Group's competitive position, develop new revenue sources and further expand long-term customer relationships. With its clear brand architecture, the Zumtobel Group is optimally positioned for this transformation.

The Smart Building Solutions Division consolidates the product and lighting solution portfolios. The Keyture software platform forms the technological backbone for smart space applications. This modular, multifunctional solution in combination with intelligent sensors supports, among others, maximum energy savings, the data-based maintenance and monitoring of sustainability goals, real-time space optimisation, the asset tracking of objects, and the monitoring of environmental factors and operational excellence. Partnerships and cooperations – for example with Siemens, ABB and Legrand – were also established to further strengthen and standardise the integration in higher-level building management and automation systems.

1.1.5 Structural revenue drivers for professional lighting

Construction activity – both new construction as well as the refurbishment of existing buildings – is one of the main revenue drivers for professional lighting. New construction is almost always focused on the installation of new lighting, while refurbishment creates a variety of opportunities for the modernisation of lighting systems. These systems help to reduce energy consumption and form the basis for a business case with a positive return on investment (ROI). The Zumtobel Group's portfolio supports the following alternatives:

- The conversion of existing lighting through so-called retrofit kits, which involve the replacement of the lighting sources with LED technology as well as the appearance and control electronics.
- The replacement and installation of new LED luminaires.
- A remanufacturing service was introduced for certain product lines: After a defined operating period, the luminaries can be reconditioned and installed for further use.

Structural growth drivers: energy efficiency, digitalisation and new services

The market potential for lighting solutions in Europe is based on roughly two-third of refurbishment measures and only one-third of new construction. This potential can be quantified by comparing construction volumes and lighting volumes. Key factors for future structural revenue drivers are the efficiency gains between older and newer lighting equipment and the resulting energy cost savings. The extent of the energy cost savings is dependent not only on the energy efficiency of the luminaire but also on the use of intelligent lighting systems. LED-based lighting solutions with motion and daylight sensors can reduce electricity consumption by up to 80% compared with conventional systems.

Legal regulations are increasingly turning to sensor-based, automated lighting management as a requirement for data-based optimisation. Additional functions like real-time energy monitoring or remote maintenance will increase transparency for users and reduce operating costs for facility managers. State-of-the-art lighting control equipment with cloud architecture and wireless communications also facilitate the integration of further sensors and actuators. This, in turn, will support new functions and business models – – for example, the tracking of persons and assets over the lighting network, the preparation of heat maps or the measurement of environmental parameters like the air quality and temperature. In this way, energy consumption and comfort can be optimised throughout the entire building and customer benefits will increase.

Added value through sustainability and digitalisation

Sustainability is currently influenced by a dynamic regulatory environment. However, this business area also offers new opportunities for innovative services and business models – especially in combination with digitalisation – which are economically viable because they create both clear customer and ecological benefits.

New regulatory requirements are increasingly calling for the data-based optimisation of building operations through sensor-based, automated lighting management systems. New buildings and larger renovation projects must disclose their global warming potential (GWP), whereby the goal is to minimise emissions over the entire lifecycle. Data that includes environmental product declarations (EPDs) are becoming a central added value.

In addition to the growing demand for future-oriented, energy-efficient solutions and complete systems, attention is turning to the materials used – whether previously recycled or created through remanufacturing. New circular business models can also reduce costs, raw material requirements and emissions.

The first related projects were started and services were implemented during the past financial year to demonstrate the potential and possible distinguishing features of these solutions.

AI and data-supported optimisation

The Zumtobel Group’s digital transformation is directed to creating sustainable added value for its stakeholders along the value chain. The key elements include data-driven and AI-supported business models, tools and processes. Intelligent lighting management systems like Zumtobel lightingGO and the IoT system Keyture act as sustainability enablers and drivers for energy efficiency and data transparency – they are the key to intelligent lighting and create additional application possibilities for the lighting group’s customers. The new, recently launched Zumtobel and Thorn websites will further strengthen digital customer contacts. With their intuitive handling and greater focus on an outstanding user experience, they create the best possible digital feeling over the entire product and service portfolio.

Simplified, automated or AI-supported tools and systems not only empower the Zumtobel Group's customers and partners, but also the company's employees. Based on AI and behavioural economics, the "sales coach" installed during the reporting year provides support through data-based, individualised feedback. The internal chatbot PIA, the "People Information Agent", is available to the Zumtobel Group's employees for issues involving human resources. This tool provides fast answers based on an extensive knowledge database and encourages independence.

1.1.6 The corporate strategy – FOCUSED[+]

FOCUSED[+] strategy

Against the backdrop of a still challenging market environment that is influenced by global uncertainty and a weak economy, the Zumtobel Group continued to consistently implement its FOCUSED[+] strategy and introduced further refinements in key areas. This strategy addresses current economic and geopolitical conditions while further consolidating our activities around smart, sustainable building infrastructure. The objective is to build on our strong foundation, expand our competitive position over the long term and position the company securely for the future in light of the increasing digitalisation of buildings and the rapidly expanding sustainability demands from legislators and customers. Central strategic elements were further developed in 2025/26: We strengthened our focus on attractive markets, improved our operating excellence, drove innovation and intensified the cooperation of the three strong brands under a single umbrella. These efforts represent the essential building blocks of the foundation to respond flexibly to market changes, effectively utilise opportunities and become more resilient.

FOCUS ON KEY MARKETS AND APPLICATIONS

The European core markets and profitable applications represent our main focal points. In the indoor segment, they include industry, office & education, retail, healthcare, and art & culture. In the outdoor area, we concentrate on lighting for urban areas and streets as well as architectural and sports lighting. This focus also includes a reduction of our activities in less attractive markets and segments.

OPERATIONAL EXCELLENCE

The continuous optimisation of product and process quality as well as cost structures along the entire value chain creates a secure foundation for reliable deliveries, customer proximity and sustainable production – supported by our own plants and a strong international supplier network. Our AI strategy includes the targeted use of artificial intelligence throughout the value chain – from sales and service to administrative processes and production. The application areas include, among others, AI-supported sales forecasts, intelligent service chatbots, automated document processing and visual quality controls in production.

COMPETENCE AND INNOVATION AS KEY DIFFERENTIATOR

Innovation remains our most important differentiation factor. We have significantly expanded our expertise, especially in the areas of sensors, miniaturisation and system integration. The seamless integration of components, hardware, firmware and software form the basis for high-performance, IoT-compatible lighting solutions.

UNIQUE BRANDS UNDER ONE ROOF
With Tridonic, Thorn and Zumtobel, we cover all major parts of the value chain – from components to connected lighting solutions. Every brand has a clear, independent profile and complements the others.

SMART SOLUTIONS AND SERVICES
We are continuously expanding our offering of individual products up to integrated, data-based solutions and services. The new Smart Building Solutions Division bundles this expertise. With strategic partnerships (Siemens and ABB as well as Legrand since March 2026) and the Keyture software solution, we create complete smart space solutions and new customer experiences.

ENVIRONMENT AND ENGAGED EMPLOYEES
Sustainability is a fixed part of our strategy. We reduce emissions, anchor circular economy principles and actively support our customers in reaching their ESG goals. At the same time, we create a working environment that promotes commitment and personal development.

DIGITAL PROCESS TRANSFORMATION
The digital transformation has spread to all areas of the business – from product development to production, services and customer interfaces. Cloud technologies, responsive working methods and AI-supported analyses help us to accelerate processes and develop new business models. This improves process efficiency, makes quality and decision-making capabilities measurable and strengthens our data-driven working procedures. Our competitive advantage lies in consequent implementation: Successful AI-applications are transferred to operating processes in a structured manner, scaled across the company and, through our partner approach, refined with a focus on both goals and risks.

Overview of our FOCUSED[+] strategy

The focus is increasingly shifting from the product to concrete customer benefits. The decisive factor is the added value created by solutions in actual operations – for example, through energy savings, better space usage or data-based services.

Connectivity and IoT are the primary enablers for this development. They support the integration in platforms, data applications and new business models. However, customers' requirements are increasing at the same time: There is a growing demand for complete, scalable solutions that can be smoothly integrated and deliver measurable results.

Sustainability remains a central driver. Energy efficiency, resource conservation and circular business models have become decisive factors for investment decisions.

The Zumtobel Group is now able to **address additional market potential** through the continuing development of its strategic orientation **along the value chain towards smart building ecosystems**.

The **technology brand Tridonic** is and will remain the innovation leader for components and sensors and will shape the future with consistent investments in research and development as well as the technology related to sensor-based lighting.

The aim of the **flagship brand Zumtobel** is to achieve and maintain a position as Europe's leading provider of multi-application, circular economy, and cleantech solutions.

With the **leading international brand Thorn**, the Zumtobel Group can address a very broad customer base in the professional lighting business with its coordinated indoor and outdoor solutions.

The new **Smart Buildings Solutions** (SBS) Division consolidated the product portfolio. **Keyture**, the new innovative software solution, will support the development of new **smart space applications** and offer customers a **holistic service experience**.

Against this background, **strategic partnerships** have also been established with Siemens, ABB and Legrand.

In view of these trends, we see the transformation to integrated solutions and services as an essential requirement to sustainably strengthen our competitive position, develop new revenue sources and further expand our long-term customer relationships.

Strategy implementation in our brands

Tridonic – the leading sustainable lighting technology partner

We are expanding the position of TRIDONIC as a leading sustainable lighting technology partner into sensor-based illumination and IoT.

	Leading: Build on Tridonic´s values, knowhow and quality to reinforce ties with the traditional customer base – partnership as a commoditisation alternative
	Sustainable: Use sustainability leadership to expand into new customer segments
	Technology: Foster connectivity and data mining to enable new business models
	Partner: Gradually expand geographically to grow the customer base and realise further economies of scale
	Sensors: Invest in sensor technology and its integration into the lighting ecosystem
	IoT: Use digitalisation to strengthen the market position and customer service levels

Zumtobel – Europe's leading champion for multi-application and circular cleantech solutions

With our flagship brand ZUMTOBEL, we are establishing a position as Europe's leading champion for multi-application and circular cleantech solutions.

- **Flagship brand:** Cultivating our 'Signature Design' while extending our exceptional customer reputation (esp. for architects & end users)
- **Multi-application:** Expanding our lighting solutions to cover four key application fields, including emergency, connectivity and services
- **Made in Europe:** Proudly crafted and 100% manufactured in Europe to suit tailored projects for global specifications
- **Sustainability:** All our products and solutions adhere to the stringent Zumtobel Circular Design Rules and maximise Remanufacturing / Re-use / High-value Recycling ("3 Rs")
- **Cleantech:** Empower clients to achieve the lowest lighting-related CO_2 footprint and highest building standards
- **Champion:** Premium light quality in chip technology (Zumtobel SPECTRUM), system efficiency, and human centric lighting (Active Light)

Thorn – connected lighting through coordinated interior and exterior solutions for the broad masses

With our leading international brand THORN, we make connected lighting accessible to the masses through coherent indoor and outdoor solutions.

- **International Brand:** We are a brand recognised internationally for its heritage and proven performance
- **Accessible Connectivity:** We make connectivity & IoT affordable for indoor and revolutionize it for outdoor
- **Masses:** We aim at a wide network of customers, end users and channel partners, also leveraging the full mid-market potential
- **Indoor & Outdoor:** Unique proposition in the industry to provide coherent solutions for both indoor and outdoor applications for commercial and public lighting projects
- **Lighting solutions:** Premier luminaires and emergency lighting, powered with advanced sensors and controls

An efficiency programme to protect the competitive position

Efficiency programme to protect the competitive position

The Zumtobel Group's corporate strategy includes a comprehensive efficiency programme which is designed to strengthen operating efficiency and sustainably improve the competitive position. All areas are analysed in detail – from sales and administration (SG&A) to operations, procurement, and research & development – and a global package of measures is under development for implementation by the end of the 2028/29 financial year.

Three main areas of activity form the focal points:

- >> First: The sales and administrative organisation will be streamlined and hierarchy levels will be reduced. This will shorten decision paths and more clearly define responsibilities and, in this way, significantly accelerate implementation speed. New AI-based tools will help to automate processes and conserve resources.
- >> Second: The transparency and efficiency of procurement processes will be substantially increased through the reduction of complexity and the expansion of automation.
- >> Third: The expansion of the Shared Service Centres in Serbia and Portugal will be consequently pursued to sustainably optimise the cost base, while protecting high quality standards.

Cost savings of EUR 40 – 50 million in 2028/29

Plans call for the realisation of significant cost savings in the SG&A area over the next four years which will continually increase to a volume of approximately EUR 40 to 50 million in 2028/29. The first positive effects were realised in 2025/26, whereby roughly 80% of the cumulative savings are expected by 2027/28. The related restructuring costs will presumably be in the low single digit million euro range per year up to and including 2028/29.

This programme is not designed for short-term cost reduction, but for the structural improvement of margins and the sustainable strengthening of competitive ability. Through the goal-oriented expansion of the Shared Service Centres in Serbia and Portugal, the Zumtobel Group will focus on a combination of efficiency, scalability and innovative capability to safeguard long-term, profitable growth and realise sustainable added value for all stakeholders.

1.2 Consolidated Sustainability Statement

1.2.1 ESRS 2

General basis for preparation of sustainability statements | BP-1

This consolidated sustainability statement was prepared in accordance with the Austrian Sustainability Reporting Act (DE: Nachhaltigkeitsberichtsgesetz, NaBeG), which implements Directive 2022/2464/EU, the Corporate Sustainability Reporting Directive (CSRD), into national law. It covers the sustainability topics material to the Zumtobel Group. The consolidated sustainability statement complies with European Sustainability Reporting Standards (ESRS) and the EU Taxonomy Regulation.

EU: CSRD
Austria: NaBeG

This statement is valid for the 2025/26 financial year and has been prepared for the period from 1 May 2025 to 30 April 2026 in line with the financial reporting. The datapoints are reported on a consolidated basis following the same principles as the annual financial statements. Unless specified otherwise, all disclosures in the report therefore relate to the parent company Zumtobel Group AG and the subsidiaries under its control.

Identification of the material impacts, risks and opportunities for the Zumtobel Group (IROs) extends to the entire upstream and downstream value chain. Policies, actions and targets pursued by the Zumtobel Group relate to the company's internal organisation and do not cover the entire value chain. The Code of Conduct for Business Partners, which is binding for all business partners and therefore spans the entire value chain of the Zumtobel Group, is one exception to this rule. The metrics included in this report refer exclusively to the Zumtobel Group, with the exception of the Scope 3 emissions calculation.

The Zumtobel Group has not used the option to omit specific information corresponding to intellectual property, know-how or the results of innovation from this report.

Disclosures in relation to specific circumstances | BP-2

The standard definitions of short-, medium- and long-term as set out in ESRS 1 Section 6.4 have been used. A short-term time horizon describes a period of up to one year. Medium-term refers to a time horizon between one and five years. A long-term time horizon is defined as a period of more than five years.

This year's reporting marks the second application of the CSRD and the ESRS and is the first to be prepared in accordance with the NaBeG. In cases where real data are not available for the Zumtobel Group, estimates are used. As a result, actual amounts may vary. Estimates are used when preparing the climate risk analysis, which results in outcome uncertainty (for details, see E1 SMB-3). With regard to energy and fuel consumption at sales offices, the figures received are extrapolated based on the number of square metres. Further details can be found in the section 'Energy consumption and mix | E1-5'. In order to calculate its Scope 3 emission levels, the Zumtobel Group cites secondary data and estimates (emission factors, operating periods, product life, etc.). More information on this topic can be found in the section 'Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6'. These metrics are not recorded separately for the Group's individual sales offices. Information on how these estimation methods are applied can be found in the relevant sections. The Zumtobel Group does not expect any changes in the assumed inputs (activity data, emission factors, extrapolation factors) to result in any outcome uncertainty or a material change in the reported metrics.

In the reporting year, phase-in options were utilised for selected ESRS disclosures, meaning that, in particular, the financial effects of material risks and opportunities are not disclosed; furthermore, certain environmental standards (E2-E4) are not reported on due to a lack of materiality. Disclosures related to S1 apply exclusively to the Group's own workforce, while transitional provisions apply to external workers and selected social issues. In addition, other phase-in options have been utilised for S1-8 (collective bargaining coverage and social dialogue outside the EEA), S1-11 (social protection), S1-12 (percentage of people with disabilities), S1-14 (work-related ill health) and S1-15 (work-life balance). For S2, S4 and G1, reporting remains unchanged from the previous year, while S3 is classified as immaterial and is therefore not reported on. All transitional provisions applied comply with the requirements of Delegated Regulation (EU) 2023/2772, as amended.

In the 2025/26 reporting year, the following significant changes were made compared with the previous year 2024/25 related to the scope of consolidation, data sources and methods applied, which may affect the comparability of individual disclosures:

- Following its complete acquisition, Inventron was consolidated in full for the first time and is therefore included in the disclosures for the 2025/26 reporting year. The subsidiary is not taken into account in the calculation of Scope 3 emissions or in any of the metrics from Section '1.2.2.2. E5 | Resource use & circular economy' because its share of the total volume of luminaires sold is considered immaterial.
- The process for determining alignment with the EU Taxonomy has been revised. As a result, the proportion of Taxonomy-aligned revenue for 2025/26 has fallen compared with the previous year. Further details can be found in the section on the EU Taxonomy.
- In the prior-year reporting, a 42% emissions reduction was reported for Scope 3.1. This figure was based on the assumption that the 42% Scope 3 emissions reduction target defined by the Science Based Targets initiative (SBTi) would apply uniformly across all Scope 3 categories. As part of a refinement of the methodology, the calculation approach was revised. Based on the updated calculations, the emissions reduction for Scope 3.1 amounts to 2.5%, corresponding to an absolute reduction of approximately 0.1% of total Scope 3 emissions.
- The calculation method for the disclosures on the recycling content in the section 'Metrics on resource inflows | E5-4' has been revised. From 2025/26 onwards, only information from manufacturers will be used for all material types, and inferences by analogy will no longer be made. The prior-year figure has been adjusted accordingly in this report.
- For the remuneration metric (in accordance with ESRS S1-16), the calculation methodology has been adjusted so that an average monthly conversion rate is applied for the first time. In the previous financial year 2024/25, an exchange rate at the reporting date (30 April 2025) was used for the conversion.
- In relation to governance and the disclosure of training on corruption and bribery, the definition of at-risk functions has been refined and adjusted, resulting in a change in the group of individuals subject to reporting compared with the previous year. This revision is described in more detail in the section 'Prevention and detection of corruption and bribery | G1-3'.

In accordance with ESRS 1 Section 9.1, the disclosure requirements have been incorporated by reference. The table below outlines the corresponding requirements. All disclosures are included in this report, and no reference has been made to sources not included in this document.

Datapoint, disclosure	Mandatory datapoint	Reference to section	Page
The role of the administrative, management and supervisory bodies | GOV-1	ESRS 2, GOV-1 §21b ESRS 2, GOV-1 §21d ESRS 2, GOV-1 §21e	Corporate Governance Report: 3.2 The Management Board 3.3 The Supervisory Board 3.3.3 The Supervisory Board – Experienced, Diverse, Independent	from 215 217-219 220 220-222
Integration of sustainability-related performance in incentive schemes | GOV-3	E1, ESRS 2, GOV-3 §13	Integration of sustainability-related performance in incentive schemes | GOV-3	27
Risk management and internal controls | GOV-5	ESRS 2, GOV-5 §36a	Group Management Report Corporate Governance Report	from 12 ab 215
Strategy, business model and value chain | SBM-1	ESRS 2 SBM-1, §38 ESRS 2 SBM-1, §40a i. and ii. ESRS 2 SBM-1, §42a and b	1. Group Management Report: 1.1 The Zumtobel Group – An Overview	12-22
	ESRS 2 SBM-1, §40 g	Transition plan for climate change mitigation | E1-1	48-50
Interests and views of stakeholders | SBM-2	ESRS 2, SBM-2 §43 S1-SBM-2 §12 S2-SBM-2 §9 S4-SBM-2 §8	Interests and views of stakeholders | SBM-2	31-32
Whistleblower system	S1-3 | S2-3 | S4-3	Business conduct policies and corporate culture | G1-1	105

The role of the administrative, management and supervisory bodies | GOV-1

Consisting of four managing members (100% male), the Zumtobel Group's Management Board is the operational governing body with ultimate responsibility for sustainability. The Supervisory Board of Zumtobel Group AG comprises nine members – six shareholder representatives elected by the Annual General Meeting (67%) and three employee representatives delegated by the Works Council for an indefinite period (33%). Of the nine members, 33% are female and 67% are male. The Supervisory Board is responsible for overseeing the non-financial statement. All members of the Supervisory Board are independent. Each quarter, the Management Board routinely updates the Supervisory Board on current sustainability topics with the support of Group Sustainability. Please refer to Sections 3.2 The Management Board, 3.3 The Supervisory Board as well as 3.3.3 The Supervisory Board – Experienced, Diverse, Independent of the Corporate Governance Report for more information, particularly with regard to the tasks performed by the Supervisory Board and the Management Board. The following table provides an overview of the sector and product expertise of the members of the Management Board and the head of Supervisory Board, including the deputy members of the management.

Name	Management & Supervisory Board	Expertise relevant to sectors and products	Geographical expertise
Alfred Felder	Chairman, Chief Executive Officer	Electrical engineering, business administration	Global
Thomas Erath	Chief Financial Officer	Finance, business administration	Global
Bernard Motzko	Chief Operating Officer	Mechanical engineering, business administration	Global
Marcus Frantz	Chief Digital Transformation Officer	IT & digitalisation, business administration	Global
Karin Zumtobel-Chammah	Chairwoman of the Supervisory Board	Business administration, finance	Global
Georg Pachta-Reyhofen	1st Deputy Chair of the Supervisory Board	Mechanical engineering, automotive industry	Global
Volkhard Hofmann	2nd Deputy Chair of the Supervisory Board	Consulting, industry	Global

Sustainability Committee

The Sustainability Committee, consisting of the Management Board as well as the Group Sustainability department, representatives of the brands and various department managers, makes decisions regarding the strategic direction of the Zumtobel Group's sustainable development. Quarterly meetings are held to determine the reporting requirements, key topics, non-financial indicators and the sustainability strategy, as well as to define mandatory targets, deadlines and actions. At the meetings, members of Group Sustainability present on recent developments with respect to material sustainability topics. This transfer of knowledge is based on ongoing training, relevant professional and industry experience, as well as interdisciplinary and ongoing coordination with the departments on strategic and operational topics. Metrics, targets and actions are also monitored on a continuous basis. Dedicated break-out sessions are held with the Management Board for specific topics. As a result, the entire Management Board possesses suitable expertise to oversee and manage sustainability topics.

Group Sustainability

Group Sustainability is responsible for coordinating sustainability management and is headed by the Group Sustainability Director, who reports to the Chairman of the Zumtobel Group's Management Board. The Group Sustainability department maintains an ongoing dialogue with the specialist departments. This organisational set-up ensures horizontal and vertical cross-divisional integration of sustainability management in the Zumtobel Group. It includes, in particular, relevant processes and controls for material impacts, risks and opportunities identified, which will be developed further in the coming years in the context of the non-financial statement.

Contacts from the specialist departments maintain an ongoing dialogue with the Group Sustainability team with a view to implementing the sustainability targets and planned actions in the business units. The former are responsible for the material IROs and report to the Management Board members. This means that the sustainability performance of material impacts, risks and opportunities of the Zumtobel Group is managed by the Management Board.

The results from the double materiality assessment were presented to both the Management Board and the Supervisory Board and were approved by both governing bodies for the 2025/26 financial year. Responsibility for monitoring the process for the sustainability statement lies with the Supervisory Board.

Information provided to and sustainability matters addressed by the company's administrative, management and supervisory bodies | GOV-2

The Management Board is briefed on a quarterly basis by the Sustainability Committee – primarily through the Group Sustainability department – on matters relating to the material IROs. This information is taken into account when further developing the FOCUSED[+] corporate strategy, in relevant transactions and in the risk management process. In doing so, the Management Board ensures that relevant IROs are taken into account in decision-making processes by monitoring the implementation of and progress towards the targets of the relevant actions and policies. IROs are assigned to the specialist departments, where they are developed operationally. Overarching targets are broken down to individual targets in the specialist departments. The respective specialist departments are responsible for achieving the detailed targets and take them into consideration for important transactions and decisions. Potential actions are defined and assessed as part of the annual context analysis and the risk management process. Consideration is given to possible trade-offs arising from potential conflicts of interest with other areas of the business. This takes place in close collaboration between the Global Quality, Risk Management and Group Sustainability departments and, where applicable, the relevant specialist departments.

Policies are adapted by the departments as required and approved by the Management Board. Corresponding actions that are implemented and prioritised on the basis of approval from the Management Board are developed from the Zumtobel Group's material sustainability matters.

Each year, the Supervisory Board discusses and approves all IROs as part of the presentation of material sustainability matters. Over the course of the year, the Supervisory Board (especially the Audit Committee) is briefed on the relevant IROs in their specific context, such as the reduction in emissions as part of ESG incentive measures. It receives updates on workforce health metrics from the Management Board and on corporate policy in connection with the prevention of corruption and bribery from the Compliance department. Risks to which the Group is exposed are communicated by Risk Management every six months.

Integration of sustainability-related performance in incentive schemes | GOV-3

ESG targets

By taking sustainability-related performance into consideration (in the form of ESG targets), the Zumtobel Group ensures that relevant topics are given due acknowledgement. Financial and non-financial performance criteria are taken into account in the variable remuneration policy, which accounts for 40% of the total remuneration. Three ESG targets with an overall weighting of 20% are included in the overall achievement of the short-term incentive (STI)[6]. This variable remuneration is granted to all employees contractually granted an STI and therefore to every employee who plays a significant role in the development of the Group. The rules governing variable remuneration also apply to the entire Management Board. The Supervisory Board is excluded from this variable incentive scheme. Target attainment is measured on the basis of a range between 0% and 200%.

Criteria for environmental, social and governance aspects are defined for the ESG targets and enforced through the setting of concrete targets. The specific target value as well as the minimum and maximum values are approved annually by the Supervisory Board before the start of the respective financial year as part of the annual budget approval. The following ESG targets apply to the 2025/26 financial year and are based on a target achievement of 100%:

- Reduction of CO_2e emissions (from production sites) to 9,000 tonnes
- Improvement in integration success rate (reduction in early turnover)
- EU Cyber Resilience Act – safer product development

Climate-related targets therefore account for 30% of the Zumtobel Group's ESG target weighting. Achievement of the climate-related targets stood at 200% in the 2025/26 financial year. This remuneration is calculated on the basis of the GHG emissions targets stated in E1-6. Please consult Section 2.6.6.13 Defined benefit remuneration systems in the Consolidated Financial Statements for more information on the Zumtobel Group's incentive scheme.

Statement on due diligence | GOV-4

a) Embedding due diligence in governance, strategy and business model	The Zumtobel Group's commitment to sustainability and due diligence covers the entire value chain and forms an integral part of the corporate strategy. Please consult the sections listed below for more information: >> Information provided to and sustainability matters addressed by the company's administrative, management and supervisory bodies | GOV-2 >> Integration of sustainability-related performance in incentive schemes | GOV-3 >> Material impacts, risks and opportunities and their interaction with strategy and business model | SBM-3

[6] For further details, please refer to the remuneration report of the Zumtobel Group.

b) Engaging with affected stakeholders in all key steps of the due diligence	Information on this can be found in the following sections: >> Information provided to and sustainability matters addressed by the company's administrative, management and supervisory bodies | GOV-2 >> Interests and views of stakeholders | SBM-2 >> Description of the process to identify and assess material impacts, risks and opportunities | IRO-1
c) Identifying and assessing negative impacts on people and the environment	An annual risk assessment is conducted to identify and assess potential or actual negative impacts arising from or affecting the value chain. Any negative impacts reported in the whistleblower system are also examined and monitored. Please consult the sections listed below for more information: >> Description of the processes to identify and assess material impacts, risks and opportunities | IRO-1 >> Material impacts, risks and opportunities and their interaction with strategy and business model | SBM-3
d) Taking action to address negative impacts on people and the environment	Actions to minimise and avoid potential negative impacts are identified and taken on a case-by-case basis. Global Purchasing can request dedicated action from suppliers on DigiSus. Please consult the sections listed below for more information: >> Transition plan for climate change mitigation | E1-1 >> Actions | E1-3 | E5-2 | S1-4 | S2-3 | S4-3
e) Tracking the effectiveness of these efforts	Digital supplier management on the Zumtobel Group's digital sustainability platform DigiSus has enabled Global Purchasing to measure improvements in supplier scores. Please consult the sections listed below for more information: >> Transition plan for climate change mitigation | E1-1 >> Policies related to climate change mitigation and adaptation | E1-2 >> Actions and resources related to resource use and circular economy | E5-2 >> Processes for engaging with own workers and workers' representatives about impacts | S1-2 >> Processes to remediate negative impacts and channels for own workers to raise concerns | S1-3 >> Taking action | S1-4 | S2-4 >> Policies related to consumers and end-users | S4-1 >> Processes for engaging with consumers and end-users about impacts | S4-2 >> Business conduct policies and corporate culture | G1-1

Risk management and internal controls over sustainability reporting | GOV-5

The Zumtobel Group's risk management system is closely linked to the controlling processes and internal control system in place and has interfaces to many other business areas. Synergies are leveraged through the regular exchange of information. Among other things, findings from the risk assessments conducted on a biannual basis under the umbrella of the Group-wide risk management process provide a central basis for the financial materiality assessments in the materiality assessment. Financial risks and opportunities are identified in cooperation with the respective specialist departments and actions are compiled in the risk management software used throughout the Group. External reports, such as the FM Global Risk Report on climate risks at the respective sites, are also used as reference. The Zumtobel Group's risk management system and the material risks and options for action are discussed under Risk Management.

Internal control system

Targeted internal controls have been rolled out by the Zumtobel Group as part of the internal control system to minimise the risk associated with the sustainability reporting process. These controls have been implemented across departments and cover, in particular, the data collection process, data processing, the calculation methodology used and verification of the reported data. Comprehensive data checks are conducted in select areas, in particular with regard to the completeness, accuracy and timeliness of the datapoints to be reported. The data is provided by the relevant departments. Quality assurance and completeness checks are carried out by designated quality control officers, documented accordingly and reviewed by a second party in close collaboration with Group Sustainability.

The most important risks evaluated concern identifying material topics, carbon accounting and availability of data on health and safety in line with ESRS requirements. Review and approval of the materiality assessment by the Management Board and the Supervisory Board, in particular the Audit Committee, along with the associated material impacts, opportunities and risks minimises the risk of failing to cover an adequate range of material topics.

With regard to environmental datapoints, spot checks on datapoints conducted on an annual basis serve as a key control mechanism. These checks help to ensure that input or transmission errors are prevented and minimised. In addition, emissions calculations are checked for completeness, accuracy and timeliness as part of a dual control conducted by employees from both the Lighting and the Components segments. The COO receives updates on the current status of environmental metrics at monthly review meetings. Annual process and system reviews are conducted as part of internal and external audits, in accordance with ISO 14001 and ISO 50001, for instance. With regard to the datapoints in Section E5 – Circular economy, close interdepartmental information sharing takes place, thereby ensuring second-party review throughout the entire data generation and evaluation process. In particular, the ongoing standardisation of the calculation methodology for the 'Recycling Content' datapoint helps to reduce potential sources of manual error.

With regard to social aspects, metrics on employee health and safety are presented to the COO at monthly review meetings. Consistent reporting on metrics throughout the year ensures that the relevant metrics are both complete and available for analysis. Process and system reviews are conducted as part of annual internal and external audits, in accordance with ISO 45001, for instance.

Strategy, business model and value chain | SBM-1

FOCUSED[+]

The Zumtobel Group's corporate strategy revolves around achieving sustainable growth by focusing on key markets, operational excellence, innovation leadership, strong brands, smart solutions and sustainability. Standing for 'Environment and Engaged Employees', the letter E covers environmental and employee issues.

The Zumtobel Group's sustainability strategy comprises the three pillars of Net-Zero, Circular Economy and Partner of Choice.

Net-Zero

Net-Zero focuses on decarbonisation along the value chain and therefore covers aspects associated with climate change mitigation. The biggest driver in terms of emissions is the energy consumption of products. Energy – or rather energy efficiency – therefore plays a central role in achieving this objective.

Circular Economy

Purchased materials are another factor that contributes to the company's GHG footprint. With regard to the goal of Circular Economy, the Zumtobel Group is prioritising the use of primary resources and waste prevention. The aim is to develop circular models that facilitate more efficient use of materials while simultaneously lowering emissions. Findings obtained are incorporated into product development to achieve the conditions for establishing and scaling up a circular economy as quickly as possible.

Partner of choice

The third pillar, Partner of Choice, concerns all of the company's stakeholders. The Zumtobel Group strives to provide its workforce with a corporate culture defined by attractive working conditions and equal opportunity. In addition, emphasis is placed on working conditions and the rights of workers in the Zumtobel Group's value chain. As another key factor for this pillar, solutions offered by the Zumtobel Group are also designed to help customers achieve their sustainability targets arising from both regulatory requirements and their own ambitions. The definitions of terms relating to customers are provided in section "S4 | Consumers and end-users".

These aspects are also reflected in the material sustainability matters identified in the double materiality assessment. The Zumtobel Group aims to harness the power of lighting to make a significant contribution to the future of people and the planet. Three strong brands (Zumtobel, Thorn and Tridonic) create unique added value for customers. In addition, solutions offered by the Group are forward-looking, energy- and resource-efficient, put the needs of people and the planet first, and aim to minimise environmental impacts. Each of these characteristics aligns with the Zumtobel Group's strategic sustainability targets, namely Net-Zero, Circular Economy and Partner of Choice.

The Zumtobel Group has two operating segments which form the basis for corporate management: the Lighting segment with lighting products and solutions and the Components segment with drivers, LEDs and sensors. The Lighting segment comprises project sales (construction projects with architects, lighting and electrical planners, and property developers), retail and key account management. Lighting solutions are also sold over online sales channels. The Components segment includes OEM sales to lighting manufacturers and the sale of intelligent solutions to electrical and system planners. Both segments focus on the European market, which represents the Group's most important sales region with a market share of around 85%. Please consult Section 1.1 of the Group Management Report, The Zumtobel Group – An Overview, for more information. The Zumtobel Group is classified under business sector 'C – Manufacturing' and has been allocated the NACE code C27.40 'Manufacture of lighting equipment'. This business sector is categorised as a high climate impact sector.

Net-Zero until 2050

The Zumtobel Group has not defined any sustainability goals for individual products and services, customer categories, geographical areas, or relationships with stakeholder groups. The Zumtobel Group is committed to reaching Net-Zero GHG emissions by 2050 in line with the Science Based Targets initiative (SBTi). Challenges associated with achieving this target are described under E1-1 'Transition plan for climate change mitigation'.

The Zumtobel Group's business model is described in detail in Section 1.1 of the Group Management Report, The Zumtobel Group – An Overview. The Zumtobel Group's value chain starts with the upstream value chain for raw materials procurement. The main raw materials purchased for use in products manufactured by the Zumtobel Group are metals and plastics (based on purchased weight). Packaging is primarily made of cardboard. In some cases, raw materials are prepared for further use (e.g. refinement) and subsequently processed. Once these semi-finished products have been transported, luminaires and their components are produced at Zumtobel Group sites. Various quality controls ensure that products meet the required standards and specifications. Upon completion of all own operations, the products are transported to the customer or end consumer for use. In the downstream value chain, the Zumtobel Group's products are sold through various sales channels, such as project sales, sales through retail channels, online sales channels, or, for example, through OEM sales for the Components segment, and subsequently used. Consumers and end-users can make use of services such as maintenance during the use phase. At the present time, luminaires are professionally disposed of as electrical waste after their use phase. Various methods such as reuse, refurbishment and remanufacturing are employed to extend the service life of products and components in the interests of a circular economy. These topics are discussed in greater detail under E5-1.

Value chain

The most important economic actors along the Zumtobel Group's value chain are strategic suppliers (for more information, see S2), own workforce (for more information, see S1) and consumers and end-users (for more information, see S4). As of the reporting date 30 April 2026, the Zumtobel Group has a headcount of 5,188 employees (2024/25: 5,516). The majority of the Group's workforce – 86.6% – is based in Europe; a further 10.9% is based in Asia, 1.4% in Australia and New Zealand, 0.8% in the Americas and 0.1% in Africa.

Interests and views of stakeholders | SBM-2

The Zumtobel Group's commitment to sustainability and to due diligence extends across its own value chain as well as the upstream and downstream value chain. This commitment forms an integral part of both the corporate strategy and the sustainability strategy and is incorporated into the Group's integrated management system. The goal of this system is to ensure the Zumtobel Group's long-term stability in the market and to help it grow in consideration of political, economic, sociocultural, technological, environmental-geographic and legal factors. The management process in place within the Zumtobel Group ensures that stakeholder requirements and the material internal and external topics relevant to the Zumtobel Group are identified in the double materiality assessment. To this end, the Zumtobel Group maintains an open dialogue with its stakeholders to exchange information and opinions and to gain insight into their expectations and requirements regarding the company. Key requirements of the 'Customers' stakeholder group include energy-efficient products, smart lighting management systems and services. The 'Suppliers' stakeholder group expects, in particular, clearly defined and transparently communicated requirements regarding supplier performance, as well as clear communication of decarbonisation requirements and support thereof through appropriate incentive mechanisms throughout the supply chain. These forward-looking expectations are taken into account as part of the ongoing development and improvement of the business model and are incorporated into the Zumtobel Group's business activities. This dialogue helps to identify risks and opportunities early on, foster trust and build loyalty. The close, direct and individual interaction with a wide variety of stakeholders in the project business in particular contributes to the development of pioneering and sustainable lighting solutions at the Zumtobel Group. Stakeholder engagement is anchored in the corporate strategy under the pillar 'Partner of Choice'. Please consult the disclosures for the relevant topics in S1 and S2 for more information on engagement with the different stakeholder groups.

Members of the Management Board and the supervisory bodies are briefed annually on the positions and interests of the following stakeholder groups with respect to the Group's sustainability-related impacts in the presentations on the double materiality assessment, brand equity monitoring and the findings from the stakeholder engagement survey.

In its Code of Conduct for Business Partners, the Zumtobel Group sets forth its commitment to responsible corporate governance and upholding due diligence with regard to human rights, working standards and environmental protection along its value chain. All stakeholders that have an impact on the Group's business activities are integrated into the relevant activities through clear and open communication. This concerns material suppliers, contract suppliers for merchandise and indirect material suppliers who deliver or provide the products required to perform services. More information on the engagement of suppliers, value chain workers, and consumers and end-users can be found under S2-2 and S4-2.

The following table lists a number of the Zumtobel Group's relevant stakeholder groups and how the company engages with them:

Key stakeholders	Organisation	Purpose	Impact on strategy/policy
Consumers and end-users	- Personal discussions/ interviews - Online feedback channel - Customer survey (BEM) - Whistleblower system	- Customer satisfaction - Quality and innovation - The Zumtobel Group's ESG performance - Customer sustainability targets - Findings from the double materiality assessment	- Input fore double materiality assessment - Understanding the added value of sustainability from the customer perspective - Creating suitable innovative products to help customers achieve their sustainability targets
Investors	- Personal discussions - Meeting with investors - Online feedback channel - Whistleblower system	- Strategic focus - Capital Markets Days and - Annual general meetings	- Input for EU taxonomy - Input for double materiality assessment
Employees (own workforce), Management Board and Supervisory Board	- Personal discussions with global specialist departments - Works Council meetings - Employee performance and development reviews - Health and safety officer responsible for site - Internal survey - Online feedback channel - Whistleblower system	- Occupational safety and health well-being - DE&I - Employee satisfaction and working conditions, such as work-life balance - Findings from the double materiality assessment - Survey on the effectiveness of the whistleblower system	- Survey results decisive in shaping future HR priorities, such as the ongoing improvement of employee satisfaction - Input for double materiality assessment - Input for the further development of the whistleblower system
Suppliers and workers in the value chain	- Personal discussions/ interviews - Supplier onboarding - Online feedback channel - Whistleblower system	- ESG performance - Respect for human rights - Conflict minerals - Findings from the double materiality assessment - Survey on the effectiveness of the whistleblower system	- Input for double materiality assessment - Input for the further development of the whistleblower system
NGOs, universities, experts	- Personal discussions/ interviews - Whistleblower system	- Findings from the double materiality assessment	- Input for double materiality assessment

Description of the processes to identify and assess material impacts, risks and opportunities | IRO-1 & SBM-3

The double materiality assessment is the main tool used for identifying and prioritising material sustainability matters. When identifying and assessing material sustainability matters, potential physical events are planned with the worst-case scenario in mind in order to adequately safeguard resilience and protect assets. The Zumtobel Group has integrated the target of limiting global warming to 1.5 degrees as set forth in the Paris Agreement into its strategy. Identified topics are assessed with a structured approach in line with the guidelines published by the European Financial Reporting Advisory Group (EFRAG) and with the ESRSs. All necessary processes are fully integrated into the management processes in the interests of continuity. The process to identify and assess material impacts, risks and opportunities is described below.

Step 1: Procedure & methodology

For the 2025/26 financial year, the double materiality assessment was updated on the basis of the results of the double materiality assessment conducted in the 2024/25 financial year. As part of this update, a 'small update' was carried out, whereby only the existing shortlist was reviewed and adjusted where necessary, while the longlist and the underlying methodology remained unchanged. In the process, the existing double materiality assessment was checked for timeliness and supplemented with relevant new developments. The underlying methodology and approach remain unchanged. These continue to be based on the statutory requirements of the ESRS and the recommendations of EFRAG (as set out in 'Implementation Guidance Paper 1' on 'Materiality Assessment').

Step 2: Preparation of longlist

The defined ESRS list of sustainability matters (AR 16) serves as the starting point for the double materiality assessment. This list forms the basis for mapping the Zumtobel Group's entity-specific impacts, risks and opportunities (IROs). Existing processes and content are used as input channels for identifying IROs. Among other things, the context analysis, which is conducted and updated annually as part of ISO certifications (9001, 14001, 45001 and 50001), and the environmental aspects matrix are particularly relevant in this regard. The context analysis also covers topics such as energy, emissions, waste and water. The two WWF Risk Filter Suites (Biodiversity Risk Filter, including the Industry Risk Filter & Water Risk Filter, accessed online on 5 November 2025) serve as an additional information source for analysing potential and actual impacts. By taking into account assessments at both country and sector level, the Biodiversity Risk Filter enables a systematic analysis of potential impacts along the Zumtobel Group's value chain. Financial aspects are identified in coordination with Risk Management and the processes defined in the risk management system. The above aspects are compiled to provide the basis for the preparation of an entity-specific longlist for the Zumtobel Group.

Step 3: Aggregation to shortlist & calculation methodology

The longlist entries are made into a shortlist by aggregating the IROs. The evaluation of impacts on people and the environment forms the starting point for the compilation of the shortlist. Interrelationships and dependencies between the impacts and the financial risks and opportunities are presented on the basis of this list. Financial risks and opportunities are then categorised in terms of their ability to influence revenue, expenses, cash flow, assets and/or cost of capital. A short-, medium- and/or long-term horizon is defined for all IROs with respect to the timing of their occurrence.

Topics are evaluated based on feedback received from internal and external stakeholders (stakeholder engagement). The shortlist is first evaluated in a corporate context at internal expert workshops; these findings are then discussed and analysed with external stakeholders. The external feedback received was compared with internal comments; no significant discrepancies were identified as part of this comparison.

Assessment criterions

The assessment considers both the likelihood and the severity of IROs. Identified impacts, risks and opportunities are classified using a scale from 1 (low) to 5 (high). Actual and potential negative impacts on people and the environment are calculated by multiplying the probability of occurrence by the sum of severity (scale), number of people affected (scope) and irremediability. The irremediability of actual and potential positive impacts on people and the environment is not taken into account. For potential risks and opportunities, the financial impact is multiplied by the probability of occurrence.

The 'severity' (scale) assessment criterion describes the significance of the impact on those affected. Taking a workplace accident as an example, a score of 1 would describe a minor injury, such as a small cut, while a score of 5 would represent a potentially fatal workplace accident. The 'scope' criterion describes the extent of the actual or potential impact – both geographically and in terms of the number of people affected: a score of 1 refers to a single manufacturing company or individual persons, while a score of 5 affects the global environment or the whole of humanity. The 'irremediability' criterion assesses the extent to which an impact can be reversed. A score of 1 indicates that the impact can be remediated quickly and with little effort, whereas a score of 5 means that it is not possible to restore the original condition. A likelihood score of 1 indicates a very low likelihood of this IRO occurring, while a score of 5 indicates a very high likelihood of occurrence or that the IRO has already materialized. The Zumtobel Group also draws on the two WWF Risk Filter Suites mentioned above, namely the Biodiversity Risk Filter and Water Risk Filter, and the Industry Risk Filter, among others, when assessing the potential environmental impact of biodiversity as well as water and marine resources. The materiality assessment accounted for geographical conditions, specific business activities along the value chain and other factors that could increase the risk of potential negative impacts.

Threshold for materiality

A topic is considered material if it scores at least 12.5 points, 50% of the maximum score of 25 points. Financial risks in excess of EUR 200 thousand are recorded in internal risk management tools and therefore also taken into account in the materiality assessment. The identification, assessment and management of risks and opportunities is fully integrated into the Zumtobel Group's risk management process. Consult the Risk Management System section of the management report for more information. ESG risks are not explicitly given priority over 'general' business risks.

The process for identifying and assessing the material topics for reporting and the final result were reviewed and approved by the boards with ultimate responsibility, the Management Board and the Supervisory Board. The next update to the double materiality assessment will take place in autumn 2026. At the Zumtobel Group, sustainability matters are prioritised based on the following aspects, which are also addressed directly in the sustainability strategy: reducing emissions, Circular Economy, Partner of Choice, with a focus on the Group's own workforce and business conduct.

Identifying material sustainability matters

The Group's impacts on climate change, especially its GHG emissions, are taken into consideration when identifying material sustainability matters, documented in accordance with ESRS E1-6 and disclosed. The Zumtobel Group continuously measures and monitors the direct (Scope 1) and indirect (Scope 2) GHG emissions resulting from its operating activities. In addition, emissions along the upstream and downstream value chain (Scope 3) are also taken into account. The Zumtobel Group is committed to the science-based reduction targets in line with the global climate targets set forth in the Paris Agreement (1.5 degrees).

The findings disclosed in this section are incorporated when identifying material sustainability matters. In terms of the process for identifying material sustainability matters related to pollution (E2), water and marine resources (E3) and biodiversity (E4), the company's operational sites were evaluated in view of its own operations as well as in terms of the upstream and downstream value chain. Potential impacts on biodiversity were identified as part of the double materiality assessment; an explicit analysis of long-term transition risks in accordance with ESRS was not carried out in this financial year. As part of the analysis of the upstream and downstream value chains, interviews were conducted with relevant business partners (suppliers and customers). This was supplemented by desk research, where material topics were identified and assessed based on the results of the WWF Risk Filters (Country & Industry) and on the industry-specific analyses published by ENCORE. In addition to the industry in which the Zumtobel Group operates, particular attention was paid to the electronic equipment and machinery production and the metals and mining sectors. In discussions with business partners, the internal findings of the materiality assessment were discussed and validated with regard to any discrepancies or additional topics. With respect to resource use, circular economy and waste (E5), the process for identifying material aspects of the circular economy focuses on the company's own value chain as well as the upstream and downstream value chain. No consultations with potentially affected communities were held during this financial year.

Stakeholder engagement

Insights gained from internal and external stakeholder engagement were used to identify the key aspects relating to corporate policy (G1). The individual IROs are assessed centrally at Group level with the involvement of relevant specialist departments. In particular, Human Resources is involved in matters relating to corporate culture, while Corporate Audit & Compliance addresses issues relating to corruption and bribery. Reports received through the Zumtobel Group's whistleblower system serve as the basis for assessing the issue of corruption and bribery in particular.

All identified IROs are covered by the ESRS disclosure requirements. Compared with the previous year (financial year 2024/25), adjustments were made to the material IROs in three areas. The financial risk of rising energy prices under E1 was no longer classified as material at the time the materiality assessment was carried out. Under E5, the sustainability matter 'resource outflows associated with products and services' was identified as a material, potentially negative impact and expanded on. Under G1, the description of a potentially negative impact was amended; there were no changes to the underlying sustainability matter.

The disclosure of expected financial impacts, material risks and opportunities and the planned financing sources for the implementation of the strategy remain subject to the phase-in options and are not included for the 2025/26 financial year.

The table below lists all material IROs identified as part of the double materiality assessment. Information on the IROs can be found in the sections under the headings 'Environment', 'Social' and 'Governance'. In addition, the table also outlines in which part of the value chain these IROs occur, either in the Group's own operations (OO) or in the upstream and downstream value chain (VC). The last column in the table below shows the current and anticipated influence of the identified material impacts, risks and opportunities on the Zumtobel Group's business model, value chain, strategy and decision-making.

The Zumtobel Group systematically integrates the material impacts, risks and opportunities (IROs) identified into its strategic and operational decision-making in order to address sustainability-related challenges at an early stage and make the most of business opportunities. At the time of reporting, the Zumtobel Group was not at significant risk of needing to materially adjust the assets and liabilities reported in the financial statements as a result of financial risks in the future.

Entity-specific information

The Zumtobel Group discloses the following entity-specific information for 2025/26: number of women in management roles (headcount) & adjusted gender pay gap. These indicators are not assigned to any specific IRO but serve solely to supplement the content of the mandatory disclosures in Section ‘S1 | Own workforce’.

Analysis of the resilience of the strategy and the business model

The Zumtobel Group operates on the basis of a robust business strategy that places a focus on long-term business success and sustainability. A Group-wide resilience analysis forms an integral part of the strategic management process and of the integrated management system. The resilience of the strategy and business model is assessed based on the ability to manage material impacts and risks and to capitalise on material opportunities. Based on the analyses conducted, the Zumtobel Group’s strategy and business model are, from today’s perspective, resilient and capable of withstanding future climate-related changes and the associated transition and physical risks. Transition risks have been assessed with a time horizon of ten years (starting from the 2024/25 financial year) but focus on the next five years (up to 2030). Transition risks are identified and assessed as part of the context analysis and double materiality assessment with the involvement of internal specialist departments, based on the assumption of global warming of 1.5 °C. In addition, short-, medium- and long-term impacts of physical climate events are analysed in terms of risks and opportunities and taken into consideration when identifying material sustainability matters. This analysis is based on the Group-wide climate risk and vulnerability assessment and considers the resilience of the Zumtobel Group as a whole to climate change. From an exclusively climate-related perspective, climate change does not currently have a material negative impact on the assets or production sites of the Zumtobel Group. The Zumtobel Group’s production sites are not located in or in the direct vicinity of biodiversity-sensitive areas. Detailed information on the methodology, the climate scenarios used and the results of the resilience analysis in relation to climate-related changes is set out in Section ‘Resilience analysis | E1, SBM-3’.

Further material non-climate-related risks were identified and assessed separately as part of the Double Materiality Assessment. These include, in particular, a material financial risk related to the potential loss of key knowledge holders, for example due to retirement-related departures. Corresponding mitigation measures are described in chapter S1.

ESRS Standard	IRO	Value chain: down- ○	own ops ○	upstream ○	Description	Timehorizont: short- ○	medium- ○	longterm ○	Impact on corporate strategy
E1 | Climate change									**Net-Zero**
Climate change mitigation	*Actual positive impact on the environment*	○	○	●	Maximising energy efficiency among customers on site through the use of products; move towards energy-efficient products becoming a requirement.	●	●	●	Impact arises from the Zumtobel Group's business model due to the offering and use of energy-efficient products and lighting control solutions.
	Actual negative impact on the environment	○	●	○	Scope 1 & 2 GHG emissions: emitted during production	●	●	●	Impacts arise from the business model due to the production and subsequent use of Zumtobel Group products.
		●	○	●	Scope 3 GHG emissions: upstream (materials) and downstream (use phase)	●	●	●	
Energy	*Actual negative impact on the environment*	●	○	○	Energy consumption along the supply chain	●	●	●	Impacts arise from the business model due to the production and subsequent use of Zumtobel Group products.
		○	●	○	Energy consumption for manufacturing	●	●	●	
		○	○	●	Energy consumption through use of products (at customer locations)	●	●	●	
E5 | Resource use and circular economy									**Net-Zero & Cicular Economy**
Resource inflows, including resource use	*Actual negative impact on the environment*	●	●	●	Usage and exploitation of primary resources	●	●	●	Impacts arise from the Zumtobel Group's business model due to the manufacturing, use of packaging materials and disposal of Zumtobel Group products.
Resource outflows relating to products and services	*Actual negative impact on the environment*	○	○	●	Products, components and materials that are not returned to suppliers or the Zumtobel Group, or that are not reintegrated into the value chain, represent a permanent loss of resources and ultimately end up as waste.	●	●	●	
Waste	*Actual negative impact on the environment*	●	●	●	Waste generated in the upstream supply chain and own operations due to packaging materials and the disposal of Zumtobel Group products.	●	●	●	
S1 | Own workforce									**Partner of choice**
Working conditions	*Actual positive impact on people*	○	●	○	Attractive working conditions in a safe working environment with a good work-life balance.	●	●	●	Impact aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice.
	Potential negative impact on people	○	●	○	Potential work-related accidents, physical and mental health problems due to long-term stress.	●	●	●	Impact arises from the Zumtobel Group's business model due to the hiring of employees.
Equal treatment and opportunities for all	*Actual positive impact on people*	○	●	○	Employee training and education increases job satisfaction.	●	●	●	Impact aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice.
	Actual positive impact on people	○	●	○	Family-friendly services promote inclusion and provide greater flexibility for working parents; diversity fosters creativity and innovation.	●	●	●	Impact aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice as well as the DE&I strategy.
	Risk	○	●	○	Several knowledge carriers will be leaving the Group in the near future due to upcoming retirements, for example. This may result in high transition and personnel costs.	●	●	●	Risk is related to general retirement waves, which are not specific to the Zumtobel Group.
	Opportunity	○	●	○	Diversity drives innovation and can have a positive impact on access to capital.	●	●	●	Opportunity aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice as well as the DE&I strategy.

S2 | Workers in the value chain									Partner of choice
Other work-related rights	*Potential negative impact on people*	●	○	○	Potential non-compliance of suppliers with the ILO's core labour standards can lead to violations in relation to bans of child or forced labour along the supply chain.	●	●	●	Impact arises from the Zumtobel Group's business model and the associated work steps in the upstream value chain.

S4 | Consumers and end-users									Partner of choice
Personal safety of consumers and/or end-users	*Actual positive impact on people*	○	○	●	Innovative luminaires and solutions enhance end-users' well-being & health.	●	●	●	Impact arises from the Zumtobel Group's business model due to the range of innovative products.
Social inclusion of consumers and/or end-users	*Opportunity*	○	●	○	Trend leading to rising demand for sustainable products and solutions, fuelled in part by the revision of the EPBD. Sustainable product innovations can lead to new developments that in turn generate higher revenue.	●	●	●	Opportunity aligns with the strategic aim of the Zumtobel Group to offer sustainable, energy-efficient products and solutions.

G1 | Business conduct									Partner of choice
Corporate culture	*Potential positive impact on people*	○	●	○	Cultural transformation	●	●	●	Impact aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice.
Corruption and bribery	*Potential negative impact on people*	●	●	●	Potential cases of corruption and bribery can have negative impacts on people and society.	●	●	●	Impact aligns with the Zumtobel Group's strategic aim of positioning itself as a Partner of Choice.

Disclosure requirements in ESRS covered by the Group's sustainability statement | IRO-2

ESRS Standard	Material IROs	ESRS Indicator	Page
ESRS 2			
General disclosures		General basis for preparation of sustainability statements | BP-1	23
		Disclosures in relation to specific circumstances | BP-2	23-25
Governance		The role of the administrative, management and supervisory bodies | GOV-1	25-26
		Information provided to and sustainability matters addressed by the company's administrative, management and supervisory bodies | GOV-2	26-27
		Integration of sustainability-related performance in incentive schemes | GOV-3	27
		Statement on due diligence | GOV-4	27-28
		Risk management and internal controls over sustainability reporting | GOV-5	28-29
Strategy		Strategy, business model and value chain | SBM-1	29-31
		Interests and views of stakeholders | SBM-2	31-32
		Material impacts, risks and opportunities and their interaction with strategy and business model | SBM-3	33-38
Impact, risk and opportunity management		Material impacts, risks and opportunities (IROs) | SBM-3	33-38
		Description of the processes to identify and assess material impacts, risks and opportunities | IRO-1	
		Disclosure requirements in ESRS covered by the undertaking's sustainability statement | IRO-2	39-44

ESRS Standard	Material IROs	ESRS Indicator	Page
Environment-related information			
E1 | Climate change	Climate change mitigation, Energy	Material impacts, risks and opportunities and their interaction with strategy and business model | SBM-3	33-38, 45-47, 56
		Transition plan for climate change mitigation | E1-1	48-50
		Policies related to climate change mitigation and adaptation | E1-2	47-48, 56
		Taking action | E1-3	50-51, 56
		Targets related to climate change mitigation and adaptation | E1-4	51, 57
		Energy consumption and mix | E1-5	57-58
		Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6	52-55
E5 | Resource use and circular economy	Resource inflows, including resource use Resource outflows related to products and services Waste	Material impacts, risks and opportunities and their interaction with strategy and business model | SBM-3	33-38, 59, 65
		Policies related to resource use and circular economy | E5-1	59-61, 65
		Actions and resources related to resource use and circular economy | E5-2	61-62, 65-66
		Targets related to resource use and circular economy | E5-3	62, 66-67
		Resource inflows | E5-4	63
		Resource outflows | E5-5	63-65, 67-68

ESRS Standard	Material IROs	ESRS Indicator	Page
Social-related information			
S1 | Own workforce	Working conditions Equal treatment and opportunities for all	Material impacts, risks and opportunities (IROs) | SBM-3	33-38, 78-79, 81, 84, 88, 89
		Policies related to own workforce | S1-1	81-82, 84, 88, 90
		Processes for engaging with own workers and workers' representatives about impacts | S1-2	79-80
		Processes to remediate negative impacts and channels for own workers to raise concerns | S1-3	80-81
		Taking action | S1-4	81, 82-83, 84-86, 88-89, 90-91
		Targets related to own workforce | S1-5	83, 86-87, 89, 91
		Characteristics of the Zumtobel Group employees | S1-6	92-93
		Collective bargaining coverage and social dialogue | S1-8	93-94
		Diversity metrics | S1-9	91-92
		Adequate wages | S1-10	94
		Training and skills development metrics | S1-13	89
		Health and safety metrics | S1-14	87-88
		Remuneration metrics | S1-16 [ASI1.1]	94-95
		Incidents, complaints and severe human rights impacts | S1-17	95
S2 | Workers in the value chain	Other work-related rights	Material impacts, risks and opportunities (IROs) | SBM-3	33-38, 95-96
		Policies related to value chain workers | S2-1	96-97
		Processes for engaging with value chain workers about impacts | S2-2	97
		Processes to remediate negative impacts and channels for value chain workers to raise concerns | S2-3	98
		Taking action | S2-4	98-99
		Targets related to workers in the value chain | S2-5	99
S4 | Consumers and end-users	Personal safety of consumers and/or end-users Social inclusion of consumers and/or end-users	Material impacts, risks and opportunities (IROs) | SBM-3	33-38, 100-101
		Policies related to consumers and end-users | S4-1	101-102
		Processes for engaging with consumers and end-users about impacts | S4-2	102
		Processes to remediate negative impacts and channels for consumers and end-users to raise concerns | S4-3	102-103
		Taking action | S4-4	103
		Targets related to consumers and end-users | S4-5	103

Governance-related information			
G1 | Business conduct	Corporate culture	Material impacts, risks and opportunities (IROs) | SBM-3	33-38, 103
		Business conduct policies and corporate culture | G1-1	103-104
	Corruption and bribery	Prevention and detection of corruption and bribery | G1-3	104-106
		Confirmed incidents of corruption or bribery | G1-4	106

The following table provides an overview of the relevant ESRS disclosure requirements, including references to EU legislation that is material for the Zumtobel Group.

Disclosure requirement and related datapoint	Reference to other EU legislation	Material / Not material
ESRS 2 GOV-1 Board's gender diversity, paragraph 21 (d)	SFDR: Indicator number 13, Table #1 of Annex 1 Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816 (5), Annex II	Material
ESRS 2 GOV-1 Percentage of board members who are independent, paragraph 21 (e)	Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS 2 GOV-4 Statement on due diligence, paragraph 30	SFDR: Indicator number 10, Table #3 of Annex 1	Material
ESRS 2 SBM-1 Involvement in activities related to fossil fuel activities, paragraph 40 (d) i	SFDR: Indicator number 4, Table #1 of Annex 1 Pillar 3 reference: Article 449a of Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 (6), Table 1: Qualitative information on environmental risk and Table 2: Qualitative information on social risk Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Not material
ESRS 2 SBM-1 Involvement in activities related to chemical production, paragraph 40 (d) ii	SFDR: Indicator number 9, Table #2 of Annex 1 Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Not material
ESRS 2 SBM-1 Involvement in activities related to controversial weapons, paragraph 40 (d) iii	SFDR: Indicator number 14, Table #1 of Annex 1 Benchmark Regulation: Delegated Regulation (EU) 2020/1818 (7), Article 12(1) Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II	Not material
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco, paragraph 40 (d) iv	Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Article 12(1) Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II	Not material
ESRS E1-1 Transition plan to achieve climate neutrality by 2050, paragraph 14	EU Climate Law: Regulation (EU) 2021/1119, Article 2(1)	Material
ESRS E1-1 Undertakings excluded from Paris-aligned Benchmarks, paragraph 16 (g)	Pillar 3 reference: Article 449a of Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book – Climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Article 12.1 (d) to (g), and Article 12.2	Material
ESRS E1-4 GHG emission reduction targets, paragraph 34	SFDR: Indicator number 4, Table #2 of Annex 1 Pillar 3 reference: Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: Alignment metrics Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Article 6	Material
ESRS E1-5 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors), paragraph 38	SFDR: Indicator number 5, Table #1 of Annex 1 and SFDR: Indicator number 5, Table #2 of Annex 1	Material

Disclosure requirement and related datapoint	Reference to other EU legislation	Material / Not material
ESRS E1-5 Energy consumption and mix, paragraph 37	SFDR: Indicator number 5, Table #1 of Annex 1	Material
ESRS E1-5 Energy intensity associated with activities in high climate impact sectors, paragraphs 40 to 43	SFDR: Indicator number 6, Table #1 of Annex 1	Material
ESRS E1-6 Gross Scopes 1, 2, 3 and Total GHG emissions, paragraph 44	SFDR: Indicator number 1 and 2, Table #1 of Annex 1 Pillar 3 reference: Article 449a of Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book – Climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Article 5(1), 6 and 8(1)	Material
ESRS E1-6 Gross GHG emissions intensity, paragraphs 53 to 55	SFDR: Indicator number 3, Table #1 of Annex 1 Pillar 3 reference: Article 449a of Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: Alignment metrics Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Article 8(1)	Material
ESRS E1-7 GHG removals and carbon credits, paragraph 56	EU Climate Law: Regulation (EU) 2021/1119, Article 2(1)	Not material
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks, paragraph 66	Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Annex II Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II	Material, (Phase-in option)
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk, paragraph 66 (a)	Pillar 3 reference: Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453, paragraphs 46 and 47; Template 5: Banking book – Climate change physical risk: Exposures subject to physical risk.	Material, (Phase-in option)
ESRS E1-9 Location of significant assets at material physical risk, paragraph 66 (c)	Pillar 3 reference: Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453, paragraphs 46 and 47; Template 5: Banking book – Climate change physical risk: Exposures subject to physical risk.	Material, (Phase-in option)
ESRS E1-9 Breakdown of the carrying value of its real estate assets by energy-efficiency classes paragraph 67 (c)	Pillar 3 reference: Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraph 34; Template 2: Banking book – Climate change transition risk: Loans collateralised by immovable property – Energy efficiency of the collateral	Material, (Phase-in option)
ESRS E1-9 Degree of exposure of the portfolio to climate-related opportunities, paragraph 69	Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1818, Annex II	Material, (Phase-in option)
ESRS E2-4 Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28	SFDR: Indicator number 8, Table #1 of Annex 1 SFDR: Indicator number 2, Table #2 of Annex 1 SFDR: Indicator number 1, Table #2 of Annex 1 SFDR: Indicator number 3, Table #2 of Annex 1	Not material
ESRS E3-1 Water and marine resources, paragraph 9	SFDR: Indicator number 7, Table #2 of Annex 1	Not material
ESRS E3-1 Dedicated policy, paragraph 13	SFDR: Indicator number 8, Table #2 of Annex 1	Not material
ESRS E3-1 Sustainable oceans and seas, paragraph 14	SFDR: Indicator number 12, Table #2 of Annex 1	Not material
ESRS E3-4 Total water recycled and reused, paragraph 28 (c)	SFDR: Indicator number 6.2, Table #2 of Annex 1	Not material
ESRS E3-4 Total water consumption in m^3 per net revenue from own operations, paragraph 29	SFDR: Indicator number 6.1, Table #2 of Annex 1	Not material
ESRS 2 IRO 1 – E4, paragraph 16 (a) i	SFDR: Indicator number 7, Table #1 of Annex 1	Not material
ESRS 2 IRO 1 – E4, paragraph 16 (b)	SFDR: Indicator number 10, Table #2 of Annex 1	Not material
ESRS 2 IRO 1 – E4, paragraph 16 (c)	SFDR: Indicator number 14, Table #2 of Annex 1	Not material
ESRS E4-2 Sustainable land/agriculture practices or policies, paragraph 24 (b)	SFDR: Indicator number 11, Table #2 of Annex 1	Not material
ESRS E4-2 Sustainable oceans/seas practices or policies, paragraph 24 (c)	SFDR: Indicator number 12, Table #2 of Annex 1	Not material
ESRS E4-2 Policies to address deforestation, paragraph 24 (d)	SFDR: Indicator number 15, Table #2 of Annex 1	Not material
ESRS E5-5 Non-recycled waste, paragraph 37 (d)	SFDR: Indicator number 13, Table #2 of Annex 1	Material
ESRS E5-5 Hazardous waste and radioactive waste, paragraph 39	SFDR: Indicator number 9, Table #1 of Annex 1	Material
ESRS 2 SBM3 – S1 Risk of incidents of forced labour, paragraph 14 (f)	SFDR: Indicator number 13, Table #3 of Annex I	Material
ESRS 2 SBM3 – S1 Risk of incidents of child labour, paragraph 14 (g)	SFDR: Indicator number 12, Table #3 of Annex I	Material
ESRS S1-1 Human rights policy commitments, paragraph 20	SFDR: Indicator number 9, Table #3 of Annex I and SFDR: Indicator number 11, Table #1 of Annex I	Material
ESRS S1-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21	Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS S1-1 Processes and measures for preventing trafficking in human beings, paragraph 22	SFDR: Indicator number 11, Table #3 of Annex I	Material

Disclosure requirement and related datapoint	Reference to other EU legislation	Material / Not material
ESRS S1-1 Workplace accident prevention policy or management system, paragraph 23	SFDR: Indicator number 1, Table #3 of Annex I	Material
ESRS S1-3 Grievance/complaints handling mechanisms, paragraph 32 (c)	SFDR: Indicator number 5, Table #3 of Annex I	Material
ESRS S1-14 Number of fatalities and number and rate of work-related accidents, paragraph 88 (b) and (c)	SFDR: Indicator number 2, Table #3 of Annex I Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS S1-14 Number of days lost to injuries, accidents, fatalities or illness, paragraph 88 (e)	SFDR: Indicator number 3, Table #3 of Annex I	Material (Phase-in option)
ESRS S1-16 Unadjusted gender pay gap, paragraph 97 (a)	SFDR: Indicator number 12, Table #1 of Annex I Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS S1-16 Excessive CEO pay ratio, paragraph 97 (b)	SFDR: Indicator number 8, Table #3 of Annex I	Material
ESRS S1-17 Incidents of discrimination, paragraph 103 (a)	SFDR: Indicator number 7, Table #3 of Annex I	Material
ESRS S1-17 Non-respect of UNGPs on Business and Human Rights and OECD guidelines, paragraph 104 (a)	SFDR: Indicator number 10, Table #1 of Annex I and SFDR: Indicator number 14, Table #3 of Annex I Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Art 12 (1)	Material
ESRS 2 SBM3 – S2 Significant risk of child labour or forced labour in the value chain, paragraph 11 (b)	Indicator numbers 12 and 13, Table #3 of Annex I	Material
ESRS S2-1 Human rights policy commitments, paragraph 17	SFDR: Indicator number 9, Table #3 of Annex 1 and SFDR: Indicator number 11, Table #1 of Annex 1	Material
ESRS S2-1 Policies related to value chain workers, paragraph 18	Indicator numbers 11 and 4, Table #3 of Annex 1	Material
ESRS S2-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines, paragraph 19	SFDR: Indicator number 10, Table #1 of Annex 1 Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Art 12 (1)	Material
ESRS S2-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19	Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS S2-4 Human rights issues and incidents connected to its upstream and downstream value chain, paragraph 36	SFDR: Indicator number 14, Table #3 of Annex 1	Material
ESRS S3-1 Human rights policy commitments, paragraph 16	SFDR: Indicator number 9, Table #3 of Annex 1 and SFDR: Indicator number 11, Table #1 of Annex 1	Not material
ESRS S3-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines, paragraph 17	SFDR: Indicator number 10, Table #1 of Annex 1 Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Art 12 (1)	Not material
ESRS S3-4 Human rights issues and incidents, paragraph 36	SFDR: Indicator number 14, Table #3 of Annex 1	Not material
ESRS S4-1 Policies related to consumers and end-users, paragraph 16	SFDR: Indicator number 9, Table #3 of Annex 1 and SFDR: Indicator number 11, Table #1 of Annex 1	Material
ESRS S4-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines, paragraph 17	SFDR: Indicator number 10, Table #1 of Annex 1 Benchmark Regulation: Delegated Regulation (EU) 2020/1816, Annex II Benchmark Regulation: Delegated Regulation (EU) 2020/1818, Art 12 (1)	Material
ESRS S4-4 Human rights issues and incidents, paragraph 35	SFDR: Indicator number 14, Table #3 of Annex 1	Material
ESRS G1-1 United Nations Convention against Corruption, paragraph 10 (b)	SFDR: Indicator number 15, Table #3 of Annex 1	Material
ESRS G1-1 Protection of whistleblowers, paragraph 10 (d)	SFDR: Indicator number 6, Table #3 of Annex 1	Material
ESRS G1-4 Fines for violation of anti-corruption and anti- bribery laws, paragraph 24 (a)	SFDR: Indicator number 17, Table #3 of Annex 1 Benchmark Regulation: Commission Delegated Regulation (EU) 2020/1816, Annex II	Material
ESRS G1-4 Standards of anti-corruption and anti-bribery, paragraph 24 (b)	SFDR: Indicator number 16, Table #3 of Annex 1	Material

This Zumtobel Group report for the 2025/26 financial year has been prepared in accordance with the CSRD and ESRS and comprises the minimum disclosure requirements stipulated in ESRS 2. The materiality of all disclosure requirements was analysed based on the findings from the materiality assessment. Section IRO-1 contains further information on this process. All disclosure requirements and datapoints on topics and sub-topics identified as immaterial during the materiality assessment, as well as all potential phase-in datapoints, were not included in this report.

Policies adopted to manage material sustainability matters | MDR-P

The table below provides an overview of the policies and strategies in relation to the Zumtobel Group's material sustainability matters. Further details on these policies can be found in the relevant sections of this sustainability report. The following table contains information concerning the ESRS minimum requirements for the disclosure of policies.

ESRS	Sustainability matter	Policies, strategies and guidelines[7]
E1 (§24)	Climate change mitigation & Energy	Environmental policy (OO) Energy policy (OO) Code of Conduct (OO) Code of Conduct for business partners (up- & downstream VC)
E5 (§14)	Resources inflows, including resource use Resource outflows Waste	Environmental policy (OO) Code of conduct (OO) Code of conduct for business partners (up- & downstream VC) CDRs (OO)
S1 (§19)	Working conditions of own workforce	Code of Conduct (OO) Declaration of Principles on Human Rights (up- & downstream VC) Health & safety policy (OO)
	Equal treatment and opportunities for all within the company's own workforce	Declaration of Principles on Human Rights (up- & downstream VC) Diversity strategy (OO)
S2 (§16)	Other work-related rights for workers in the value chain	Code of Conduct for business partners (up- & downstream VC) Declaration of Principles on Human Rights (up- & downstream VC)
S4 (§15)	Personal safety of consumers and/or end-users & Social inclusion of consumers and/or end-users	Quality policy (OO) Information security policy (OO) CE certifications (up- & downstream VC) Code of Conduct for business partners (up- & downstream VC) Declaration of Principles on Human Rights (up- & downstream VC)
G1 (§8)	Corporate culture & Corruption and bribery	Code of Conduct (OO) Code of Conduct for business partners (up- & downstream VC)

[7] OO = Own Operation | VC = Value Chain

1.2.2 Environment-related information

1.2.2.1 E1 | Climate change

This section outlines the Zumtobel Group's material IROs with respect to climate change, in particular GHG emissions. Information is also provided on the management of climate change and GHG emissions. The main sustainability matters are as follows:

E1 | Climate Change

Climate change mitigation	*Actual positive impact*	Maximising energy efficiency at customers' site while using Zumtobel Group products; trend towards energy-efficient products as a requirement
	Actual negative impact	Scope 1 & 2 GHG emissions: emitted during production
		Scope 3 GHG emissions: upstream (materials) and downstream (use phase)
Energy	*Actual negative impact*	Use of non-renewable energies along the supply chain
		Energy consumption through using products of the Zumtobel Group (customers' site)
		Energy consumption for manufacturing

Sustainability strategy

By strategically anchoring the three pillars of Net-Zero, Circular Economy and Partner of Choice in its sustainability strategy, the Zumtobel Group has highlighted the role of these key sustainability matters. The aforementioned impacts, risks and opportunities each cover a short-, medium- and long-term period. Information on the identified climate-related physical risks as well as the climate-related transition risks can be found below in 'Resilience analysis | E1, SBM-3'.

E1 | Climate change

Based on the material impacts, risks and opportunities relating to climate change outlined here, corresponding policies, actions and targets (PAT) have been defined and are presented in the following sections.

E1 | Climate change

Climate change mitigation	*Actual positive impact*	Maximising energy efficiency at customers' site while using Zumtobel Group products; trend towards energy-efficient products as a requirement
	Actual negative impact	Scope 1 & 2 GHG emissions: emitted during production
		Scope 3 GHG emissions: upstream (materials) and downstream (use phase)

Resilience analysis | E1, SBM-3

The Zumtobel Group operates on the basis of a robust business strategy that places a focus on long-term business success and sustainability. The Group-wide resilience analysis forms an integral part of the strategic management process and consequently of the integrated management system.

The resilience analysis is based on assumptions regarding climate and regulatory developments. Due to limited data availability and granularity along the value chain, individual assessments are based on assumptions whose occurrence cannot be predicted with certainty. These aspects are taken into account when carrying out the resilience analysis; however, they do not limit the fundamental validity of the key findings. The resilience analysis shows that both the business model and the corporate strategy are resilient to climate change. Findings from this analysis may lead to adjustments to the physical risks stemming from climate change, as well as transition risks arising from the transition to a low-carbon economy.

Key inputs for the resilience analysis include the corporate strategy, the context analysis and double materiality assessment, the climate risk and vulnerability assessment, and Group-wide risk management. As part of its context analysis and materiality assessment, the Zumtobel Group identifies and assesses material internal and external topics related to political, economic, sociocultural, technological, environmental and legal impact drivers as well as the requirements of its stakeholders. The assessment also involves identifying corresponding financial opportunities and risks, reviewing the business model and strategic direction, and defining and planning corresponding actions and activities.

For transition risks, different time horizons are defined and used in the strategic management process: the short-term time horizon is defined as the current financial year, the medium-term as more than one year and up to 5 years and the long-term as 5–10 years. Two climate scenarios (4.5 and 8.5) are used to determine potential physical risks in the climate risk and vulnerability assessment. In terms of current climate impacts, the short-term time horizon is defined as one financial year and the medium-term as five years. The long-term time horizon is defined as 20 years and beyond, so that future changes can be identified and taken into account over the long term. The long-term time horizon for physical risk therefore differs from the long-term time horizon for transition risks. This distinction is made in order to be able to identify potential impacts of climate change at an early stage and take appropriate action. The Zumtobel Group focuses on the five-year medium-term time horizon. Due to the different long-term time horizons, the climate scenarios used differ methodologically from those in the financial report.

No material climate-related physical risks for the Zumtobel Group

Climate-related impacts on all lighting and components plants are directly identified in a climate risk and vulnerability assessment and reviewed on an annual basis. All current potential environmental circumstances that may affect the Zumtobel Group are evaluated at each location as part of the assessment. Actions that have already been implemented are also reviewed and new measures defined. At the time this report was being prepared, the assessment of the Zumtobel Group's production facilities did not indicate exposure to any material climate-related physical risks. Potentially high precipitation intensity, flooding and hail represent potential moderate physical risks for the short-term time horizon. These risks are covered by an insurance policy and accounted for through corresponding measures. Potential impacts such as damage to assets, disruptions in procurement, or production stoppages are taken into account. An analysis of the long-term climate scenarios showed an increase in the number of hot days, dry periods and an increase in the number and intensity of extreme weather events but did not identify any major risks or need for short-term action. The analysis of the physical risks at all locations showed that the Zumtobel Group is not materially affected by climate change.

Political and legal developments have led to an increase in reporting and disclosure requirements that has been accompanied by more comprehensive legislation, e.g. on the reduction of emissions. These developments are proactively included and assessed in the context analysis and materiality assessment of the management system and followed by the timely implementation of appropriate action. Targets were formulated to reduce emissions, and major reduction measures have already been defined and implemented. Due to political and legal changes, carbon pricing for materials such as steel and aluminium could pose a future transition risk.

ESPR & EPBD

Two trends can be observed in relation to sustainability data: For one, efforts made by legislators and associations to standardise data and, for another, transparency requirements imposed by national or regional initiatives. Examples of standardisation efforts are the Ecodesign for Sustainable Products Regulation (ESPR) at the product level and the Energy Performance of Buildings Directive (EPBD) at a building level. In order to comply with these updates and meet customers' resulting requirements, the environmental impact of products is systematically documented by independently validated environmental product declarations (EPDs). The progress made by the Zumtobel Group in improving its sustainability performance can be seen, for example, in the external EcoVadis rating. In the transition to a decarbonized economy, potential risks are met with significant opportunities.

The material internal and external issues identified did not give rise to any material risks from transition events with a significant impact on the Zumtobel Group's assets and business activities. The risks associated with transition events have been considered and assessed up to a time horizon of ten years. Corresponding actions are defined and planned and are implemented on an ongoing basis according to the priorities set. No noteworthy changes in climate-related impacts have been ascertained in the climate scenarios applied for this period. No assets and business activities have been identified that are incompatible with a transition to a climate-neutral economy or that would require significant effort to be compatible with a transition to a climate-neutral economy.

Policies related to climate change mitigation | E1-2

FOCUSED[+]

The FOCUSED[+] strategy sets the strategic direction of the Zumtobel Group. Environmental issues are incorporated in the Zumtobel Group's sustainability strategy through the letter E – Environment and Engaged Employees – and in the Group's integrated management system. As a result, the material impacts, risks and opportunities related to climate change mitigation are considered to be of significant importance within the Group.

Environmental policy

An active environmental management system forms an integral part of the Zumtobel Group's integrated management system. The environmental policy lays down principles and objectives related to environmental protection and climate change mitigation. Key environmental aspects such as energy consumption, greenhouse gas emissions, resource use and waste management are addressed. These principles serve as a guide for the Group's own workforce in their day-to-day activities, thereby raising awareness of the need to use resources sustainably. The Group's environmental policy has been approved by the Management Board and can be found on the Group's website for all internal and external stakeholders. Operational implementation is driven by global and local management teams. However, all employees contribute to achieving the environmental targets. The Environmental Policy is regularly reviewed within the framework of the Integrated Management System and updated where necessary. By receiving ISO 14001 certificates, accredited certification partners have verified the effectiveness and continuous improvement of the integrated management system in place within the Zumtobel Group.

The Zumtobel Group not only demonstrates its efforts to improving sustainability performance in its own business activities but is continually expanding its commitment to due diligence in relation to environmental impacts throughout the value chain.

Code of Conduct

Science Based Targets initiative (SBTi)

By committing to the Science Based Targets initiative (SBTi), the Zumtobel Group has also underscored its commitment to achieving the target of keeping global warming below 1.5 degrees. Implementation and compliance are consistently adhered to with the help of a transition plan and are continuously promoted by the Group and all of its business partners. The obligation to reduce emissions and achieve targets in accordance with SBTi is laid down in the Code of Conduct for the Group's own workforce. By requiring all business partners throughout the value chain to sign the Code of Conduct for Business Partners, the Zumtobel Group has also incorporated its business partners into its environmental responsibility. The codes of conduct fall under the responsibility of the Management Board. More information on the Code of Conduct and the Code of Conduct for Business Partners can be found in the section 'Business conduct policies and corporate culture | G1-1'.

Transition plan for climate change mitigation | E1-1

Climate Transition Plan (short: CTP)

The Climate Transition Plan (CTP) is embedded in both the general corporate strategy FOCUSED[+] – the 'E' standing for Environment & Engaged Employees – and in the sustainability strategy. More information can be found in the Group Management Report in Section 1.1.6, 'Corporate Strategy'. The CTP and the defined decarbonisation levers encompass the Zumtobel Group's entire value chain and have been approved by the Management Board.

The Zumtobel Group supports the goals set in the 2015 Paris Agreement and consequently committed itself to the SBTi in 2023. In autumn 2024, SBTi validated the Zumtobel Group's emission reduction targets. These include the target of reaching Net-Zero in all three Scopes by 2050. More information can be found in the section 'Targets related to climate change mitigation and adaptation | E1-4'.

The following description lists the key decarbonisation levers that will be rolled out in the coming years in order to continuously reduce emissions.

Scope 1 and 2: Direct and indirect emissions from own operations

\>> **Decarbonisation lever 1:** Gradual transition of the company fleet to electric vehicles

Replacing conventional vehicles with electric or other low-emission propulsion systems will reduce direct (Scope 1) emissions generated by the vehicle fleet. The Zumtobel Group aims to double its number of electric vehicles compared with the 2024/25 financial year.

\>> **Decarbonisation lever 2:** Further expansion of renewable energy at non-European plants

Transition to electrical energy from renewable sources at international production sites is a key lever for reducing Scope 2 emissions. Fossil fuels will be replaced by wind, solar, or hydropower.

Scope 3: Indirect emissions from the value chain

\>> **Decarbonisation lever 3:** Sustainable procurement strategy

The Zumtobel Group is increasingly focusing on the procurement of sustainable raw materials and recycled secondary materials. The selection of sustainable suppliers reduces upstream emissions. However, the effectiveness of this action depends on technological advances and their commercial availability.

>> **Decarbonisation lever 4:** Increasing the energy efficiency of the product portfolio
More energy-efficient products reduce emissions during the use phase by customers. This is a key lever as the vast majority of emissions is generated by the use of sold products. In light of this, the Zumtobel Group is focusing on further increasing energy efficiency. However, the potential of this lever is subject to physical limitations. The Zumtobel Group's ability to exert influence lies in continually increasing the sales volume of more energy-efficient products.

>> **Decarbonisation lever 5:** Increasing the share of products with variable luminous flux
Components that technically support variable control of luminous flux are essential for managing energy consumption in line with demand. Luminaires fitted with corresponding components for controlling luminous flux enable end customers to tailor their energy use to their actual needs, thereby reducing energy consumption and the resulting emissions. One of the Zumtobel Group's goals is to continually increase the share of these products sold.

>> **Decarbonisation lever 6:** Decarbonisation of the energy mix (passive action)
Greening the grid is an external yet significant factor. The Zumtobel Group benefits from the increasing availability of renewable energy in the grid, which further reduces indirect emissions generated from the use of products by end customers. This action lies outside the sphere of influence of the Zumtobel Group but is nevertheless a decisive factor when it comes to target attainment. Based on the latest forecasts from the European Environment Agency (EEA), the Zumtobel Group is expected to achieve its set climate targets – provided that the EU implements the planned decarbonisation of the power grid to the extent envisaged.

At present, no specific funding has been earmarked for the implementation of the transition plan. From a financial perspective, the transition plan does not require any significant additional operating expenditure or necessary capital expenditure.

Individual measures, in particular the procurement of materials with a lower carbon footprint, may entail higher procurement costs in future. These costs stem from current developments in supply chains and the fact that the relevant technologies are still in the early stages of development. As a result, no link can be established with the relevant KPIs in the EU Taxonomy. The timing of the Climate Transition Plan and the financial planning are synchronised in order to cover the future investments needed to implement the decarbonisation levers.

For economic activities in accordance with the EU Taxonomy Regulation, the Zumtobel Group defines actions taken in relation to capital expenditure (CapEx) and operating expenditure (OpEx) in Section '1.2.2.3 Taxonomy Regulation'. These actions are intended to ensure that revenue, CapEx and OpEx meet the requirements of Delegated Regulation (EU) 2021/2139, while also supporting decarbonisation levers 4 and 5.

Locked-in emissions generated by the Zumtobel Group arise primarily from the sale of products. Gradual adjustments to product design under the Circular Design Rules (CDRs) will be reflected in the GHG footprint over the long term through lower Scope 3.1 emissions (purchased goods and services). The establishment of a circular economy harbours the potential to significantly reduce locked-in emissions. Products designed for prolonged use, repairability and reuse reduce the need for raw materials and related emissions.

The Zumtobel Group is not exempt from the EU Paris-aligned benchmarks.

Both the transition plan and the actions derived from it were defined in close coordination with the specialist departments in the 2024/25 financial year and checked for timeliness in the 2025/26 financial year. The continuous progress towards achieving the emission reduction targets is shown in the table 'GHG emissions in tCO_2e'.

Actions and resources in relation to climate change policies | E1-3

Please refer to the section 'Actions and resources in relation to energy | E1-3' for more information on climate change mitigation actions based on saving energy that have consequently led to lower emissions.

Quantitative contribution of decarbonisation levers to target achievement by 2030/31

A description of the decarbonisation levers is set out in the section 'Transition plan for climate change mitigation'. Reduction targets are agreed on an annual basis for Scope 1 and Scope 2 emissions in order to achieve specific savings potential. The measures for lowering Scope 3 emissions are applicable to the entire Group and have been developed in collaboration with the relevant specialist departments. The list below outlines the main emission decarbonisation levers that will be rolled out incrementally over the upcoming financial years until 2030/31. With regard to the adjustment of Scope 3 emission reductions compared to the previous year, reference is made to the section "Disclosures related to specific circumstances | BP-2".

Scope 1 and 2: Direct and indirect emissions from own operations

- The Zumtobel Group is focusing on doubling the number of electric vehicles in its vehicle fleet by 2030/31 (base year 2024/25). This action was launched in the 2024/25 financial year and will be implemented on an ongoing basis over the coming years. Greenhouse gas emission reductions resulting from this action are expected to amount to approximately 300 tCO_2e by 2030/31.
- Transition of the Shenzhen component production plant to 100% electrical energy from renewable sources by 2030/31. This action was initiated in 2024/25 and will be achieved by increasing the share of electrical energy in the energy mix each year. The expected greenhouse gas emission reduction compared with the base year (2020/21) for Scope 1 & 2 emissions amounts to roughly 3,900 tCO_2e.

Scope 3: I Indirect emission reductions across the value chain from the base year 2022/23

- With regard to the sustainable procurement strategy, the expected reduction in GHG emissions amounts to around 0.1% of the product-related materials procured.
- A 6% reduction is expected as a result of improving the efficiency of the Zumtobel Group's overall product portfolio.
- This will be achieved by increasing the proportion of products with variable luminous flux in the Zumtobel Group's overall product portfolio from 7%.
- Passive action: through decarbonisation of the energy mix, the Zumtobel Group expects to reduce GHG emissions by around 30%.

The Zumtobel Group's implementation of actions in relation to the Climate Transition Plan depends in part on the technological development of the Group's business partners as well as the decarbonisation of the energy mix, including outside the EU. According to current estimates, this will not require significant additional expenditure because these measures are integrated into continuous improvement processes and the ongoing innovation process and will be implemented within the framework of existing organisational and financial resources. The implementation of the decarbonisation levers is based on planned operating expenditure (OpEx) and capital expenditure (CapEx) relating to continuous improvements and ongoing innovation processes for the product and service portfolio. However, future expenditure is contingent on the development of external market factors and is therefore subject to a degree of uncertainty.

Targets related to climate change mitigation and adaptation | E1-4

Net-Zero until 2050/51

As a global manufacturing company, the Zumtobel Group is committed to reducing its impacts on climate change on the basis of SBTi science-based targets. In light of this, the Group is committed to reducing emissions throughout the value chain to Net-Zero by 2050/51. Reduction targets for Scope 1, 2, and 3 emissions were set as milestones for the period up to 2030/31. These reductions are directly linked to the goal of limiting global warming to 1.5 degrees set forth in the Paris Agreement. With regard to the SBTi targets, the Zumtobel Group measures its progress against two base years: 2020/21 for Scopes 1 & 2 and 2022/23 for Scope 3. The base years differ due to the availability of the required data.

The emission reduction targets of the Zumtobel Group validated by the SBTi initiative are as follows:

- E1-4, T1 | To reduce absolute Scope 1 and 2 emissions by 66% by 2030/31 compared with the 2020/21 base year (baseline: 21,496 tCO_2e).
- E1-4, T2 | To reduce absolute Scope 3 emissions by 42% by 2030/31 compared with the 2022/23 base year (baseline: 16,903,947 tCO_2e).
- E1-4, T3 | Net-Zero: To reduce absolute Scope 1 and 2 emissions by 90% by 2050/51 compared with the 2020/21 base year (baseline: 21,496 tCO_2e).
- E1-4, T4 | Net-Zero: To reduce absolute Scope 3 emissions by 90% by 2050/51 compared with the 2022/23 base year (baseline: 16,903,947 tCO_2e).

The share of the stated emission reduction targets in Scope 1 and 2, both for the target year 2030/31 and for the Net-Zero target in 2050/51, relates to 20% of Scope 1 and 80% of Scope 2. The Scope 2 target comprises market-based emissions.

The targets set for Scope 1, 2 and 3 emissions are consistent with the boundaries of the GHG inventory. The description of the methodology used to calculate gross GHG emissions is set out in the section 'Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6'.

E1-4, T5 | In addition, the Zumtobel Group has set an emission reduction target for production and leasing sites (i.e. sales offices) of 8,500 tonnes of CO_2e for Scope 1 and 2 emissions for the 2026/27 financial year (from 8,470 tonnes of CO_2e in 2025/26). This target takes into account an increase in production volume.

The quantitative contribution of the individual decarbonisation levers towards achieving this target is set out in the section 'Actions and resources in relation to climate change policies | E1-3'.

Targets achieved in 2025/26:

- The emissions reduction target for Scope 1 and 2 of 9,000 tonnes of CO_2e relates exclusively to the production sites (not including the sales offices). This target was achieved in the 2025/26 financial year.
- Progress in achieving the SBTi emissions targets is shown in the table in the section 'Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6'.

Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6

The Zumtobel Group calculates Scope 1, 2 and 3 emissions in accordance with the Greenhouse Gas Protocol (GHGP) based on the standardised calculation formula: *GHG emissions = activity data × emission factor*. The underlying emissions data is not verified by external third parties. The data is exclusively checked and confirmed as part of the audit carried out by the external auditor.

The emission factors required to calculate CO_2e emissions for Scopes 1, 2 and 3 are provided centrally. The calculation methodology and the sources used for the calculation are set out in the table below. The aim is to use verifiable factors from recognised data sources.

Scope 1 & 2
Consumption figures relating to operational activities are recorded and verified on a monthly basis in the global Environmental Report and multiplied by the relevant emission factors.

Fuel consumption of the Group's own fleets is calculated on the basis of diesel, petrol and electricity consumption. 'Rented or leased property, plant and equipment' has been reported under Scope 1 & 2 since the 2024/25 financial year if the Zumtobel Group exercises operational control over the property, plant and equipment in question. Data on the energy consumption of rented or leased property, plant and equipment is recorded once a year and multiplied by the relevant emission factors to calculate emissions. As part of this data collection, contractual instruments are also taken into account when determining market-based emissions.

The market-based emissions of the Zumtobel Group comprise the following contractual instruments: The EECS (European Energy Certificate System) accounts for 19%, REGO (Renewable Energy Guarantees of Origin) for 12%, GEC (Green Electricity Certificate) for 5% and guarantees of origin (GO) for 1%; guarantees of origin for hydropower from Austria are also available for 51% of market-based emissions.

The difference between the market-based and location-based figures in the table in the section 'Gross Scopes 1, 2, 3 and Total GHG emissions | E1-6' stems from the fact that the market-based emissions reflect contractually procured electrical energy (e.g. guarantees of origin), while the location-based figures are based on the national emission factors of the respective countries.

In the 2025/26 financial year, the Zumtobel Group's biogenic emissions for district heating in Scope 2 amounted to 1,778 tCO_2e (2024/25: 1,783 tCO_2e). No biogenic emissions are currently reported for Scope 1.

Scope 3
The Zumtobel Group analyses all Scope 3 categories as a matter of principle. From the 2025/26 reporting period onwards, following the full acquisition of Inventron, the Scope 3.15 category will be classified as not applicable when compared with the previous year, 2024/25. As a result, a total of four Scope 3 categories are not relevant to the Zumtobel Group.

The remaining eleven categories are calculated, with two categories identified as significant. The following two categories account for 99% of total Scope 3 emissions for the Zumtobel Group: Scope 3.1 'Purchased goods and services' and 3.11 'Use of sold products'. In light of this, only these two categories are presented in the report for the 2025/26 reporting year in deviation from the previous year. This approach complies with the CSRD's reporting requirements.

The percentage of gross Scope 3 GHG emissions calculated using primary data from suppliers or other partners in the value chain is 0%.

Scope category	Calculation methodology for gross GHG emissions Source of emission factor data	(not) significant / not applicable (N/A)
Scope 1	Scope 1 (direct emissions) covers emissions resulting from energy consumption at the Group's own production sites and from rented and leased property, plant and equipment, with consumption recorded separately by energy source (e.g. gas, biomass). For the vehicle fleet, the actual volumes of fuel refuelled are calculated in litres and converted into energy to calculate emissions, based on the respective calorific value. To calculate emissions, energy source-specific emission factors are applied to the respective consumption figures. *Source of emission factor data: DEFRA*	significant
Scope 2	Scope 2 (indirect emissions) comprises emissions resulting from energy consumption at the Group's own production sites, as well as from rented and leased property, plant and equipment. Energy consumption is recorded separately for each energy source, in particular electricity and district heating. Electricity consumption for electric vehicles is recorded directly under energy consumption. To calculate emissions, energy source-specific emission factors are applied to the relevant consumption figures in accordance with the location-based and market-based approaches. *Source of emission factor data: Ecoinvent, DEFRA, contractual instrument*	significant
Scope 3.1 Product related (PR)	Product-related emissions are calculated on the basis of the weights of the materials purchased. The emissions are calculated using the same emission factors as in the EPDs. PR emissions account for around 85% of Scope 3.1 emissions. *Source of emission factor data: Sphera*	significant
Scope 3.1 Non product related (NPR)	Emissions produced by non-product-related goods and services are calculated using the spend-based method. NPR emissions account for around one-seventh of Scope 3.1 emissions. Emission factors are assigned to the respective product groups based on the allocated Standard Industrial Classification (SIC). Double-counting is avoided by excluding data that has already been included in other scopes. *Source of emission factor data: CaDI*	significant
Scope 3.11	The calculation of emissions associated with the use of goods sold is largely derived from the EPD methodology. It is based on the connected load of the products sold during the reporting period, with luminaires featuring variable luminous flux being taken into account through reduced power consumption. Energy consumption is calculated on the basis of the respective service life of the application. Country-specific emission factors for the energy mix are used to calculate emissions. *Source of emission factor data: Ecoinvent*	significant

Scope category	Calculation methodology for gross GHG emissions Source of emission factor data	(not) significant / not applicable (N/A)
Scope 3.2	Emissions from capital goods are also calculated using the spend-based method. Emission factors are allocated in accordance with the SIC 'Machinery and Equipment'. *Source of emission factor data: CaDI*	Not significant
Scope 3.3	This category covers emissions that occur upstream of the energy and fuel consumption recorded under Scope 1 and Scope 2 emissions. *Source of emission factor data: Ecoinvent, DEFRA*	Not significant
Scope 3.4	Emissions from transportation and distribution are calculated based on the actual distances travelled, the weights transported and the mode of transport used (e.g. lorry, rail, ship, air). This is achieved by multiplying the mass, distance and a transport mode-specific emissions factor. *Source of emission factor data: Exiobase 3*	Not significant
Scope 3.5	Emissions from production waste are calculated on the basis of the three categories of recyclable waste, hazardous waste and residual waste. Emissions are calculated using a weight-based method with the application of waste-specific emission factors in accordance with the respective type of waste treatment. *Source of emission factor data: Ecoinvent*	Not significant
Scope 3.6	Emissions from business travel are calculated using a distance-based method, based on data recorded in the Group-wide travel booking system, broken down by mode of transport, i.e. flight, car or train. Since not all business segments are integrated into the booking system, the calculated emissions are then extrapolated from the actual travel costs paid depending on the mode of transport, in order to ensure complete coverage. *Source of emission factor data: Ecoinvent*	Not significant
Scope 3.7	The emissions are calculated on the basis of an employee survey to record the modes of transport used as well as the distances between home and work. Data obtained in this manner is then extrapolated to the entire workforce in order to determine the total emissions from employee commuting. Emissions are calculated on the basis of transport mode-specific emission factors (e.g. car, public transport). *Source of emission factor data: Ecoinvent*	Not significant
Scope 3.9	Emissions for downstream transport and distribution are calculated through extrapolation based on the logistics costs incurred or the load volume transported. The calculation is based on the costs and/or the volume transported, and the transport-related emissions from Scope 3.4 are extrapolated accordingly. *Source of emission factor data: Exiobase 3*	Not significant
Scope 3.10	In order to account for the further processing of the products sold, the energy requirement for the installation of all products sold is calculated on the assumption that they are installed using screws. An emission factor based on the European energy mix is then used to calculate the resulting emissions. *Source of emission factor data: Ecoinvent*	Not significant
Scope 3.12	Product-related emissions at the end of the life cycle of the products sold are calculated on the basis of the weights of the materials purchased. The underlying calculation methodology corresponds to the model used to determine end-of-life emissions, which is also applied in the preparation of EPDs. The emission factors used here are the same as those used in the EPD calculation. *Source of emission factor data: Sphera*	Not significant
Scope 3.8 Scope 3.13 Scope 3.14 Scope 3.15	Given the nature of the Zumtobel Group's business activities, categories 3.8 (Upstream leased assets), 3.13 (Downstream leased assets), 3.14 (Franchises) and 3.15 (Investments) do not apply to the Zumtobel Group.	n/a

<table>
<tr><th></th><th></th><th colspan="3">Retrospective</th><th colspan="3">Milestones & target year</th></tr>
<tr><th>GHG emissions in tCO_2e</th><th>Base year[8]</th><th>2024/25</th><th>2025/26</th><th>% (N/N-1)</th><th>Target 2030</th><th>Target 2050</th><th>Annual % of target/ base year</th></tr>
<tr><td>Scope 1 GHG emissions</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Gross Scope 1 GHG emissions</td><td>5,144</td><td>6,786</td><td>6,237</td><td>92%</td><td rowspan="5">-66%</td><td rowspan="5">-90%</td><td>-7%</td></tr>
<tr><td>Percentage of Scope 1 GHG emissions from regulated emission trading schemes</td><td>-</td><td>0%</td><td>0%</td><td></td><td></td></tr>
<tr><td>Scope 2 GHG emissions</td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Gross market-based Scope 2 GHG emissions</td><td>16,352</td><td>2,915</td><td>2,233</td><td>77%</td><td>-7%</td></tr>
<tr><td>Gross location-based Scope 2 GHG emissions</td><td>21,304</td><td>18,242</td><td>19,093</td><td>105%</td><td>n/a</td></tr>
<tr><td>Significant Scope 3 GHG emissions</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Significant indirect gross Scope 3 GHG emissions</td><td>16,903,947</td><td>13,457,851</td><td>14,366,458</td><td>107%</td><td></td><td></td><td></td></tr>
<tr><td>Scope 3.1 Purchased goods and services</td><td>295,527</td><td>397,037</td><td>359,690</td><td>91%</td><td rowspan="2">-42%</td><td rowspan="2">-90%</td><td rowspan="2">-5%</td></tr>
<tr><td>Scope 3.11 Use of sold products</td><td>16,547,368</td><td>12,997,789</td><td>13,943,236</td><td>107%</td></tr>
<tr><td>Total GHG emissions</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Total GHG emissions (market-based)</td><td>16,930,394</td><td>13,467,552</td><td>14,374,927</td><td>107%</td><td></td><td></td><td></td></tr>
<tr><td>Total GHG emissions (location-based)</td><td>16,925,443</td><td>13,482,878</td><td>14,391,787</td><td>107%</td><td></td><td></td><td></td></tr>
</table>

GHG intensity per net revenue	2024/25	2025/26	% (N/N-1)
Total GHG emissions (market-based) [tCO_2e/million EUR]	12,274	13,822	113%
Total GHG emissions (location-based) [tCO_2e/million EUR]	12,288	13,838	113%
Total net revenue [million EUR]	1,097.20	1,040.38	

The calculated emissions depend to a large extent on the underlying data model. Despite developments in individual factors within Scope 3.11 that have reduced emissions, there has been an overall increase in emissions compared with the previous year; this is attributable in particular to higher emission factors for electrical energy whose publication was delayed, as well as to the extended service lives of components. For information on net revenue, please refer to the corresponding "Revenue" line item in the five-year overview on page 2.

[8] Base year for Scopes 1 & 2: FY 2020/21 & base year for Scope 3: FY 2022/23

E1 | Energy

E1 | Climate change

Energy	*Actual negative impact*	Use of non-renewable energies along the supply chain
		Energy consumption through using products of the Zumtobel Group (customers' site)
		Energy consumption for manufacturing

Policies related to energy | E1-2

Energy policy

An active environmental and energy management system forms an integral part of the Zumtobel Group's integrated management system. The energy policy lays down principles and objectives related to energy efficiency. These principles serve as a guide for the Group's own workforce in their day-to-day activities, thereby raising awareness of the need to use resources sustainably. The Group's energy policy has been approved by the Management Board and can be found on the Group's website for all internal and external stakeholders. Operational implementation is driven by global and local management teams. However, all employees contribute to achieving the energy targets. By receiving ISO 50001 certificates, accredited certification partners have verified the effectiveness and continuous improvement of the integrated management system in place within the Zumtobel Group. The Zumtobel Group considers that ongoing improvement of energy-related performance and increasing the share of renewable energy will make a major contribution to careful, efficient use of resources.

Code of conduct

The Zumtobel Group not only demonstrates its efforts to improving sustainability performance in its own business activities but is continually expanding its commitment to due diligence in relation to energy efficiency throughout the entire value chain. By signing the Code of Conduct for Business Partners, all business partners are required to continuously improve the energy efficiency of their production processes and products. The aim is to steadily reduce energy consumption and, as a result, GHG emissions. This makes an active contribution to mitigating climate change and, consequently, to the Zumtobel Group's Net-Zero target. The codes of conduct fall under the responsibility of the Management Board. More information on the Code of Conduct and the Code of Conduct for Business Partners can be found in the section 'Business conduct policies and corporate culture | G1-1'.

Actions and resources in relation to energy | E1-3

The actions outlined below were initiated and implemented in the 2025/26 financial year. Key actions directly linked to the decarbonisation levers in Scopes 1 and 2 of the Climate Transition Plan, which will lead to both energy savings and emissions reductions, are set out below.

Fleet development (global): The Zumtobel Group continues to pursue its objective of equipping its fleet with electric vehicles. By the 2025/26 financial year, 13% of the entire fleet had already been converted to electric vehicles (2024/25: 11%).

Shenzhen (CN): The proportion of renewable electricity at the Shenzhen plant currently stands at 32.3%. A total of 1,000 MWh of renewable energy was purchased, which corresponds to a reduction of 531 tCO_2e.

Targets related to energy | E1-4

E1-4, T6 | The Zumtobel Group has set an energy-saving target of 78,800 MWh for its own production sites for 2026/27. In the 2025/26 financial year, these sites consumed around 77,900 MWh of energy. The target takes into account an expected increase in production volume and aims to improve energy efficiency.

E1-4, T7 | With regard to increasing the share of renewable energy at its own production sites, the Zumtobel Group has set itself the goal of raising this to 64.8% by 2026/27. The share currently stands at 64% for the Zumtobel Group based on its own production sites.

Both targets contribute to the science-based Net Zero target by addressing energy efficiency at production sites and striving to improve the energy mix. The targets are monitored and assessed based on monthly measurements of energy consumption and energy mixes. No stakeholders outside the Zumtobel Group were involved in defining these targets.

Target achieved in 2025/26: Target attainment in the previous years solely relates to the production sites (not including the sales offices).

- Energy-saving target: The target of a 3% reduction for 2025/26 has been achieved:
- Renewable energy: The target of increasing the share of renewable energy in the energy mix at production sites to 63.7% was reached with a 64% share achieved.

Energy consumption and mix | E1-5

The metrics listed below concerning energy consumption and energy mix cover the entire Zumtobel Group. They include the production and administrative sites, the R&D site in Les Andelys, rented and leased property, plant and equipment, and the entire fleet.

The consumption figures for the Zumtobel Group's manufacturing facilities, including the Group's administrative offices in Dornbirn and the R&D site in Les Andelys, are recorded monthly by local managers in the global Environmental Report. The data source for these figures can include invoices or internal reporting systems. These figures are reported on and reviewed on a monthly basis at a global meeting convened by the COO. The figures and trends then need to be clarified and reported by the site manager. Information on the respective energy mix is based on data provided by suppliers.

As part of the data collection process for rented and leased property, plant and equipment, an annual survey is carried out to determine the consumption of electricity and heating energy. It is generally quite straightforward to monitor electricity consumption. By contrast, heating energy consumption often cannot be measured directly, as in many rental properties it is included as a flat-rate charge in the rent. To determine the relevant energy consumption figures, the reported data is used to calculate a specific energy requirement per square metre for electricity and heating. This average figure is then applied to facilities for which no consumption data is available. No distinction is made between different types of property. The energy mix for electricity is determined on the basis of country-specific datasets from the ecoinvent database. This ensures that due account is taken of national electricity generation structures. In the current reporting year, the Ecoinvent database was used to determine the energy mix. The prior-year calculation was based on different national energy sources.

Actual energy consumption of the vehicle fleet is systematically recorded and documented. This takes into account both the quantities of fossil fuels consumed – specifically diesel and petrol – and the electrical energy charged into electric vehicles.

Renewable energy consumed is generated entirely by local PV systems. The Zumtobel Group generated 2,465 MWh of renewable energy in the 2025/26 financial year (2024/25: 1,409 MWh).

Energy consumption and mix in MWh	2025/26	2024/25
Fuel consumption from coal and coal products	570	0
Fuel consumption from crude oil and petroleum products	10,990	11,366
Fuel consumption from natural gas	17,195	17,579
Fuel consumption from other fossil sources	8	0
Consumption of purchased or acquired electricity, heat, steam, and cooling from fossil sources	3,511	4,413
Total fossil energy consumption	32,273	33,358
Share of fossil sources in total energy consumption [%]	*38%*	*37%*
Consumption from nuclear sources	459	920
Share of consumption from nuclear sources in total energy consumption [%]	*1%*	*1%*
Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.)	1,290	2,054
Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources	47,781	52,060
Consumption of self-generated non-fuel renewable energy	2,465	1,409
Total renewable energy consumption	51,536	55,522
Share of renewable sources in total energy consumption [%]	*61.2%*	*62%*
Total energy consumption	84,268	89,801

Energy intensity per net revenue	2025/26	2024/25
Total energy consumption from activities in high climate impact sectors per net revenue [MWh/million EUR]	81.00	81.85
Net revenue [million EUR]	1,040.39	1,097.20

As a manufacturer of lighting equipment (NACE code C27.40), the Zumtobel Group operates in a sector with a high climate impact as defined by Commission Delegated Regulation (EU) 2022/1288. Accordingly, all activities are included in the calculation of total energy consumption and net revenue. Please consult the 'Revenue' item in the five-year overview (page 2) for more information on net revenue.

1.2.2.2 E5 | Resource use and circular economy

This section outlines the Zumtobel Group's material IROs in relation to resource use and circular economy, including the way in which they are managed.The main sustainability matters are as follows:

E5 | Resource use and circular economy

Resource inflows, including resource use	*Actual negative impact on the environment*	Usage and exploitation of primary resources
Resource outflows relating to products and services	*Actual negative impact on the environment*	Products, components and materials that are not returned to suppliers or the Zumtobel Group, or that are not reintegrated into the value chain, represent a permanent loss of resources and ultimately end up as waste.
Waste	*Actual negative impact on the environment*	Waste generated during upstream supply chain and own operations, packaging and disposal.

The aforementioned impacts, risks and opportunities each cover a short-, medium- and long-term period. The disclosures that describe the process for identifying the impacts, risks and opportunities associated with E5 can be found under ESRS 2.

E5 | Resource inflows and outflows

E5 | Resource use and circular economy

Resource inflows, including resource use	*Actual negative impact on the environment*	Usage and exploitation of primary resources
Resource outflows relating to products and services	*Actual negative impact on the environment*	Products, components and materials that are not returned to suppliers or the Zumtobel Group, or that are not reintegrated into the value chain, represent a permanent loss of resources and ultimately end up as waste.

Policies relating to resource inflows and outflows | E5-1

Circular Economy

The second pillar of the Zumtobel Group's sustainability strategy is dedicated to the topic of circular economy. The Zumtobel Group strives to ensure that material resources are handled in a responsible manner and that the product development process becomes increasingly sustainable. This explains why circular economy aspects are given top priority right from the earliest stages of product development.

Circular Design Rules (short: CDRs)

In order to fully integrate circular economy into the product development process, the Group developed an internal tool named Circular Design Rules (CDRs) to design products for the different cycles. This also goes hand in hand with systematically reducing reliance on primary raw materials, cutting down on waste and optimising circular processes.

Policies related to resource use

With its increasing focus on circularity, material sourcing represents a fundamental strategic component of sustainable procurement. One way the Zumtobel Group is working to improve circularity is by actively collaborating with suppliers to record and increase the share of recycled materials.

The aim behind requiring suppliers to sign the Code of Conduct for Business Partners is to help them promote resource-friendly practices in the upstream value chain. The most senior level in the Zumtobel Group's organisation, the Management Board, is accountable for the Code of Conduct for Business Partners, which applies throughout the entire Group.

Policies related to circular economy:

With its Circular Design Rules (CDRs), the Zumtobel Group has an effective and operational tool at its disposal which helps to make the development of luminaires incrementally more circular, transitioning to a circular economy. The Circular Design Rules are applied throughout the product development process for the Zumtobel and Thorn lighting brands. They consist of three main pillars: *Circular Sourcing, Circular Design and Circular Services.*

By applying the CDRs, in particular Circular Sourcing and Circular Systems aspects, both the upstream and downstream value chain are taken into account. By prioritising the use of recyclable as well as separable materials and components in the product, the Zumtobel Group aims to reduce the generation of residual waste at the end of the life cycle where possible. This approach is set out in more detail in Section E5-3, 'Actions'.

Material use, design, and processing and reuse options make it possible to move away from the consumption of primary resources and to instead plan in and increasingly use secondary resources. The Circular Design Rules are a tool that systematically align product development with a circular economy. Negative environmental impacts from primary material consumption and generated waste are mitigated through the implementation of the Zumtobel Group's circular economy strategy (application of CDRs, implementation of circular business models). The Group Sustainability department is working together with the specialist departments to advance the strategy. Related activities are monitored by the Management Board. Preventive actions to avoid waste generation are pursued through the use of recycled materials and recyclable materials and by aligning product concepts with circular economy scenarios at the end of the first use phase.

In the context of Circular Services under the CDRs, the circular economy scenarios follow a cascading use principle that preserves as much value as possible and include options for: Maintenance, upgrade, repair and refurbishment, Reuse and remanufacturing, and Recycling. The reusability of both the components and the product is already calculated and evaluated during the product development phase. The design and engineering ensure that the components or products can be remanufactured at the end of their initial life cycle. The focus here is on preventing and reducing waste along the entire value chain used to create products and services as well as in relation to the entire product life cycle. Various solutions within the circular economy cascades are prioritised for the products and their application:

>> Maintenance, Upgrade, Repair & Refurbishment: Lighting brands Zumtobel and Thorn offer various spare parts to extend the life of the luminaires at customer sites. The design of the luminaires is geared towards ease of repair: this includes both simple disassembly and the use of spare parts. Examples of products include TECTON, PANOS III, VIVO II and CRAFT II from Zumtobel Lighting and Avenue, COLLEGE II by Thorn Lighting. In the Components segment, Tridonic offers the Lifetime Indicator, a tool that enables customers to obtain reliable information on the expected remaining service life of the products in use. This facilitates a more transparent assessment and enables customers to evaluate whether and when a luminaire needs to be replaced or repaired.

- **Reuse & Remanufacturing:** In order to keep as many raw materials as possible in the cycle and to offer customers a long-term service solution that conserves resources and reduces CO_2 emissions, the Zumtobel Group has become the first company in the industry to launch a remanufacturing service through its lighting brand Zumtobel. Remanufacturing is available for the TECTON II, PANOS III, CRAFT II and VIVO II product ranges: at the end of their agreed service life, the luminaires can be remanufactured in accordance with the remanufacturing standard and put back into service. The Lifetime Indicator forms the basis for the potential reuse of components, as it provides information on their remaining service life.
- **Recycling:** The Zumtobel Group is subject to the EU WEEE Directive and is therefore financially responsible for the disposal of its electrical equipment. Its contribution helps support the infrastructure for collecting and recycling electronic equipment. Waste is registered and reported in accordance with national regulations in order to promote environmental protection and the recovery of valuable resources.

Actions and resources related to resource inflows and outflows | E5-2

All actions are monitored and assessed in line with the defined target settings. Both human and financial resources are available for implementing actions. The human resources associated with resource use at the Zumtobel Group are provided by the Global Purchasing department. Employees from Group Sustainability, Global Quality and Product Management cover the personnel requirements associated with circular economy.

As one of the CDRs, Circular Sourcing is one of three pillars helping to ensure that products manufactured by the lighting brands are circular in nature in the product design and material selection phases. It places particular emphasis on the upstream value chain. A potential analysis was carried out to identify the material groups in which there are short- and medium-term opportunities to increase the proportion of recycled material. Following extensive market research, an initiative was launched this year to increase the proportion of recycled material in plastics. Plastics with a higher proportion of recycled material are currently being tested. The aim is to gradually introduce plastics with higher recycling content into the lighting brands' product range.

Circular Design is another one of the three CDRs and refers to the continuous alignment of the design and engineering of a product to improve separation, reparability and reusability. The foundations for enabling Circular Services at the end of the product's initial use phase are already laid during the design stage.

The third pillar, Circular Services, focuses on the implementation of the circular economy scenarios for the lighting brands. The Zumtobel Group aims to offer high value creation and attractive services with the lowest possible use of materials sourced from primary resources. This makes it possible to counteract the identified material sustainability matter related to resource inflows. New opportunities and partner networks are continually developed in order to extend the product lifespan and adopt a circular approach for products and materials. Priority is consistently given to the following cycles: Maintenance, upgrade, repair and refurbishment as well as Reuse & remanufacturing.

In addition to implementing the CDRs, the Zumtobel Group is working on various projects that promote the incorporation and implementation of a circular economy into the Group. These projects are aligned with the structure of the CDRs, were launched in the 2025/26 financial year and are ongoing at the time of reporting.

Circular Sourcing:

- In-depth research, testing and the use of plastics with a higher recycling content to increase the proportion of recycled plastics in Zumtobel Lighting products (e.g. AMPHIBIA, FAKTOR II) in the 2025/26 financial year
- Continuous improvement in transparency regarding the identification of materials and components containing PFAS in relation to lighting brands

Circular Design:

- Initiative to improve the availability of spare parts for lighting brands products

Circular Services:

- Implementation of remanufacturing pilot projects in partnership with Zumtobel Lighting customers
- Launch of the remanufacturing service for the TECTON II, PANOS III, CRAFT II and VIVO II product ranges from Zumtobel Lighting

Targets related to resource inflows and outflows | E5-3

All targets are voluntary and are not prescribed by law. In applying its comprehensive CDRs, which have been integrated into all product development activities and encompass the aforementioned focus areas of Circular Sourcing, Circular Design and Circular Systems, the Zumtobel Group is working towards the following targets:

- Circular Sourcing: Waste management, including preparation for proper treatment
- Circular Design: Increasing circular product design (including, for instance, design for durability, dismantling, reparability, recyclability, etc.)
- Circular Services: Increasing the circular material use rate

E5-3, T1 | The Zumtobel Group aims to gradually increase the share of recycled secondary components, products and materials (including packaging). For this purpose, the calculation methodology was revised during the reporting year and now exclusively relies on manufacturer information. Based on this revised methodology, the share of recycled secondary components for the base year 2024/25 amounts to 22% (compared with 28% under the previous methodology). In the 2025/26 financial year, this share was already increased to 24%. The target of increasing the share by 5 percentage points remains unchanged. Accordingly, based on the revised base year 2024/25, the new target amounts to 27%. Achieving this target contributes to reducing the use of primary raw materials and promotes sustainable sourcing and the use of renewable resources in line with the cascading principle. The targets are based on information provided by the Zumtobel Group's suppliers regarding their expected development in the share of recycled secondary materials, particularly steel and aluminium. Achievement of the target depends on technological progress and commercial availability.

Targets achieved in 2025/26: The current proportion of recycled secondary components, products and materials (including packaging) is shown in the table below, 'Resource inflows in tonnes'.

Resource inflow metrics | E5-4

Significant resource inflows deemed material to the Zumtobel Group's resource use and circular economy include raw materials (such as metals and plastics), electronic components, wires as well as cables, packaging materials, finished products, merchandise, goods for logistics (pallets) and technical equipment such as production machinery. Resource inflows for sales offices are not taken into consideration due to their low weight share compared to figures for production. The total weight of products and materials can be found in the Resource inflow metrics table. The share of biological material is also disclosed as a percentage in the Resource inflow metrics table. The Zumtobel Group defines biological materials as follows: paperboard cardboard, packaging made from ecological raw materials such as industrial starch, and wood & pallets. In doing so, the Zumtobel Group focuses on reducing material usage and ensuring recyclability. For the primary share of biological materials, such as paper and cardboard, FSC certificates provided by suppliers are available for 61% of the tonnage used. For the secondary share of biological materials, no additional certifications or supporting evidence from certification schemes were available as of the reporting date.

The calculation method for the table 'Resource inflows in tonnes' has been revised. From 2025/26 onwards, only information from manufacturers will be used for all material types, and inferences by analogy will no longer be made. The previous year's figure has been adjusted accordingly in the table below.

The weight of secondary reused and recycled components in products and materials is presented in the 'Resource inflow metrics' table. This metric is based on the requirements stated in DIN EN 45557. The weights of purchased products and materials are based on the figures disclosed by suppliers, which also applies to information on secondary recycled components, products and materials.

Resource inflows in tonnes	2025/26	2024/25 *[new]*	2024/25 *[old]*
Overall total weight of technical and biological materials	37,378	35,117	-
Thereof technical materials	32,885	31,939	-
Thereof biological materials	4,493	3,178	-
Percentage of technical materials [%]	*88%*	*91%*	-
Percentage of biological materials [%]	*12%*	*9%*	-
Overall weight of secondary reused or recycled components, secondary intermediary products and secondary materials (including packaging)	8,800	7,827	9,873
Percentage of secondary reused or recycled components, secondary intermediary products and secondary materials (including packaging) [%]	*24%*	*22%*	*28%*

Resource outflow metrics | E5-5

An overview of the Zumtobel Group's products can be found in Section "1.1.2 Products and production locations" of the Group management report.

Durability, reparability and recyclable content

At the EU level, the reparability of luminaires is governed by the Ecodesign Regulation for light sources and separate control gear (Single Lighting Regulation). The regulation mandates the interchangeability of light sources and control gear in luminaires but permits exceptions in certain technical or application-based cases.

Based on the interchangeability specified in the product information, a reparability indicator is calculated at the Zumtobel Group level for the Lighting segment. This is calculated as the ratio of luminaires sold in the reporting period that are fitted with components which can be replaced in accordance with the Ecodesign Regulation to the total number of luminaires sold in the same period. This ratio stood at 91% for the 2025/26 financial year and was not calculated for the previous year. There are currently no comparable metrics for the products in the Components segment. The Ecodesign for Sustainable Products Regulation (ESPR) builds on the existing energy-related ecodesign approach to create a comprehensive framework for sustainable and circular product design. The ESPR establishes the legal framework for future requirements relating to durability, reparability, the availability of spare parts and disclosure obligations, among other aspects. It thereby explicitly addresses the issue of reparability; however, at the present time there is no uniformly established, cross-product assessment system in place. The specific requirements for reparability will be defined in stages through delegated acts and vertical requirements for individual product groups.

The Zumtobel Group has also further developed its Circular Design Rules in light of the requirements set out in the ESPR. With the Circular Design Rules for the lighting brands, attention is paid to the separability and reparability of the Zumtobel Group's products and all new product developments early on during the product development phase.

Design for Maintenance, Repair

Reparability at the product level is defined in the CDRs ("Design for Maintenance, Repair") as the ratio of available spare parts to the identified potential consumable components. This definition is based on DIN EN 45554 for assessing the reparability of energy-related products and also takes into account the information available to date from the planned ESPR. The calculation of product reparability is presented as a percentage between 0 and 100. The existing CDR evaluations for the lighting segment show a range of 66-100% in the category Design for Maintenance, Repair. These results indicate good repairability. At present, there is no comprehensive CDR evaluation covering the entire product portfolio.

Refurbishment kits

The CDR data sheet is assessed by the development teams, supported as necessary by the Group Sustainability department. Refurbishment kits are available for select, formerly manufactured luminaires that are still based on conventional technology such as fluorescent lamps, in order to enable conversions to modern LED lighting technology. Available spare parts and refurbishment kits can be viewed on the Zumtobel and Thorn websites. Details on durability and recyclable content can be found in the tables below.

Durability of products placed on the market	2025/26		2024/25
in hours	Industry average[9]	Zumtobel Group	Zumtobel Group
LIGHTING SEGMENT			
Indoor Lighting	50,000	62,826	59,513
Outdoor Lighting	100,000	62,511	64,700
COMPONENTS SEGMENT			
Light source	Not available	89,774	69,973
Drivers	Not available	87,039	83,118
Controls (control units and sensors)	Not available	76,839	N/A

[9] The industry figures provided are based on data from Lighting Europe 2024: Most of the indoor lighting products have a service life of up to 50,000 hours. The durability of outdoor lighting is up to 100,000 hours. No comparable industry averages are available for the Components segment.

The recycling content of products is assessed on the basis of the same end-of-life scenario used for preparing the EPDs. The assumptions and recycling pathways are based on the models and databases stored in the LCA software. The underlying methodology is based on the requirements of ISO 14044 and EN 15804. The recycling content of packaging is based on current market data available at the European level. Cardboard accounts for the largest share of packaging material. The resource outflow metrics (durability, repairability, recycling content) are not externally validated outside the external audit.

E5 | Waste

E5 | Resource use and circular economy

Waste	*Actual negative impact on the environment*	Waste generated during upstream supply chain and own operations, packaging and disposal.

Policies related to waste | E5-1

With the environmental policy previously referenced under 'Policies related to climate change mitigation | E1-2', the Zumtobel Group is committed not only to actively contributing to climate change mitigation, but also to continuously reducing waste and implementing fundamental circular economy practices. These sustainability matters are incorporated in the ISO 14001 certifications for the production sites in the integrated management system.

Preventive actions to avoid waste generation are pursued through the use of recycled materials and recyclable materials and by aligning product concepts with circular economy scenarios at the end of the first use phase. At the production plants, priority is given to preventing and reducing all materials related to production, separating waste and recycling the waste generated. Overall, the focus here is on preventing and reducing waste along the Zumtobel Group's entire value chain – from the manufacture of products and services and throughout the entire product life cycle.

Actions and resources related to waste | E5-2

All actions taken to reduce waste are systematically monitored and assessed in line with the defined targets. The necessary human and financial resources have been secured and made available. Responsibility for monitoring waste-related issues lies with the Zumtobel Group's Global Quality department. Implementation of improvement measures is driven forward by the local managers and waste management officers at the respective production sites. The Zumtobel Group is committed to the sustainable and efficient use of raw materials. Optimising the use of materials and minimising waste and scrap in production make a significant contribution to this.

Waste management governed by local waste management policies at the production sites forms a key component of the environmental management systems, meets the necessary legal obligations and aims to continually reduce waste. Each production site has appointed a waste officer, follows documented processes and makes detailed records required by law for all waste generated and its transportation. The metrics for waste contain the waste generated in tonnes and are split into the categories of recycled waste, residual waste and hazardous waste.

Dornbirn (AT): At Leuchtenwerk, the existing waste management scheme for the office areas has been further improved and rolled out across all offices. This had two positive effects: on the one hand, waste sorting has been optimised, and on the other, the waste bins located centrally in the offices have reduced the physical strain on the cleaning staff. A material flow management system has been introduced in production to track and reduce waste of recyclable materials throughout the entire process chain. This has improved transparency and material utilisation rates. In addition, the purchase and commissioning of a strip welding machine has significantly reduced the amount of scrap generated during coil changes. Up to 200 kg of scrap has been avoided here each day as a result. A return scheme for single-use returnable bottles has been introduced at both the lighting plant and the components plant. This ensures that single-use drinking bottles are collected in a targeted manner and sent for recycling.

Lemgo (DE): Waste separation has also been improved in the offices at the Lemgo site through a number of new initiatives.

Niš (RS): At the lighting plant, the material utilisation rate has been improved through the optimised use of sheet metal blanks in metalworking. Waste is minimised to the greatest possible extent when creating CNC programmes by arranging different components on a single blank. This approach allowed 5,021 kg of material to be used efficiently. At the components plant, waste management was optimised through the classification of a waste stream that had previously been considered non-recyclable as recyclable. This waste component is now channelled into the recycling stream, thereby securing a further source of raw materials.

Shenzhen (SHZ): Over the past financial year, a reduction of 1.14 tonnes of hazardous waste has been achieved. A newly appointed supplier takes back the packaging containers for silicones for reuse and/or recycling, which means these no longer need to be disposed of at great expense.

Spennymoor (UK): At the lighting plant, the volume of hazardous waste has been reduced through the introduction of an additional evaporation process during the pre-treatment stage of the coating process. This process separates the components; the purified water is reused in the pre-treatment stage, and only the residual materials are disposed of. At the same time, shredding and re-granulation have made it possible to significantly reduce the volume of polycarbonate waste. The recycled material is then reused.

At the components plant in the UK, the recycling rate has improved significantly over the past three years (from 74% to over 92%). This has been achieved by ensuring that materials that were previously disposed of as general waste are now treated as recyclable materials (including PCB panels and SMD waste). Suppliers were also involved in optimising the packaging.

Targets related to waste | E5-3

All targets are voluntary and are not prescribed by law. The following targets apply to all of the Zumtobel Group's production sites.

- E5-3, T2 | Reduce total waste from 4,612 tonnes in 2025/26 to 4,418 tonnes in 2026/27
- E5-3, T3 | Reduce non-recyclable waste from 379 tonnes in 2025/26 to 377 tonnes in 2026/27
- E5-3, T4 | Reduce the volume of production waste from non-renewable materials relative to material consumption to 9.2% in 2026/27 from 10.7% in 2025/26

The goal behind reducing total waste and non-recyclable waste in the production plants is to avoid waste. Use of the ratio of production waste volume of non-renewable materials to material consumption is designed to prevent and encourage sparing use of valuable resources.

The main goal the Zumtobel Group hopes to achieve in its efforts to reduce waste is avoiding the generation of waste in the first place. This goes hand in hand with the processes for increasing the utilisation rate of materials and substances. The next stage involves reusing and recycling recyclable materials both internally and externally. Substances and materials are only sent for thermal processing as a last resort. However, due to successful waste avoidance, reduction and recycling, the share of substances and materials sent for thermal processing is very low at the Zumtobel Group.

Targets achieved in 2025/26: Target attainment in the previous years solely relates to the production sites.

- E5-3,T2 | The target of reducing total waste to 5,303 tonnes by 2025/26 was exceeded, with the figure standing at 4,612 tonnes. This achievement can be attributed to lower waste levels at the former production site in Les Andelys and a reduction in waste at the majority of production sites
- E5-3,T3 | The target of reducing non-recyclable waste to 535 tonnes in 2025/26 was exceeded, with the actual figure standing at 379 tonnes because a facility at the production site in Les Andelys had not yet been dismantled
- E5-3,T4 | The target of reducing the volume of production waste from non-renewable materials by 9.2% relative to material consumption by 2025/26 was not achieved. One of the reasons for this lies in changes to the production processes

Focus on customer-specific packaging in the Components segment

The successful transition to cardboard packaging has already created a solid basis for the Components segment to meet the future requirements of the PPWR (Packaging and Packaging Waste Regulation) in terms of recycling content and recyclability. Special attention is now being paid to adapting the remaining packaging, in particular customer-specific solutions. The Components segment is also committed to fully converting these packaging solutions to recyclable materials.

Waste metrics | E5-5

Waste and recyclable materials are normally collected from the production sites by registered disposal companies. As part of this process, the waste disposal companies issue collection certificates and/or credit notes, which are made available to the persons responsible. This procedure ensures compliance with local legal requirements. Waste volumes are recorded in waste inventories based on the defined waste classes and categories. The totals are recorded on a monthly basis in the global Environmental Report, broken down by waste categories and streams. This process collects local data for the Zumtobel Group, which is then aggregated into a metric.

Waste composition:

Metal processing, plastics processing, coating, automated production lines and manual product assembly are the key manufacturing processes that generate most of the Zumtobel Group's waste and recyclable materials.

The resulting waste streams generated by the Zumtobel Group are calculated and recorded for each production site. The relevant waste streams from the sites consist of metal waste, paper/cardboard/packaging, wood packaging/wood waste, plastics and electronic scrap/LED boards. The bulk of non-hazardous waste and recyclable material therefore consists of materials such as metals, cardboard/paper, wood and plastics, which are processed externally for recycling. Residual waste accounts for a small proportion of this waste and is primarily thermally processed. The very low proportion of hazardous waste consisting of solutions, waste oils, coolants and lubricants, adhesive residues from joining processes, and paint residues from coating processes and mixtures is predominantly recycled. Only a small proportion thereof is thermally processed. The Zumtobel Group does not produce any radioactive waste. Due to the importance of the production sites, the following table lists the waste generated by the production sites. Sales offices are not included in the figures here due to their immateriality.

Total amount of waste generated of production sites in tonnes	2025/26	2024/25
Total amount of waste generated	**4,612**	**5,072**
Hazardous waste diverted from disposal	**282**	**321**
Hazardous waste diverted from disposal due to preparation for reuse	25	20
Hazardous waste diverted from disposal due to recycling	17	29
Hazardous waste diverted from disposal due to other recovery options	239	272
Non-hazardous waste diverted from disposal	**3,951**	**4,181**
Non-hazardous waste diverted from disposal due to preparation for reuse	287	230
Non-hazardous waste diverted from disposal due to recycling	3,380	3,716
Non-hazardous waste diverted from disposal due to other recovery options	283	235
Hazardous waste directed to disposal	**70**	**196**
Hazardous waste directed to disposal by incineration	70	184
Hazardous waste directed to disposal by landfilling	0	12
Hazardous waste directed to disposal by other disposal options	0	0
Non-hazardous waste directed to disposal	**308**	**374**
Non-hazardous waste directed to disposal by incineration	306	366
Non-hazardous waste directed to disposal by landfilling	2	8
Non-hazardous waste directed to disposal by other disposal options	0	0
Total amount of hazardous waste	**352**	**517**
Total amount of non-hazardous waste	**4,259**	**4,555**
Total amount of waste diverted from disposal	**4,233**	**4,502**
Non-recycled waste (directed to disposal)	**378**	**570**
Percentage of non-recycled waste [%]	*8%*	*11%*

1.2.2.3 Disclosures pursuant to Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation)

The Taxonomy Regulation sets out three overarching conditions that an economic activity has to meet in order to qualify as sustainable:

a) An economic activity substantially contributes to one or more of the six environmental objectives set out in Article 9 (EU) 2020/852 and complies with the corresponding technical screening criteria:

- Climate change mitigation (CCM)
- Climate change adaptation (CCA)
- Sustainable use and protection of water and marine resources (WTR)
- Transition to a circular economy (CE)
- Pollution prevention and control (PPC)
- Protection and restoration of biodiversity and ecosystems (BIO)

b) In addition to making a substantial contribution to at least one environmental objective, an economic activity must not significantly harm any of the other objectives (principle of 'do no significant harm' (DNSH)).

c) The company's activities must meet minimum social standards, called minimum safeguards (MSS).

Two delegated acts that set out the technical screening criteria and the publication methodology have been adopted by the European Commission on the basis of the Taxonomy Regulation. In the reporting year, the Zumtobel Group applied Commission Delegated Regulation (EU) 2026/73, which simplifies EU Taxonomy disclosures. Reporting took place in accordance with the new guidelines, including the simplified templates, materiality thresholds and revised DNSH criteria. Both the Taxonomy eligibility and the Taxonomy alignment of revenue and capital expenditure (CapEx) need to be ascertained for the six aforementioned environmental objectives for the 2025/26 financial year. The total amount of proportionate operating expenditure (OpEx) is disclosed; however, no assessment of Taxonomy eligibility and alignment is carried out because OpEx has been classified as immaterial to the Zumtobel Group's business model, both quantitatively and qualitatively.

As in previous years, a multidisciplinary steering committee is responsible for formulating, evaluating and documenting the requirements set forth in Taxonomy legislation. The team primarily comprises representatives from Corporate Accounting & Tax, Group Sustainability and Global Quality. Further experts from departments such as Product Management or Research & Development were consulted on more in-depth topics.

Based on the information provided by the European Commission (EU Taxonomy Compass), the list of economic activities was reviewed as part of an impact analysis to determine whether it was relevant to the economic activities pursued by the Zumtobel Group and the criteria for the individual economic activities were analysed. Taxonomy eligibility was evaluated at the Group level based on the findings from the analysis.

Non-Taxonomy-eligible economic activities are economic activities undertaken by the entity but not described in the EU regulations.

Economic activities associated with the Zumtobel Group's value creation process are activities directly related to the Zumtobel Group's revenue or for which individual actions were taken in relation to CapEx.

Overview of identified Taxonomy-eligible economic activities

The following table lists the relevant economic activities, their description according to the EU Regulation and their interpretation by the Zumtobel Group. The descriptions are interpreted on the basis of currently available information.

Economic activity according to Tax. Reg.	Description of economic activity according to Tax. Reg.	Interpretation and grounds for Taxonomic eligibility
CCM-3.5 Manufacture of energy efficiency equipment for buildings	(g) light sources rated in the highest two populated classes of energy efficiency in accordance with Regulation (EU) 2017/1369 of the European Parliament and of the Council and delegated acts adopted under that Regulation	Light sources within the meaning of the Regulation include LED modules as well as luminaires manufactured by the Zumtobel Group and their accessories (tracks, fasteners, etc.). This also covers luminaires with Zumtobel Group branding manufactured by third parties for the Zumtobel Group.
	(j) presence and daylight controls for lighting systems	Sensors as well as hardware and software for lighting management systems are classified under presence and daylight controls for lighting systems.
	(m) energy-efficient building automation and control systems for residential and non-residential buildings	LED ballasts that regulate the current flow between the power supply and the LED light source are allocated to this economic activity. Emergency lighting is also classified as CCM 3.5 (m) because it is exempt from the requirements for energy labelling in accordance with Annex IV to Commission Delegated Regulation (EU) 2019/2015 on energy labelling.
*CCM-6.4 Operation of personal mobility devices, cycle logistics	Selling, purchasing, financing, leasing, renting and operation of personal mobility or transport devices where the propulsion comes from the physical activity of the user, from a zero-emissions motor, or a mix of zero-emissions motor and physical activity	Electric bikes purchased as job bikes and/or as electric bikes in general.

CCM-6.5 Transport by motorbikes, passenger cars and light commercial vehicles	Purchase, financing, renting, leasing and operation of vehicles designated as category M1, N1, both falling under the scope of Regulation (EC) No. 715/2007 of the European Parliament and of the Council	Neither motorbikes nor light commercial vehicles are in use; the figures relate to leased cars, the maintenance of which is carried out by the leasing company. Purchased cars are also included.
*CCM 7-3 Installation, maintenance and repair of energy efficiency equipment	Individual renovation measures consisting of installation, maintenance or repair of energy efficiency equipment	Service agreements concluded with our customers are allocated to CCM 7.3 (d).
*CCM-7.4 Installation, maintenance and repair of charging stations for electric vehicles in buildings (and parking spaces attached to buildings)		This economic activity also encompasses charging stations for electric vehicles.
*CCM-7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings	(a) motion and daylight controls	The corresponding digital services provided by the Zumtobel Group are allocated to this economic activity.
	(b) lighting control and energy management systems	The corresponding digital services provided by the Zumtobel Group are allocated to this economic activity.
CCM 7.7 Acquisition and ownership of buildings		This category primarily relates to the lease expenses for buildings leased by the Zumtobel Group.
*CCM-8.1 Storage, manipulation, management, movement, control, display, switching, interchange, transmission or processing of data through data centres.		In-house data centres are allocated to this category.
*CE-1.2 Manufacture of electrical and electronic equipment		Investments from cross-cutting activities (CapEx category c) such as the acquisition of electronic equipment, are reported in this category.
*CE-4.1 Provision of IT/OT data-driven solutions		Investments in innovative products and solutions are allocated to this economic activity in line with the definition set forth in the Regulation.

*) As this economic activity was of minor significance to the Group's Taxonomy indicators in the reporting year, it was not subject to a detailed assessment of Taxonomy alignment.

Repeat counting of the relevant KPIs across several environmental objectives is not possible because each economic activity is allocated to only one environmental objective since revenues and investments cannot be allocated to multiple economic activities.

The Zumtobel Group is not involved in any economic activities relating to nuclear energy or fossil gas.

Taxonomy alignment assessment

An internal online platform is used by the Zumtobel Group to build and communicate knowledge in the specialist departments involved. It contains all informational material, links to the relevant legislation as well as documents and training videos on the EU Taxonomy plus the individual economic activities and is updated on a continuous basis. Detailed process documentation on the EU Taxonomy forms an integral part of the Zumtobel Group Accounting Manual and is continuously updated and added to.

In checking and verifying Taxonomy alignment, particular attention was paid to transparency, verifiability and compliance with the dual control principle when analysing data. All economic activities with relevance for the Taxonomy alignment assessment were systematically analysed and compliance with the technical screening criteria was reviewed. Any significant adverse effects on other environmental objectives (DNSH) and compliance with minimum social standards (MSS) were assessed.

DNSH – Climate change adaptation

Climate risk and vulnerability analyses are carried out at the main production sites and were last updated in May 2025. External environmental conditions that may affect the company, including buildings, facilities, access to the site, water supply, electricity supply, and production facilities and processes are reviewed as part of this analysis. In addition to looking at the current situation, the climate risk and vulnerability analysis includes a medium-term assessment for the upcoming five years and a long-term outlook spanning 20 years or more. Two climate scenarios have been applied, namely representative concentration pathways 4.5 and 8.5. The risk assessment was performed by experts at the production sites in consideration of local climate-related data. A double materiality assessment was carried out at Group level. As part of this, all relevant impacts, risks, and opportunities from these two analyses were identified and evaluated. No physical risks material to the Zumtobel Group's economic activities were identified based on the climate scenarios. Actions to further mitigate risk were defined and documented in the standardised Risk Management Catalogue, and their implementation was monitored.

DNSH – Sustainable use and protection of water and marine resources

Compliance with local environmental regulations under water-related legislation is managed through the integrated management system and ensured by regular internal and external audits, in particular through local regulatory monitoring measures. The Group's main production sites are certified to ISO 14001; this certification serves as evidence of established environmental management and control processes.

DNSH – Transition to a circular economy

With the introduction of its Circular Design Rules, the Zumtobel Group is pursuing a clear strategy to improve recyclability, ease of dismantling and repairability in product development. The integrated management system monitors actions relating to waste prevention, waste separation, recycling rates and proper disposal. In terms of mobility, fleet management ensures compliance with legal requirements (e.g. WEEE) when leased vehicles are returned. These actions minimise the risk of undermining the environmental objective of a circular economy.

DNSH – Pollution prevention and control

A number of policies have been rolled out in relation to pollution prevention and control. Statutory obligations regarding the monitoring and measurement of potential emissions of hazardous substances into the environment are met and regularly verified through internal and external audits. Through the Code of Conduct for Business Partners, requirements aimed at preventing pollution are extended to the supply chain as well.

DNSH – Protection and restoration of biodiversity and ecosystems

Compliance with local environmental regulations is ensured through the integrated management system and internal policies. Particular attention has been paid to identifying impacts on ecologically valuable or biodiversity-relevant areas at all production sites. Based on the analyses carried out, the relevant economic activities do not give rise to any material adverse impact on other environmental objectives (DNSH).

MSS – Minimum social standards

The Zumtobel Group ensures minimum social safeguards are adhered to through the implementation of policies in the Code of Conduct and in the Code of Conduct for Business Partners. These policies set binding standards for conduct in business, legal and ethical matters. New employees complete mandatory online training on compliance issues and the Code of Conduct. The Code of Conduct for Business Partners ensures that due diligence principles are applied and shared throughout the value chain. It forms an integral part of all contracts and is acknowledged and complied with by business partners and their employees.

In order to monitor compliance with minimum social safeguards, the Zumtobel Group uses an active whistleblower system that acts as a secure reporting and communication system for all stakeholders to report suspected violations. The whistleblower system complies with the requirements of the EU Whistleblower Directive and the Whistleblower Protection Act (Hinweisgeberschutzgesetz, HinSchG). Critical concerns are reported directly to Corporate Audit and Compliance. Compliance with human rights and the ILO's core labour standards in the supply chain is verified through spot checks. A Group-wide compliance management system (CMS) is in place to prevent corruption and antitrust violations, underpinned by systematic risk analyses and compliance programmes, among other measures. Internal audits and regular external reviews are also conducted to ensure tax compliance.

Additional information

Note on the current status of the EU Taxonomy legislation: The Zumtobel Group understands that the definitions used in the EU Taxonomy Regulation and associated delegated acts are open to interpretation and no prevailing doctrine could be ascertained for the interpretation of certain economic activities at the time of reporting. In terms of ensuring consistent reporting across the board, a line of contact has been established and maintained with other stakeholders in the lighting industry to improve the scope and comparability of reporting; however, significant differences remain with regard to the interpretation of economic activities in terms of Taxonomy eligibility and alignment within the lighting industry. In our opinion, therefore, comparability remains limited with respect to the EU Taxonomy key performance indicators employed by various manufacturers of luminaires and lighting solutions.

Year-on-year changes

Compared with the prior-year reporting, additional clarifications and information were provided in the explanations given above concerning DNSH, the climate and vulnerability analysis, and minimum social standards.

As emergency lighting does not need to be assigned an energy efficiency class under the relevant EU regulation, this technical screening criterion does not apply. In previous years, this was interpreted as automatic compliance with the EU Taxonomy. The Zumtobel Group has amended its interpretation in this regard: emergency lighting without an energy efficiency class does not meet the technical screening criteria and is therefore considered not aligned with the EU Taxonomy.

The total amount of proportionate operating expenditure (OpEx) is disclosed; however, no assessment of Taxonomy eligibility and alignment is carried out because OpEx has been classified as immaterial to the Zumtobel Group's business model, both quantitatively and qualitatively. The relevant KPI reporting form is no longer required.

As the following economic activities were of minor significance to the Group's Taxonomy indicators in the reporting year, they were not subject to a detailed assessment of Taxonomy alignment. The aggregate proportion of revenue from services (CCM-7.3) and capital expenditure (CapEx) on cross-cutting activities, particularly in the areas of cycle mobility (CCM-6.4) as well as IT, charging and building infrastructure (CCM-7.3 to CCM-7.5, CCM-8.1, CE-1.2, CE-4.1). No new relevant economic activities were identified.

Key performance indicators (KPIs)

A dedicated approach was formulated for each KPI in order to analyse the Taxonomy-aligned proportion of the revenue and capital expenditure (CapEx) KPIs derived from the respective economic activities.

Revenue

Revenues in the denominator include revenue of TEUR 1,040,385 (2024/25: 1,097,236) generated from the sale, installation and repair of luminaires, as well as from the sale, installation and repair of LED modules, ballasts and the hardware and software for lighting management systems. These revenues are allocated to the economic activities CCM-3.5 (g) (j) (m) and CCM-7.3 (d). The templates show the quantitative breakdown of revenue between the various economic activities. The consolidated Group amounts are used as the basis for measuring revenue, the disaggregation of which can be found in Note 2.6.4.1 Revenues.

Taxonomy-aligned revenue of TEUR 109,495 (2024/25: 207,421) in the numerator corresponds to the proportion of revenue that meets the technical screening criteria.

The technical screening criteria for economic activity CCM-3.5 (g) define light sources rated in the highest two populated classes of energy efficiency in accordance with Regulation (EU) 2017/1369 of the European Parliament and of the Council on energy use labelling and delegated acts adopted under that Regulation as Taxonomy-aligned. The European Product Registry for Energy Labelling (EPREL) lists classes of energy efficiency A and B as the highest populated classes of energy efficiency for light sources. Accordingly, only revenue from sales of luminaires categorised as energy efficiency class A or B is recognised as Taxonomy-aligned.

Compared with the previous year, improvements in efficiency have increased the proportion of products in the top two energy efficiency classes. At the same time, the expansion of the list of critical substances (DNSH) and the revised assessment of emergency lighting without EPREL classification have led to a decline in the number of Taxonomy-aligned products. The restatement of the prior-year figures results from the change in the classification of emergency lighting; the corresponding figure has been restated from TEUR 263,464 to TEUR 207,427.

CapEx

Capital expenditure in the denominator of TEUR 57,350 (2024/25: 89,713) corresponds to additions to property, plant and equipment, assets under construction and intangible assets, including IFRS 16 right-of-use assets reported in the IFRS consolidated financial statements (see Notes 2.6.6.2 Other intangible assets and 2.6.6.3 Property, plant and equipment). Capital expenditure is allocated to the key economic activities CCM-3.5 and CCM-6.5. The consolidated Group amounts are used as the basis for measuring CapEx.

Taxonomy-eligible CapEx contains investments in category (a), (b) or (c) of the Delegated Act supplementing Article 8 1.1.2.2. Examples include

- Investments in machinery and tools for manufacturing energy-efficient lighting or LED components
- Investments in the product development of energy-efficient lighting or LED components, and hardware and software for lighting management systems

Taxonomy-aligned CapEx of TEUR 11,903 (2024/25: 23,389) in the numerator is calculated in the same way as for revenue, i.e. Taxonomy alignment is determined on the basis of compliance with the technical screening criteria. No material changes have been made to the CapEx budget with total capital expenditure of TEUR 80,147 approved in the 2022/23 financial year for the development of a product line that is particularly energy-efficient (energy efficiency class A or B), contributes to climate change mitigation and has a development period lasting several years. The resulting Taxonomy-eligible capital expenditure incurred for economic activity CCM-3.5 and the environmental objective of climate change mitigation are shown as 100% Taxonomy-aligned. The year-on-year change is largely in line with the approved CapEx budget.

in TEUR	Additions to property, plant and equipment	Internally generated and acquired intangible assets	Right-of-use assets	Total	Thereof part of the CapEx budget
CCM-3.5	7,961	3,543	0	11,504	7,928
CCM-6.5	0	0	400	400	0

OpEx

OpEx encompasses all direct, non-capitalised costs for research and development expenses, building renovation measures, maintenance and repair expenses and short-term leases. This OpEx is not material to the Zumtobel Group's value creation and business model. The core business is based on the manufacture of products, with the main investments in production assets and technology being accounted for under CapEx. OpEx has no material impact on environmental performance or the strategic direction. OpEx totalled TEUR 34,983 in financial year 2025/26 (2024/25: TEUR 33,091). Its proportion of revenue is of minor significance (2025/26: 3.4%; 2024/25: 3.0%). A Taxonomy assessment has therefore been omitted.

Overview

Financial year 2025/26										
					Breakdown by environmental objectives of Taxonomy-aligned activities					
KPI	Total	Proportion of Taxonomy-eligible activities	Taxonomy-aligned activities	Proportion of Taxonomy-aligned activities	Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Text	*TEUR*	%	*TEUR*	%	%	%	%	%	%	%
Turnover	1,040,385	96%	109,495	11%	100%	0%	0%	0%	0%	0%
CapEx	57,350	82%	11,903	21%	100%	0%	0%	0%	0%	0%
OpEx	34,983	-	-	-	-	-	-	-	-	-

Revenue

Reported KPI (turnover)				
Financial year 2025/26				
Economic activities	Code	Taxonomy-eligible KPI (Proportion of Taxonomy-eligible turnover)	Taxonomy-aligned KPI (monetary value of turnover)	Taxonomy-aligned KPI (Proportion of Taxonomy-aligned turnover)
(1)	(2)	(3)	(4)	(5)
Text		%	*TEUR*	%
Manufacture of energy efficiency equipment for buildings	CCM-3.5	96%	109,495	11%
Sum of alignment per objective				
Total KPI		96%	109,495	11%

CapEx (capital expenditure)

Reported KPI (CapEx)				
Financial year 2025/26				
Economic activities	Code	Taxonomy-eligible KPI (Proportion of Taxonomy-eligible CapEx)	Taxonomy-aligned KPI (monetary value of CapEx)	Taxonomy-aligned KPI (Proportion of Taxonomy-aligned CapEx)
(1)	(2)	(3)	(4)	(5)
Text		%	*TEUR*	%
Manufacture of energy efficiency equipment for buildings	CCM-3.5	53%	11,504	20%
Transport by motorbikes, passenger cars and light commercial vehicles	CCM-6.5	6%	400	1%
Acquisition and ownership of buildings	CCM-7.7	13%	0	0%
Sum of alignment per objective				
Total KPI		82%	11,903	21%

Proportion of enabling activities	Proportion of transitional activities	Not assessed activities considered non-material	Taxonomy-aligned activities in the previous financial year (2024/25)	Proportion of Taxonomy-aligned activities in the previous financial year (2024/25)
(12)	(13)	(14)	(15)	(16)
%	%	%	*TEUR*	%
100%	0%	4%	207,421	19%
97%	3%	10%	23,389	26%
-	-	100%	4,573	14%

Environmental objective of Taxonomy-aligned activities						Enabling activity	Transitional activity	Proportion of Taxonomy-aligned in Taxonomy-eligible
Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity			
(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
%	%	%	%	%	%	*(E where applicable)*	*(T where applicable)*	%
11%	%	%	%	%	%	E		11%
11%	0%	0%	0%	0%	0%			
11%	0%	0%	0%	0%	0%	11%	0%	11%

Environmental objective of Taxonomy-aligned activities						Enabling activity	Transitional activity	Proportion of Taxonomy-aligned in Taxonomy-eligible
Climate change mitigation	Climate change adaptation	Water	Circular economy	Pollution	Biodiversity			
(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
%	%	%	%	%	%	*(E where applicable)*	*(T where applicable)*	%
20%	%	%	%	%	%	E		38%
1%	%	%	%	%	%			11%
0%	%	%	%	%	%			0%
21%	0%	0%	0%	0%	0%			
21%	0%	0%	0%	0%	0%	20%	0%	25%

1.2.3 Social-related information

1.2.3.1 S1 | Own workforce

Material impacts, risks and opportunities (IROs) | ESRS 2 SBM-3

This section outlines the Zumtobel Group's material IROs in relation to its own workforce, including the way in which they are managed. The main sustainability matters are as follows:

S1 | Own workforce

Working conditions	Work-life balance	*Actual positive impact on people*	Attractive working conditions in a safe working environment with a good work-life balance
	Health protection & occupational safety	*Potential negative impact on people*	Potential work-related accidents, physical and mental health problems due to long-term stress.
		Risk	Risk of long-term illness, high sick leave rate and high employee turnover
Equal treatment and opportunities for all	Training and skills development	*Actual positive impact on people*	Employee training and education increases job satisfaction.
	Diversity	*Actual positive impact on people*	Family-friendly services promote inclusion and provide greater flexibility for working parents; diversity fosters creativity and innovation
		Risk	Several knowledge carriers will be leaving the Group in the near future due to upcoming retirements
		Opportunity	Diversity is a driver for innovation

Partner of choice

With its strategically anchored sustainability goal of being a Partner of Choice, the Zumtobel Group emphasises the crucial role its own workforce plays in the Group's success. These impacts are directly linked to the Zumtobel Group's vision and mission and cover the short, medium and long term.

HR strategy: „We Shine As One"

The Zumtobel Group's promise to make a positive contribution to attractive working conditions, including providing work-life balance and a wide range of training and education opportunities, is directly linked to the strategic "We Shine As One" HR strategy. One of the key priorities is the sustainable further development of the Group's own workforce and the targeted enhancement of individual skills and growth potential. Employees should be given the opportunity to develop both professionally and personally and find long-term career prospects within the Group. Flexible working arrangements also lay the foundation for a better balance between professional demands and personal needs, thereby contributing to employee satisfaction, motivation and retention.

The Zumtobel Group guarantees a safe working environment for all employees by preventively identifying and avoiding potential causes of accidents and physical injuries as well as potential psychological stress, and by continually improving the well-being of its workforce. Accident risks as well as physical and psychological stress are identified and prevented as part of a Group-wide occupational health and safety management system in accordance with ISO 45001, in particular through regular workplace evaluations, assessments of psychological stress, audits and the development of technical and organisational measures. Employees are also engaged through training, awareness-raising initiatives and health promotion programmes run by ZG Health.

Due to the nature and business model of a manufacturing company, the Group's own workforce is exposed to potential impacts and risks related to health and safety. Workplace evaluations, near-misses and work-related accidents have been found to involve a risk of tripping or falling, resulting bruises and fractures as well as a risk of cuts and burns. Furthermore, the Group's own workforce may be exposed to health impacts due to long-term stress stemming from the business model. In particular, the workforce in production is most exposed to potential risks. However, these impacts are not specific to the Zumtobel Group but represent a challenge for the entire sector and industry. The risk presented by a potential lack of skilled workers due to a large number of upcoming retirements presents a significant industrial and economic risk. Actions taken and planned by the Zumtobel Group to counteract the impacts of these circumstances on the Group are described in more detail under 'Taking action S1-4'.

All employees of the Zumtobel Group's own workforce (including apprentices) are included in the scope of the disclosures listed here. The Group's own workforce does not include self-employed people or temporary workers, and therefore no persons employed by a third party to perform work that would otherwise be carried out by an employee. In accordance with the ESRS, these workers are considered non-employees and are primarily used by the Zumtobel Group to cover peak production periods and for porter services. With regard to the information on non-employees, the phase-in option is being applied in this financial year (as in the previous year). Due to the Group's geographical distribution, the Zumtobel Group's own workforce is not exposed to the risk of forced labour or child labour.

Processes for engaging with own workers and workers' representatives about impacts | S1-2

The Zumtobel Group has developed structured and continuous processes to actively involve its own workforce in shaping corporate development and culture. These processes are designed to promote a transparent, inclusive and responsible work environment in which employees are engaged with on a regular basis and in which their perspectives are meaningfully integrated into organisational decision-making.

Active involvement of own workforce

Cultural Factories

Active involvement of own workforce is ensured through Cultural Factories within the Group. The Zumtobel Group defines these factories as a Group-wide structured workshop format designed to foster the joint development of the corporate culture. They have been held annually within the Zumtobel Group since 2024.

The Cultural Factories are set up as a cascading and participatory process to ensure that cultural development is effectively integrated throughout the organisation. Implementation follows a phased, top-down approach: following the initial roll-out at the highest management level, the content is systematically cascaded to each subsequent management level. Each manager is responsible for running the Cultural Factory with their own team and actively shaping the dialogue on corporate culture. This cascading model ensures that all staff members are reached and participate in a Cultural Factory at least once a year.

At the same time, the structured framework provides space for team- and department-specific perspectives, as well as for the development of targeted actions. Employees from all departments and sites contribute their experience and ideas and take responsibility for making improvements to day-to-day working practices. This approach fosters participation, trust and personal responsibility and makes a lasting contribution to an open learning organisation, as well as to fair and sustainable working conditions.

Global Employee Survey

Another key element is the Global Employee Survey (see the section 'Actions related to working conditions of the company's own workforce | S1-4'), which is conducted every two years. The results of the employee survey are consolidated in the action tracker and are the responsibility of the SVP Global HR.

The Zumtobel Group's intranet features a user-friendly section that provides comprehensive information on the various options for workers' representation, both at the local and at the global level. This involves a variety of channels through which employees can express their views and actively interact with colleagues and management. These channels include HR business partners, health and safety representatives, local employee committees, cooperation forums, employment relationship officers and regular personal development discussions. Formal workers' representation structures, such as works councils or health and safety officers, are established in accordance with local laws or agreements with relevant workers' representation bodies. These structures achieve engagement through both regular, scheduled meetings and ad hoc meetings convened to address specific or urgent issues related to the workforce.

Processes to remediate negative impacts and channels for own workers to raise concerns | S1-3

In cases where the activities of the Zumtobel Group have significant negative impacts on individuals or groups of individuals within its own workforce with regard to health and occupational safety or other aspects, the Group ensures fair treatment of those affected and a neutral, confidential, responsible and impartial investigation of the facts. This is intended to both clarify the situation and to provide appropriate remedy.

Anonymous whistleblower system

In order to promote open, confidential and secure communication, the Zumtobel Group provides an anonymous whistleblower system for reporting misconduct, breaches of the rules, or concerns related to ethics, occupational safety and human rights. All reports are processed in line with the internal investigation guidelines, which provide clear, standardised procedures for the submission, investigation, follow-up and closing of cases. The Senior Director Audit & Compliance is responsible for supervising the whistleblower system, while the Internal Audit/Compliance team receives and processes reports received. Employees can report serious incidents either on the whistleblower platform or using established management channels. Information on the whistleblower system, training and information on protection against retaliation at the Zumtobel Group can be found in the Governance section under G1-1 and G1-3.

Twelve cases were submitted using the whistleblower system in the 2025/26 financial year. All reports were investigated, resolved and found to be immaterial, without any critical impact on business operations or financial reporting. Nevertheless, the Zumtobel Group takes every case extremely seriously and continues to promote ethical behaviour through ongoing training and awareness-raising initiatives. In the 2025/26 financial year, an internal employee survey was carried out to assess the effectiveness of this whistleblower system. The results as well as the effectiveness of this system are described in more detail in the section 'Business conduct policies and corporate culture | G1-1'.

In addition to the formal reporting channels, employees can also report their concerns directly to the works councils (where applicable). The works council provides an additional, independent, and trustworthy option for expressing concerns or receive assistance with topics related to work.

Taking action | S1-4

An ongoing dialogue with employees and well-established processes in the Zumtobel Group help the Group to consistently minimise its potential negative impacts on its own workforce. Actions taken are continuously monitored on the basis of metrics such as the employee turnover rate, employee performance and development reviews, and accident rates.

Each action is tracked and assessed based on the set targets. Human resources are allocated to ensure each action is successfully implemented. The Zumtobel Group's human resources are provided by health and safety management (ZG Health, site managers and management, and Global Quality & HSE Mgmt), Global HR (HR Business Partners, HR Project Managers, DE&I project management, etc.) as well as the Works Council and workers' representatives affected by the actions. No significant financial resources are required to implement these actions. Specific actions taken in relation to the material impacts, opportunities and risks are described in more detail in the following sections.

Targets | S1-5

The Zumtobel Group has set itself four targets in relation to the sustainability topics identified. These targets apply in each case to the Zumtobel Group's entire own workforce and are described in more detail in the following sections.

S1 | Working conditions: work-life balance

S1 | Own workforce

Working conditions	Work-life balance	*Actual positive impact on people*	Attractive working conditions in a safe working environment with a good work-life balance

Policies related to working conditions for the Group's own workforce | S1-1

The Zumtobel Group's commitments towards its employees as well as the duties of its employees themselves are clearly defined by global policies, strategies and rules of conduct. The Zumtobel Group's integrated management system (IMS) encompasses the implementation of the FOCUSED[+] strategy. Both the Code of Conduct and Health & Safety policy are available to all stakeholder groups on the Zumtobel Group's website.

The 'Declaration of Principles on Human Rights' is freely available on the intranet and can therefore be accessed by Zumtobel Group's own workforce. Any policy revisions concerning the Group's own workforce (Code of Conduct, health & safety policies, Declaration of Principles on Human Rights) are carried out through a cross-departmental consultation process. These policies cover the entire workforce and have been approved by the Management Board in each case. The objective and main elements of the Declaration of Principles on Human Rights are described below. More information on the Code of Conduct can be found in the section 'Business conduct policies and corporate culture | G1-1'. The Health & Safety Policy is described in more detail in the section 'Policies related to the health and safety of the Group's own workforce | S1-1'.

Policy on due diligence compliance (in particular human rights and labour rights)

The Zumtobel Group's commitment to due diligence applies to its own workforce as well as to the entire value chain and forms an integral part of the corporate strategy. The commitment includes responsible corporate governance, human rights and labour standards. Respect for and upholding of human rights and compliance with the principles of labour law, occupational safety and the protection of health all over the world are crucial elements and form the basis for cooperative partnerships. The Declaration of Principles on Human Rights provides the overarching framework for fair and safe working conditions. It covers the basic principles of labour law, occupational safety and the protection of health. Specific aspects of work-life balance are also addressed, in particular through working time arrangements and flexible working models.

Declaration of Principles on Human Rights

The Zumtobel Group's Declaration of Principles on Human Rights and Code of Conduct underscore its commitment to respecting and promoting human rights in all business activities. The Zumtobel Group's Code of Conduct designates this declaration of principles as an important reference point for employees and business partners. To allow for even more comprehensive reporting, the Zumtobel Group's whistleblower system also includes the category of human rights. Both the Zumtobel Group's Code of Conduct and the Declaration of Principles on Human Rights comply with international standards, such as the Universal Declaration of Human Rights, OECD Guidelines, UN Guiding Principles, UN Global Compact and the ILO's core labour standards. These policies were developed to ensure compliance with all due diligence obligations. The Zumtobel Group's Declaration of Principles on Human Rights covers the following main topics:

- Ban on child labour, forced labour and human trafficking
- Freedom of association and the right to collective bargaining
- Equal opportunities and protection against discrimination
- Fair and adequate remuneration
- Working conditions (incl. working hours)
- Health protection & occupational safety

Suspected violations or non-compliance can be reported to the HR department, the Compliance department, or using the Zumtobel Group's anonymous whistleblower system. The Zumtobel Group's Code of Conduct and the Declaration of Principles on Human Rights have been approved by the Management Board.

Actions related to working conditions of the company's own workforce | S1-4

As a responsible employer, the Zumtobel Group wants to provide an effective work-life balance for its employees in the various stages of their lives. It also takes into account the constantly changing needs of young generations in the labour market. In addition, various actions are being taken to help working parents balance work and family life.

Employees can choose from models such as part-time employment, educational leave, sabbaticals, parental leave for fathers and working from home. Mothers and fathers who return to work after parental leave are actively assisted by the Group when returning to work. These work models are continuously available to employees and are flexibly tailored to their individual needs. This applies both to the 2025/26 financial year retrospectively and going forward.

Employee survey

The Zumtobel Group's Global Employee Survey serves as a key tool for collecting employee feedback and measuring employee satisfaction, and for identifying measures to improve working conditions. The survey is conducted every two years at all sites and organisational levels within the Zumtobel Group.

Last conducted in April 2025, the survey is based on the findings from the global employee survey, which was carried out in 2023. The next full employee survey is scheduled for 2027. To ensure long-term impacts, accountability and measurable progress, all improvement measures have been systematically tracked using an action tracker tool. This tool enabled structured tracking of employee feedback and provided full transparency on the implementation status of the agreed actions. It is important that the status and progress of the action tracker is reported to the Management Board and also the Supervisory Board so that any open questions are continuously monitored and addressed at the highest level of the Group. This coordination ensures that employees' concerns are actively pursued and that improvement actions remain a clear strategic priority. In addition, the actions were continuously communicated on the Zumtobel Group's Intranet platform LightLink, which has promoted transparency and engagement throughout the organisation.

Effectiveness of the progress tracking process

The effectiveness of these actions is underscored by the high participation rate in the last global employee survey conducted in 2025 (83%) and the improvements in all aspects surveyed. This positive development confirms the impact of this structured tracking process as well as the growing trust among employees that they are being listened to and involved. The Zumtobel Group remains committed to this cycle of continuous improvement and ensures that feedback from its own workforce continues to shape and improve the working environment.

Targets related to working conditions for the Group's own workforce | S1-5

S1-5, T1 | Maintaining employee satisfaction: This target is measured using the engagement scores from the global employee survey, which is conducted every two years. The target group is the Group's entire global workforce. The aim is to maintain a score of 72 out of 100 based on the employee survey for the 2024/25 financial year. In light of challenging economic conditions and organisational changes, the current focus is on maintaining employee satisfaction at its current level while ensuring consistently high engagement across the global workforce.

Targets achieved in 2025/26: As this is an ongoing target, its achievement can only be evaluated based on the results of the next global employee survey, scheduled for 2026/27.

S1 | Working conditions: health protection & occupational safety

S1 | Own workforce

Working conditions	Health protection & occupational safety	*Potential negative impact on people*	Potential work-related accidents, physical and mental health problems due to long-term stress.
		Risk	Risk of long-term illness, high sick leave rate and high employee turnover

Policies related to the health and safety of the Group's own workforce | S1-1

The Zumtobel Group is committed to an active occupational health and safety policy, and therefore to complying with all applicable legal and statutory requirements as well as other requirements concerning its own employees' health and safety at work. These topics are covered in the Zumtobel Group's integrated management system (IMS). Compliance with labour law, occupational safety and the protection of health is regularly reviewed by a third party at all sites as part of ISO 45001 certification. The aim of the occupational health and safety management system is to continuously improve occupational safety, prevent and reduce the number of work-related accidents and avoid potential physical and psychological stress in the Zumtobel Group. Occupational safety and the mental and physical health of employees are steadily being improved through actions tailored to their specific needs, which are described in more detail in the following section (S1-4). Management at the sites is responsible for these measures in collaboration with local occupational health and safety experts. The Zumtobel Group's Occupational Health and Safety Policy has been approved by the Management Board, which also tracks the progress of the associated defined metrics.

Around 73% of the Group's workforce is covered by the scope of the ISO 45001 certification. This comprises seven of the Zumtobel Group's eight production sites. Sales offices and other non-production sites are not within the scope of ISO 45001 certification. Irrespective of this, Group-wide health and wellbeing programmes ('ZG Health') apply to all employees. These global measures have been implemented across all companies and cover 100% of the workforce. They include digital health services, information and prevention videos, and sports and exercise programmes available across the Group.

Actions related to the health and safety of the Group's own workforce | S1-4

ZG Health

The Zumtobel Group promotes the health and well-being of its workforce as part of its commitment to reducing material impacts. The Zumtobel Group defines 'ZG Health', its workplace health management programme, as a combination of actions in the areas of health, skills, workplace atmosphere, leadership and working conditions. The establishment of an occupational health and safety management system in accordance with the international standard ISO 45001 and the successful external certification laid the foundation for continuously improving occupational health and safety at the Zumtobel Group. This involves a number of initiatives to support the physical and mental well-being of employees at all sites. Cross-plant discussions are held to discuss and analyse current topics. Targets are also set and monitored, and experience is gathered and actions already implemented to protect, maintain, promote or restore the health and work ability of the Group's own workforce are shared. As part of efforts to raise awareness of occupational health & safety, a training video was produced in the 2025/26 financial year, which is permanently available to the entire workforce on the Group's intranet.

Safety actions and protection of employees

All workstations are safely and professionally designed on the basis of workplace evaluations. Any potential hazards, stress and negative impacts in the workflow are assessed and minimised based on the STOP principle. Personal protective equipment provided on an ongoing basis and regular training ensure that employees can safely carry out their work despite the remaining potential risks and stress.

Workplace evaluations are reviewed annually to take account of changes in the working environment. Workplaces are also reassessed and modified in the case of work-related accidents, work-related illnesses, new machinery or other new work equipment, changes in legal requirements, employee feedback, or findings regarding occupational health and safety risks.

Local, internal and external officers review the binding commitments to environmental, health and occupational safety issues made at all production sites. Internal compliance audits are also conducted at all ISO-certified sites.

The primary goal is to prevent accidents and to identify work-related hazards as well as dangerous situations. Actions such as employee training, improvements to protective clothing and machine maintenance are being implemented to continuously increase workplace safety. Accident prevention and the protection of employee health are discussed in formal employee protection committees, which meet on a regular basis. In addition, workers' representatives, such as works councils, are involved in occupational safety issues at many production sites. Employees can submit suggestions for improvements at any time, which are then reviewed and implemented as necessary.

Monthly safety review meeting

All employees receive regular training on occupational safety aspects relating to machinery, workstations and activities and also receive work-specific safety training for their job and work performed on systems and machinery. The internal communication network provides guidelines, processes and procedures as well as all important documents on occupational safety and health protection. Monthly safety review meetings are also held with the production plants. These safety review meetings are convened by the COO and are attended by all plant managers and all plant safety officers for the respective plants. Metrics for the sites, work-related accidents and near misses are explained at the meetings, information on the resulting improvement actions is shared and ideas for further improvements are communicated.

Nonverbal communication via « Lighti »

The Zumtobel Group employs a wide variety of communication channels and tools to continuously improve and maintain employee awareness. These include the newly installed digital boards on the shop floor, as well as the Group's own mascot, Lighti, who regularly features in flyers or videos to explain HSE-related topics to staff through non-verbal communication. However, these communication tools do not replace the informal, in-person interactions between employees and their supervisors, which take place on a regular basis.

Health actions

A key component of this initiative is the collection of information on requirements on a regular basis in the form of analyses such as surveys, inspections or workshops, which help the Group to identify specific health challenges and needs within its own workforce. Appropriate actions are devised and rolled out on the basis of the findings. In addition, regular health promotion meetings are held to help employees improve their individual working conditions and address any concerns. Tips on improving ergonomics and on taking breaks to move around can be found in short instructional videos on LightLink. These videos aim to encourage the

Group's own workforce to be active during the day. This action was first launched in the 2023/24 financial year, and the videos will continue to be available in the coming years.

The Zumtobel Group offers a Wellbeing Calendar with a specific focus each month to promote physical and mental health. Examples include stress management seminars for management on effectively managing teams in challenging times and creating a supportive, resilient work environment. This service was launched for the first time in the 2024/25 financial year and will be continued on an annual basis. The key focus 'Leadership and Health' covers topics such as the duty of care, self-care and communication skills, and has been an integral part of the compulsory 'Leaders Base' training programme for all management positions since the 2025/26 financial year.

The Zumtobel Group provides employees with a structured reintegration approach after extended periods of sick leave. This process ensures that employees return to work with due consideration given to health-related aspects, such as limiting daily working hours or reducing their workload. This action, which has been in place since 2016, is a continuous process with no defined end date.

At the site level, the Zumtobel Group offers a variety of specific measures tailored to the needs of the workforce, such as local sports activities to promote physical activity and reduce stress. Preventive inspections are conducted at the production sites during which occupational safety experts and safety officers identify risks and promote a healthy work environment. These inspections are repeated each year at the Zumtobel Group.

Effectiveness of health and safety actions

The effectiveness of the Zumtobel Group's health and safety actions is monitored using various metrics, with priority given to the rates of absences and accidents at work. These metrics are tracked on a global scale to allow the Zumtobel Group to assess the impacts of its employee safety actions and health initiatives at all certified production sites. By continuously monitoring and assessing these metrics, it is ensured that the Zumtobel Group's actions not only help to improve the general health of its own workforce but also create a safe and productive work environment.

Compliance with statutory and voluntary obligations to which the Zumtobel Group is subject forms an integral part of the IMS and is ensured through regular internal and external audits.

Targets related to the health and safety of the Group's own workforce | S1-5

S1-5, T2 | LTI rate (lost time injury rate): With a focus on minimising workplace accidents, the Zumtobel Group has set itself a target of achieving an LTI rate of 3.6 for the 2026/27 financial year. This figure includes the Group's own workforce at its production sites. Potential work-related accidents at the sales locations are not considered material compared with operational production sites and would change the target and rate accordingly. In the 2025/26 reporting year, the Zumtobel Group had an LTI rate of 4.5.

Targets achieved in 2025/26: Last year's target of achieving an LTI rate of 4.1 was not achieved. A more detailed description of this can be found in the section 'Health and safety metrics | S1-14'.

Health and safety metrics | S1-14

The percentage of own workforce covered by a health and safety management system is calculated by dividing the number of workers at ISO-certified sites by the total number of own employees. This ratio matches the total number stated under S1-6. The metrics on the number and rate of recordable work-related accidents include the Zumtobel Gorup's own workforce at the production sites as well as all persons working at these sites. Work-related accidents at the sales locations are not material compared with operational production sites and would change the rate accordingly. As in 2024/25, figures on work-related ill health and days lost due to work-related injuries have not been disclosed for the 2025/26 reporting year on account of the phase-in option under CSRD/ESRS. The days lost due to work-related accidents are reported by the Zumtobel Group in the table below under the 'accident severity' metric in accordance with the ILO standard. The accident severity metric is calculated based on the number of days lost x 1,000,000 / number of hours worked. According to ESRS, days of absence refer to calendar days, i.e. days on which the person in question is not scheduled to work (e.g. weekends, public holidays).

The number of work-related accidents at the production sites fell to 24 in the 2025/26 reporting year (previous year: 29 accidents); the target number of work-related accidents was therefore achieved. Due to the lower number of hours worked, an LTI rate of 4.53 was recorded, falling just short of the target of 4.1. Each incident was investigated by the locally responsible teams. The reasons behind workplace accidents are identified and actions are taken to minimise or eliminate them. Where necessary, immediate action is also taken. Work-related accidents are broken down into four categories: employee misconduct; workplace evaluation incomplete or inadequate; workplace evaluation missing or not identified; and unforeseeable. Most work-related accidents have been classified by local managers as falling into the categories 'unforeseeable' and 'employee misconduct', making it challenging to avoid such incidents.

Key issues arising from accidents and near-misses are identified and communicated both locally and globally. The aim is to raise awareness of potential hazards across all sites and to encourage proactive implementation of improvement measures. Reported cases have revealed that internal logistics processes entail certain risks. Actions to prevent such incidents and to raise awareness have been taken, and the potential risks are monitored on an ongoing basis.

Just as in the previous financial year, there were no fatalities as a result of work-related injuries in the 2025/26 financial year. The Zumtobel Group's LTI (Lost Time Injury) rate is calculated as the number of work-related accidents resulting in lost time of more than eight hours x 1,000,000 divided by the number of hours worked and therefore represents the rate of recordable work-related accidents in accordance with ESRS.

Health and safety of own workforce, based on HC (headcounts)	2025/26	2024/25
Percentage of people in its own workforce who are covered by the Group's health and safety management system based on legal requirements and/or recognised standards or guidelines [%]	*73%*	*74%*
Number of fatalities as a result of work-related injuries	0	0
Number of recordable work-related accidents	24	29
Lost time injury rate (LTI rate)	4.53	5.32
Total working hours	5,298,111 hours	5,452,653 hours
Accident severity rate of the Zumtobel Group	81	151

S1 | Equal treatment and opportunities for all: training and skills development

S1 | Own workforce			
Equal treatment and opportunities for all	Training and skills development	*Actual positive impact on people*	Employee training and education increases job satisfaction.

Policies related to training and skills development for the Group's own workforce | S1-1

myTALK

The Zumtobel Group aims to systematically promote the professional and personal development of its workforce across the Group, thereby enhancing job satisfaction in the long term. myTALK maps out the standardised process for annual employee performance reviews and serves as the key tool for assessing performance and potential, as well as for identifying individual development measures. As part of the myTALK discussions, individual target agreements relating to the short-term incentive (STI) scheme are also set out, as outlined and conceptually described in the Group Policy 'Short-Term Incentive (STI) plan documents'. Global responsibility lies with the SVP Global HR.

Actions related to training and skills development for the Group's own workforce | S1-4

The annual employee development reviews represent an important element in the cooperation between employees and their supervisors. In these discussions, managers agree specific business and development goals with their employees. Annual employee performance reviews also give employees the opportunity to openly reflect on their employment relationship.

The performance reviews are an essential part of the overarching personnel development process. This global process along with the annual calibration and development conferences defines potential and performance at all levels of the Group and ensures that employees are assessed in an objective, consistent and fair manner. The aim of this process is to identify untapped potential among employees and to harness this potential through appropriate development actions. It gives the employees in question the opportunity to develop to their full potential. This process forms the basis for succession planning, especially with regard to future retirement plans. Another focus in the employee development process is on identifying and reducing the risk of key individuals and high performers leaving the Group through targeted retention measures. These discussions cover both actions already implemented and initiatives planned for the coming financial years.

Effectiveness of training and skills development actions

The effectiveness of training and skills development can be interpreted based on the average number of hours spent on it as well as the completion rate for successfully concluded employee performance reviews. More information on these two metrics can be found in the section 'Training and skills development metrics | S1-13'.

Targets related to training and skills development for the Group's own workforce | S1-5

S1-5, T3 | This year's target for the annual professional and skills development of Zumtobel Group employees is a 90% completion rate for employee performance reviews. This target covers the Zumtobel Group's global workforce.

Targets achieved in 2025/26: Last year's target of 120 managers completing the Zumtobel Group's 'Leadership Excellence Programme' was successfully met. In the 2025/26 financial year, 168 managers completed this training course. Following the achievement of this target, the focus for the 2026/27 financial year was shifted, as the majority of the relevant managers had already completed the programme. Consequently, a new target, independent of the previous one, was established.

Training and skills development metrics | S1-13

The total number and the percentage of employees who participated in regular performance and career reviews and the average training hours per employee refer to the Zumtobel Group's own workforce.

The metric for the number of performance reviews conducted for the 2025/26 reporting is based on the figures as of 29 July 2025. This reporting date was selected because the annual performance review meetings for the entire workforce are held at the start of each financial year and the final completion rate is determined at that time.

	2025/26			2024/25
Training and skills development	**Female**	**Male**	**Total**	**Total**
Total number of performance and career development reviews	1,863	3,193	5,056	4,950
Percentage of employees who participated in regular performance and career development reviews [%]	*36%*	*61%*	97%	*90%*
Average number of training hours per employee	9 hours	11 hours	11 hours	14 hours

S1 | Equal treatment and opportunities for all: diversity

S1 | Own workforce

Equal treatment and opportunities for all	Diversity	*Actual positive impact on people*	Family-friendly services promote inclusion and provide greater flexibility for working parents; diversity fosters creativity and innovation
		Risk	Several knowledge carriers will be leaving the Group in the near future due to upcoming retirements
		Opportunity	Diversity is a driver for innovation

Policies related to diversity among the Group's own workforce | S1-1

DE&I strategy

With its Group-wide Diversity, Equity & Inclusion (DE&I) strategy, the Zumtobel Group recognises diversity, equality and inclusion as fundamental principles. The DE&I strategy is a cornerstone of equality and fairness and sets the Group's expectations in terms of conduct and interactions. The Zumtobel Group rejects any form of discrimination based on race and ethnic origin, skin colour, gender, sexual orientation, gender identity, disability, age, religion, political opinion, national origin, social origin, or other personal characteristics. The Group fosters a culture of diversity that strengthens both the company and society alike. The DE&I strategy complements the Code of Conduct and other relevant policies to create a positive and inclusive workplace. It has been approved by the Management Board and falls under the responsibility of the SVP Global HR. To put these principles into practice, Group-wide procedures and measures are in place to ensure that discrimination is prevented, identified at an early stage and dealt with appropriately. These include, in particular, the Code of Conduct, which is mandatory for the Group's own workforce, training and awareness-raising measures for all workers, and confidential reporting channels, such as the Zumtobel Group's whistleblower system. Initiatives to promote diversity and inclusion in the workplace are also actively supported. At the time of reporting, the Zumtobel Group had no specific political policies in place concerning support initiatives for groups at particular risk of discrimination.

Action to promote diversity among the Group's own workforce | S1-4

The Zumtobel Group launched a DE&I strategy in the 2024/25 financial year based on three strategic pillars:

- Gender equality: The Zumtobel Group is committed to ensuring that all genders have equal opportunities when it comes to promotions and management positions. This includes actions to increase the percentage of women in management positions and the promotion of a sustainable female talent pipeline.
- Inclusive collaboration: The Zumtobel Group promotes collaboration and knowledge sharing within the organisation to foster a positive and innovative work environment. This includes the improvement of cooperation between departments, divisions and regions.
- Age diversity: The Zumtobel Group recognises the value of an intergenerational workforce and promotes knowledge sharing between experienced professionals and younger talent. This helps ensure that all employees can develop to their full potential.

The resulting initiatives are intended to ensure that employees feel valued, respected and empowered. The Zumtobel Group's DE&I mission emphasises the importance of a fair, inclusive and collaborative work environment in which diversity of thought is seen as a key driver of excellence and performance. In the 2025/26 financial year, the DE&I strategy resulted in the introduction of following model actions:

- Enhancing the visibility of DE&I topics through the targeted expansion of key communication channels and campaign-based formats
- Establishment of the 'Female Role Models' communication format to specifically promote the visibility of female role models
- Introduction of reverse mentoring to promote intergenerational learning and structured knowledge sharing
- Further expansion of the DE&I training programme, including a management programme designed to integrate DE&I-related skills in everyday working life in the long term

An educational video was also produced in the 2025/26 financial year to raise Group-wide awareness of this topic (DE&I), which is permanently available to the entire workforce on the internal communications network.

The Zumtobel Group plans to take the following additional model actions for the 2026/27 financial year:

- Standardisation of the communication format employees on parental leave in order to keep these employees better informed and more closely involved
- Expansion of the DE&I dialogue series, with a view to regularly facilitating discussion on a range of topics within the field and promoting knowledge
- Communication and implementation of a Balanced Project Staffing Guideline to facilitate a diverse and inclusive team composition and to address the different needs of all groups of people.

Effectiveness of DE&I actions

By promoting these initiatives, the Zumtobel Group aims to create a working culture in which employees feel respected and have the opportunity to advance their careers in a fair and supportive environment. This approach not only aims to reduce employee turnover but also ensures that all employees are given equal opportunities to advance in their careers and receive fair compensation for their work. The Zumtobel Group strives to create a workplace where diversity drives innovation, fairness promotes growth and inclusion creates a sense of belonging, leading to long-term commitment and a positive organisational culture.

Targets relating to the diversity of the Group's own workforce | S1-5

S1-5, T4 | Women in management positions: The existing target of increasing the proportion of women in management positions to 25% by the 2026/27 financial year remains in place. Management positions cover all levels of management, e.g. senior management, team leaders and supervisors. In the 2025/26 reporting year, women held 23.5% of the management positions at the Zumtobel Group (2024/25: 22.9%). This target applies to all global management positions within the Zumtobel Group.

Diversity metrics | S1-9

The tables provided on age distribution and management positions cover the Group's own workforce in accordance with S1-6 and refer to all employees who have a direct and ongoing (active) employment relationship with the Zumtobel Group as of 30 April 2026.

Age distribution of employees in HC (headcount) & in %	2025/26		2024/25	
	in HC	in %	in HC	in %
<30 years old	573	11%	668	12%
30–50 years old	3,048	59%	3,166	57%
> 50 years old	1,567	30%	1,682	31%
Total number of employees	**5,188**	**100%**	**5,516**	**100%**

Number of employees at top management level [10] in HC (headcount) & in %	2025/26 in HC	2025/26 in %	2024/25 in HC	2024/25 in %
Female	5	9%	4	7%
Male	48	91%	55	93%
Other	-	-	-	-
Not reported	-	-	-	-
Total number of employees at top management level	**53**	**100%**	**59**	**100%**

Number of women in management roles in HC (headcount) & in % | Entity-specific information	2025/26 in HC	2025/26 in %	2024/25 in HC	2024/25 in %
Total management positions (all management levels)	**775**	**100%**	**796**	**100%**
Female management positions (all management levels)	182	23.5%	182	22.9%
Management Board members	0	0.0%	0	0.0%
Senior management positions	5	0.6%	4	0.5%
Middle management positions	39	5.0%	44	5.5%
Lower management positions	138	17.8%	134	16.8%

Characteristics of the Zumtobel Group employees | S1-6

The table "Own workforce by gender" shows the number of employees, including apprentices, who have a direct and ongoing (active) employment with the Zumtobel Group as of 30 April 2026. It does not include employees on long-term leave (who have an inactive employment relationship) and contract workers (workers who are not employees). Metrics on the Group's own workforce are shown in headcounts. All personnel data for the Zumtobel Group listed under S1-6 is reported as of 30 April 2026 (end of period).

Own workforce by gender in HC (headcount)	2025/26	2024/25
Male	3,327	3,536
Female	1,861	1,980
Other	-	-
Not reported	-	-
Total number of employees	**5,188**	**5,516**

[10] Top management level refers to the members of the Management Board and the management level directly below (senior management). In addition, the Zumtobel Group reports on the breakdown of all female managers according to the different management positions in the entity-specific table below.

Countries with significant[11] employment in HC (headcount)	2025/26	2024/25
Austria	1,586	1,706
Serbia	969	983
United Kingdom	701	766
China	452	477
Germany	409	415
Switzerland	232	233
France	148	194
Italy	87	86
Portugal	85	68
United Arab Emirates	52	49

Employees by type of contract, broken down by gender in HC (headcount)	2025/26					2024/25
	Female	Male	Other	Not reported	Total	Total
Total	**1,861**	**3,327**	**-**	**-**	**5,188**	**5,516**
Permanent employees	1,816	3,283	-	-	5,099	5,468
Temporary employees	45	44	-	-	89	48
Non-guaranteed hours employees	0	0	-	-	0	0
Full-time employees	1,530	3,184	-	-	4,714	5,006
Part-time employees	331	143	-	-	474	510

Employee turnover in HC (headcount)	2025/26	2024/25
Total number of employees who left the company during the reporting period	**671**	**780**
Male	422	464
Female	249	316
Other	-	-
Not reported	-	-
Rate of employee turnover [%]	*12.58%*	*14.05%*

Departures listed in the table include the total number of terminations of employment among the entire workforce with regard to fixed-term or permanent contracts, whether voluntary, due to termination of employment, and due to retirement. The employee turnover rate metric comprises the total number of departures relative to the average total number of employees. Compared with the previous year, both the absolute number of departures and the employee turnover rate have fallen, indicating a more stable staffing situation in the reporting year.

Collective bargaining coverage and social dialogue | S1-8

Collective bargaining coverage refers to statutory agreements concluded with trade unions/social partners that govern key working conditions such as wages or salaries, working hours, holiday arrangements, or notice periods. These contracts exist at different levels within the European Economic Area (EEA). The table below shows collective bargaining coverage by headcount as of 30 April 2026. Coverage in non-EEA countries under collective bargaining agreements has not been included in this reporting in line with the phase-in options.

[11] Significant employment refers to countries that employ either at least 50 employees or 10% of the company's total workforce

Social dialogue comprises negotiations between management and workers' representatives – e.g. through works councils or trade unions – with the aim of representing the interests of employees and ensuring their participation. The Zumtobel Group is also a member of the European Works Council.

	2025/26		2024/25	
Coverage rate in %[12]	Collective bargaining coverage	Social dialogue (workplace representation)	Collective bargaining coverage	Social dialogue (workplace representation)
0-19%	-	-	-	-
20-39%	-	-	-	-
40-59%	-	-	-	-
60-79%	Germany Italy		Germany	-
80-100%	Austria France Portugal	Austria France Germany Italy Portugal	Austria France Italy Portugal	Austria France Germany Italy Portugal

Adequate wages | S1-10

WageIndicator Foundation

The Zumtobel Group ensures that the wages and salaries it pays meet or exceed the legally required minimum in all countries. To further enhance fairness and equity, the company has introduced local pay guidelines based on external benchmarks, which reflect market-rate salaries at all locations. In addition, certain countries have collective bargaining agreements in place that support fair remuneration practices. In all other countries (outside the EEA), the Group conducts assessments with the help of the WageIndicator Foundation in order to verify that remuneration is fair and sufficient to cover living expenses. The Zumtobel Group pays all of its own workforce fairly. In addition, the Zumtobel Group uses a standardised role- and responsibility-based job grading system. Grading is based on Mercer's International Position Evaluation (IPE) methodology. This systematic evaluation process provides a transparent and comparable basis for classifying roles into pay bands, thereby supporting fair, consistent and market-driven remuneration decisions across the regions and organisational units.

Remuneration metrics | S1-16

The unadjusted gender pay gap is defined as the difference of average pay levels between female and male employees, expressed as a percentage of the average pay level of male employees. The calculation includes all own employees (with the exception of apprentices, interns, external employees, employees on leave and members of the Management Board). The analysis is performed at the employee level and is based on the contractually agreed annual total remuneration, which includes base salary, the target variable remuneration, and performance-related and non-performance-related allowances (e.g. for transportation or living expenses). All amounts are translated into full-time equivalents (1 FTE) and converted into euros using the average monthly exchange rate to ensure consistent comparability within the Zumtobel Group. The unadjusted gender pay gap of the Zumtobel Group was 34.98% for the 2025/26 financial year (2024/25: 35.18%). This result reflects a number of structural factors, including the composition of the total workforce and the distribution of roles across regions and functions. In particular, differing job profiles and regional remuneration levels contributed to disparity in average income. The adjusted gender pay gap, which

[12] This table lists all EEA countries with >50 employees, or >10% of the total number. The phase-in option has been utilised for all non-EEA countries.

takes into account the organizational structure of the Zumtobel Group, calculates the gender pay gap per level in accordance with the company's own grading system. This metric constitutes an entity-specific disclosure. The earnings gap at all levels is weighted according to the number of employees per level and included in the calculation. This adjusted calculation method reduces the gender pay gap at the Zumtobel Group to 10.5% (2024/25: 10.2%).

The Zumtobel Group recognises the importance of equal pay between the genders and is actively committed to closing this gap. Steps are continually being taken to promote a more balanced representation of women across all roles, levels and regions and to ensure transparent, fair and inclusive remuneration practices throughout the Group.

The ratio of annual total remuneration for the highest paid individual to the median annual total remuneration for all employees of the Zumtobel Group (excluding the CEO but including the remaining Management Board members) was calculated using the same methodology. This ratio was 29.21 for the 2025/26 reporting period (2024/25: based on the adjusted calculation methodology: 29.26; based on the previous calculation methodology: 29.58).

Incidents, complaints and severe human rights impacts | S1-17

In the reporting period, the local management of the Zumtobel Group companies conducted audits in accordance with applicable internal guidelines on upholding human rights. The Zumtobel Group has confirmed that no serious negative impacts on the human rights of its own workforce were identified in the 2025/26 financial year. Three reports of discrimination/harassment/bullying were received via the whistleblower system in the 2025/26 reporting period. All concerns were resolved or refuted following internal investigations. Accordingly, the Zumtobel Group was not required to pay any fines, sanctions, or compensation for incidents or complaints regarding human rights or discrimination. No redress measures or compensation were required.

1.2.3.2 S2 | Workers in the value chain

The Zumtobel Group prioritises long-term engagement and communication with its stakeholders in the supply chain as well as in the rest of the organisation's sphere of influence. Worldwide, the Group works with 609 suppliers from around 35 countries in the raw materials (direct materials) and merchandise sectors (previous year: 669 suppliers from 37 countries). This international positioning helps employees consistently work to optimise sustainable procurement and improve resource efficiency. As a result, the Zumtobel Group makes a significant contribution to environmental protection and climate change mitigation, as well as to upholding social standards and fair terms under labour law in its supply chain.

Material impacts, risks and opportunities (IROs) | ESRS 2 SBM-3

This section outlines the Zumtobel Group's material IROs in relation to workers in the value chain, including the way in which they are managed.

The main sustainability matters are as follows:

S2 | Workers in the value chain

Other work-related rights	Child labour, Forced labour	*Potential negative impact on people*	The Zumtobel Group's operations may lead to potential non-compliance of suppliers with the ILO's core labour standards in relation to bans of child or forced labour along the supply chain.

The upstream value chain of the Zumtobel Group as a multinational company may be subject to varying occupational health and safety regulations. In countries where legislation on this matter is inadequate, workers are at higher risk of potential forced labour or child labour. These clearly negative conditions can affect not only the victims, but also their families. The potential negative impact of child or forced labour along the supply chain extends over the short, medium, and long term. This sustainability matter constitutes an integral part of the Zumtobel Group sustainability strategy and is taken into account through the Group's target of being a Partner of Choice.

All employees in the value chain who could be materially impacted by the Zumtobel Group are included in the scope of the disclosure pursuant to ESRS 2.

Within its value chain, the Zumtobel Group works with various types of workers. In the upstream value chain, this involves workers responsible for extracting, processing and subsequently transporting raw materials and materials. In addition to its own workforce, the Zumtobel Group also cooperates with external employees at its own locations and with employees in the downstream value chain. The latter include employees responsible for transporting products and any intermediaries involved before the products are delivered to the consumer or end-user.

In some cases, the Zumtobel Group works with suppliers in countries that have an increased risk of child or forced labour. China can be considered a potential example of a country with a higher risk profile.

To identify corresponding risks, the Zumtobel Group employs abstract supplier risk assessments carried out by IntegrityNext, an external specialist platform. These assessments provide an initial risk-based evaluation of the countries and sectors in which workers are potentially exposed to an increased risk of human rights violations. IntegrityNext is a global provider of sustainability services and uses its own standardised algorithm for abstract risk analysis. For example, inadequate occupational safety regulations and a lack of workers' representatives result in certain countries being more at risk. These include countries such as Turkey and China. See 'Taking action | S2-4' for more information.

Policies related to value chain workers | S2-1

All suppliers, manufacturers and dealers (as well as customers) are required to comply with the Zumtobel Group's globally applicable Code of Conduct for Business Partners and commit to respecting human rights (including labour rights) and protecting value chain workers in order to work with the Group. This Code of Conduct for Business Partners reaffirms the Zumtobel Group's commitment to combating human trafficking in all its forms throughout the entire value chain. In addition, Zumtobel's Declaration of Principles on Human Rights underlines the Group's commitment to respecting and promoting human rights in all of its business activities. Both policies were developed to ensure compliance with all due diligence obligations.

Supplier onboarding

Business relationships with the Zumtobel Group are based on a systematic supplier evaluation and approval process (supplier onboarding). Before any business relationship is entered into with the Zumtobel Group, each potential supplier is required to sign the Code of Conduct for Business Partners. Once the code has been signed, economic factors are screened based on the supplier's self-disclosure and a detailed assessment of the sustainability performance of potential new suppliers by EcoVadis (supplier rating, preferably for suppliers with strategic relevance) or IntegrityNext (supplier self-disclosure, preferably for suppliers with less strategic relevance). In addition, the onboarding process also requires suppliers to agree to commercial and quality-related contracts at a later date and ends with an audit of various focal topics relating to various areas such as quality and sustainability. A supplier's agreement to uphold all Zumtobel Group guidelines set forth in the Code of Conduct for Business Partners, the aim of which is to take human rights and clearly defined social and environmental standards into account, is an essential prerequisite for entering into a supply relationship and forms the basis of a lasting partnership.

The Zumtobel Group's Code of Conduct for Business Partners addresses due diligence topics. The requirements and minimum standards regarding human rights risks set out therein are based on national legislation as well as on the principles and parameters for upholding due diligence throughout the value chain. These are based on the International Labour Organisation's (ILO) core labour standards and relevant UN standards. Occupational health and safety are key pillars of the Code of Conduct for Business Partners. The policies have been approved by the Management Board, and their consistent application among all suppliers is ensured by Global Purchasing management as part of the supplier re-approval process.

The Zumtobel Group has not been notified of any violations of the UN Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, or the OECD Guidelines for Multinational Enterprises concerning workers in the value chain, either through the whistleblower system or any other channels.

Processes for engaging with value chain workers about impacts | S2-2

Cooperation with partners along the value chain is based on their agreement to uphold all Zumtobel Group guidelines set forth in the Code of Conduct for Business Partners, the aim of which is to take human rights and clearly defined social and environmental standards into account. Their consent to these terms is an essential prerequisite for a business relationship with the Zumtobel Group and forms the basis of a lasting partnership. The Zumtobel Group has prepared a continuous, ongoing survey for direct engagement of external stakeholder groups (e.g. workers in the upstream value chain). This gives all stakeholder groups the opportunity to provide feedback online on actual and potential sustainability matters identified by the Zumtobel Group. Findings from the external survey are incorporated into the analysis of the key sustainability matters by the Group Sustainability team. Operational responsibility for ensuring that workers in the value chain are engaged with lies with the Global Purchasing department. There is currently no general process in place for directly getting in touch with value chain workers beyond the above measures.

Processes to remediate negative impacts and channels for value chain workers to raise concerns | S2-3

In cases where the activities of the Zumtobel Group have significant negative impacts on individuals or groups of individuals in the upstream value chain with regard to human rights violations or other offences, the Group ensures fair treatment of those affected and a neutral, confidential, responsible and impartial investigation of the facts. This is intended to both clarify the situation and to provide appropriate remedy. In the 2025/26 financial year, a survey was carried out to assess the effectiveness of the whistleblower system. The results, the effectiveness of this system, and details regarding protection against retaliation at the Zumtobel Group are described in more detail in the section ‘Business conduct policies and corporate culture | G1-1’.

Actions related to workers in the value chain | S2-4

As an international group, the Zumtobel Group has a complex supply chain, especially with regard to the procurement policy of relying on various raw materials suppliers. Nevertheless, efforts are being made to make the supply chain as regional as possible and to increasingly push the ‘local 4 local’ procurement concept at the production sites. The Zumtobel Group has taken multiple actions to prevent potential negative impacts on the workers in the upstream value chain. These actions include risk assessments of the sectors in which value chain workers work, performance monitoring of suppliers and tracking adherence to the Zumtobel Group’s sustainable procurement policies.

DigiSus (Digital Sustainability) – the digital solution for supplier management

Building on the focus on digitalisation and the transformation of supplier management established in the 2024/25 financial year, the Zumtobel Group has further expanded these actions in the 2025/26 financial year. A key basis for this is the internal DigiSus initiative, which was launched in the 2024/25 financial year. DigiSus is designed for the systematic digital collection, visualisation and evaluation of sustainability data along the upstream value chain, as well as to enable the targeted implementation of improvement measures among suppliers.

EcoVadis and IntegrityNext

The DigiSus initiative centres on the use of two external platforms: EcoVadis and IntegrityNext. EcoVadis carries out desktop-based sustainability assessments on the basis of information and verifiable evidence provided by participating companies on the topics of the environment, labour and human rights, ethics and sustainable procurement. Depending on the size and complexity of the company, the questionnaire may comprise several hundred individual questions. Re-evaluation usually takes place annually or biennially, along with the consideration of external company information and media reports.

IntegrityNext operates as a certified self-disclosure platform with a particular focus on abstract risk assessments. Suppliers subject to increased abstract risk – for example, due to country-specific circumstances – are given the opportunity to transparently demonstrate and improve their sustainability performance through self-declarations and supporting evidence.

The DigiSus initiative stipulates that suppliers of particular strategic importance (who account for around 80% of the procurement volume) must have an EcoVadis assessment. Suppliers of lesser strategic importance (provided they do not hold EcoVadis certification) use the IntegrityNext platform. In the reporting year, a DigiSus onboarding rate of 100% was maintained for suppliers of direct materials and merchandise. Over 82% of suppliers in indirect procurement are now registered on at least one of the two sustainability platforms. DigiSus enables the Zumtobel Group to monitor its suppliers’ sustainability performance and compliance on an ongoing and efficient basis. A daily updated overview of the suppliers listed in DigiSus is provided via the Celonis process mining platform, which communicates with EcoVadis and IntegrityNext via interfaces. The

IntegrityNext platform also helps the Zumtobel Group meet the requirements of the Supply Chain Act and the EU Due Diligence Directive. The platform makes it possible to query additional information on sustainability performance.

The effectiveness of this digital supplier monitoring is evident in the real-time results for all suppliers in the system. In the 2025/26 financial year, suppliers with a low rating in terms of human rights were specifically identified. Targeted action to improve the assessment in the 2026/27 financial year will be defined for these suppliers. Improved performance in terms of human rights will only be reflected in the future through better ratings. By securing the licensing of DigiSus, the Zumtobel Group's Global Purchasing department will be able to continue on this positive trajectory going forward.

Conflict minerals

Since early 2021, companies headquartered in the EU have been required by law to conduct due diligence when procuring conflict minerals. The European Commission calls on all companies covered by the Regulation to comply with due diligence obligations for tin, tantalum, tungsten and gold in their supply chains. As part of the conflict minerals programme, the Zumtobel Group has also implemented measures in its supply chain to ensure that these products do not directly or indirectly finance transactions with the Democratic Republic of the Congo (DRC). The Zumtobel Group documents its due diligence based on the report template issued by the Responsible Minerals Initiative (RMI) and discloses its due diligence in the supply chain for smelting works und refineries as required by the Responsible Minerals Assurance Process (RMAP).

CMRT files are available on the webpage

The OECD guideline 'Due Diligence Guidance for Responsible Supply Chains from Conflicted-Affected and High-Risk Areas' is the most important reference benchmark for the current RMAP standards. It requires all upstream companies to publish annual reports. Smelters and refineries are considered upstream companies within the meaning of the OECD guidelines and must meet the OECD Level 5 reporting requirements for upstream companies in order to conform to RMAP standards. The reports are prepared and updated externally by ValueStream Europe GmbH, which contributes its expertise in material compliance. The conflict minerals reporting template (CMRT) and the extended minerals reporting template (EMRT) for the Lighting Segment and the Components Segment are available for download on the Zumtobel Group's website under the 'Sustainability' menu item.This action will be continued moving forward.

Targets related to workers in the value chain | S2-5

S2-5, T1 | Supplier management: The Zumtobel Group aims to systematically improve its suppliers' due diligence performance, with a spotlight on human rights. The focus is on improving the performance of 35 suppliers which have been identified as underperformers in terms of human rights on the basis of external assessments by the 2026/27 financial year.

1.2.3.3 S4 | Consumers and end-users

Material impacts, risks and opportunities (IROs) | ESRS 2 SBM-3

The lighting industry currently finds itself in the midst of a transition. The LED business and the importance of smart, connected lighting, as well as services, continues to grow. As a result, demand for innovative, LED-based lighting solutions with comprehensive connectivity and IoT solutions including integrated services has significantly risen. The development, production and sale of innovative and sustainable products and services form cornerstones of the Zumtobel Group's success in the medium and long term.

Partner of choice

This section outlines the Zumtobel Group's material IROs in relation to consumers and end-users of the Zumtobel Group, including the way in which they are managed. The sustainability matters covered below constitute key components of the Zumtobel Group sustainability strategy and are taken into account through the Group's aim of being a Partner of Choice. All consumers and end-users that could be materially affected in the downstream value chain are included in the scope of the ESRS 2 disclosure. The main sustainability matters are as follows:

S4 | Consumers and end-users

Personal safety of consumers and/or end-users	Health and safety & personal security	*Actual positive impact on people*	Innovative luminaires and solutions support the wellbeing & health of our customers
Social inclusion of consumers and/or end-users	Responsible marketing practices	*Opportunity*	Trend towards demand for sustainable products and solutions (e.g. driven by revision of EPBD)

In this context, the Zumtobel Group considers consumers and end-users, as defined by the CSRD, to be natural persons or groups of individuals who purchase, use or are otherwise affected by products or services provided by the Group. No consumer or end-user is assigned a different risk.

In the Lighting segment, the Zumtobel Group's network includes project participants involved in planning such as architects, lighting and electrical planners, or project developers, as well as purchasing customers such as property developers, retail customers, or electricians. In the Components segment, this includes OEM sales to lighting manufacturers and sales of smart solutions to electrical and system planners. The end result is lighting solutions that have an impact on health and well-being.

Ongoing evaluations are conducted to assess the impacts of products and services on health and safety, and to identify areas for improvement in products, product documentation and processes. The Zumtobel Group's LED modules generally fall into risk groups 0 or 1 (in special applications, also risk group 2) and therefore do not pose a risk for the human eye. The Zumtobel Group was therefore unable to identify any material negative impacts that could adversely affect or harm consumers or end-users.

The Zumtobel Group focuses on the positive impact of light on the safety, well-being and health of consumers and end-users while conserving resources, in terms of both design and technology.

The Zumtobel Group's ability to manufacture intelligent lighting systems boasts huge potential due to new regulations that aim to increase the energy efficiency of buildings while ensuring indoor air quality. Partnerships with Siemens, ABB and Legrand underscore the holistic approach to future-proof customer solutions in the smart building sector.

Policies related to consumers and end-users | S4-1

First and foremost, products must be reliable and safe. In addition, resources must be conserved while a positive contribution is made to the health and well-being of users.

Reliability & safety

The standardised and centrally defined sales processes are certified and regulated in the management system. The Zumtobel Group's integrated management system encompasses all quality requirements in accordance with the ISO 9001 standard. All production sites and all head office functions are ISO 9001 certified. The key requirements of a quality management system are customer focus, the systematic control of all business processes to ensure a defined level of quality on a long-term basis, and continuous improvement. The Quality Policy applies to the internal business activities of the Zumtobel Group and is available on the Group's website for both the Group's own workforce and external stakeholders. The primary goal is always to continuously improve the quality of the development, production and sales process as well as of the product information documents, thereby also further increasing the satisfaction of end-users and customers as well as their trust in products and product safety. Effectiveness of the Quality Policy and progress made in achieving targets are ensured by comprehensive monitoring and follow-up by the management of the Global Quality departments of both segments and are assigned to and overseen by the COO.

ISO 27001

In relation to digital products and connected lighting solutions, the Zumtobel Group addresses the protection of customer, consumer and end-user data within the framework of an Information Security Management System (ISMS) in accordance with ISO 27001. The aim is to systematically minimise information and cyber security risks and thereby ensure the confidentiality, integrity and availability of information, as well as the trust of customers and end-users. The ISMS and the successful ISO 27001 certification of the Porto software site are monitored by the Information & Data Security department and the Global Quality department and are the responsibility of the CDTO.

Conserving resources and making a positive contribution to customers

Tests carried out as part of mandatory CE conformity ensure that products meet fundamental safety, electromagnetic compatibility, energy efficiency and pollution control requirements. Global R&D is responsible for CE conformity.

Support health and well-being

The aim is to conserve resources, avoid disruptions and risks, and minimise harmful environmental influences. This is intended to protect and promote the health and well-being of end-users in the long term. At the building level, new regulations also address high energy standards, minimum energy efficiency requirements, as well as user health, comfort and well-being. With its holistic lighting solutions including controls and sensors, the Zumtobel Group is creating the conditions for its customers to meet these requirements.

Due diligence

The underlying framework for the Zumtobel Group's cooperation with its customers and end-users is set out in the Code of Conduct for Business Partners and in the declaration of principles on human rights. Further information on the Code of Conduct for Business Partners can be found in the section 'Policies related to value chain workers | S2-1'. Details on the Declaration of Principles on Human Rights can be found in the section 'Policies on due diligence compliance (in particular human rights and labour rights)' under S1 | Own workforce.

The Zumtobel Group has not been notified of any violations of the UN Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, or the OECD Guidelines for Multinational Enterprises concerning consumers and end-users in the downstream value chain, either through the whistleblower system or any other channels.

Processes for engaging with consumers and end-users about impacts | S4-2

Cooperation with consumers and end-users is based on their agreement to uphold all Zumtobel Group guidelines set forth in the Code of Conduct for Business Partners, the aim of which is to take human rights and clearly defined social and environmental standards into account. The Zumtobel Group has prepared a survey for direct engagement of external stakeholder groups. This gives both external and internal stakeholders the opportunity to provide feedback on actual and potential sustainability matters identified by the Zumtobel Group. Findings from the external survey are incorporated into the analysis of the key sustainability matters by the Group Sustainability team.

Brand Equity Monitoring

An annual Brand Equity Monitoring (BEM) survey is conducted among customers to obtain a better understanding of customer needs and expectations. These surveys provide valuable feedback and enable us to adapt and improve the Zumtobel Group's products and services accordingly. In the 2025/26 financial year, over 3,600 customers – including almost 500 end-users – of the lighting brands were asked about topics such as loyalty, strengths and potential for improvement. Feedback on innovative and sustainable services highlights the importance of the positive impacts and opportunities related to consumers and end-users identified by the Zumtobel Group and therefore also reflects the results of the double materiality assessment.

Statements from respondents can be used in a targeted manner to develop measures for improvement, for example to identify and fill gaps in the portfolio and enhance communication channels as necessary. The effectiveness of the actions taken and therefore engagement with consumers and end-users can be measured in comparison to previous years using the net promoter score included in the survey.

Individual sales employees are responsible for engaging with consumers and end-users. The Management Board is responsible for instigating a comprehensive customer survey.

Processes to remediate negative impacts and channels for consumers and end-users to raise concerns | S4-3

In cases where the activities of the Zumtobel Group have significant negative impacts on individuals or groups of individuals in the downstream value chain with regard to human rights violations or other offences, the Group ensures fair treatment of those affected and a neutral, confidential, responsible and impartial investigation of the facts. This is intended to both clarify the situation and to provide appropriate remedy. Information on the whistleblower system and protection against retaliation at the Zumtobel Group can be found under G1-1 and G1-3.

Actions related to consumers and end-users | S4-4

The secured human resources in the Global R&D and Global Quality department and the patent licensing costs incurred will ensure that these actions are implemented; no further significant financial expenditure will be required. The following actions demonstrate the efforts being made within the Zumtobel Group.

Reliability & safety

The Zumtobel Group strives to maintain and further improve its high quality and testing standards. The CE audits conducted on Zumtobel Group products in the financial year under review and in the years prior ensure that all EU-wide requirements are met. Continuous tests carried out as part of CE conformity ensure that products meet fundamental electrical safety, electromagnetic compatibility, energy efficiency and pollution control requirements. This minimises risks and harmful environmental influences and protects and promotes the health and well-being of users in the long term. Comparative measurements and test method validations are expanded for Group-wide standards that exceed statutory and normative requirements.

Cyber Resilience Act

To ensure the reliability and security of digitally networked luminaires and systems, the Zumtobel Group is taking steps to prepare for the requirements of the Cyber Resilience Act. To this end, the Porto site was successfully certified to ISO 27001 in the 2025/26 financial year. The certification of a further site is planned for the 2026/27 financial year.

Conserving resources and making a positive contribution to customers

Light can have a positive impact on the conditions within a building and thus contribute to the health and well-being of its end-users. By dynamically adapting to external factors and individual needs, light can be controlled in a targeted manner. This requires integrated systems comprising controllable luminaires, lighting management systems and the corresponding sensor technology. This positive contribution is also required by regulatory requirements, such as those set out in the EPBD. The development of corresponding solutions is a key focus of the Zumtobel Group's ongoing research and innovation activities in the fields of hardware, software and services.

Targets related to consumers and end-users | S4-5

The current process incorporates the actions listed under S4-4. However, no specific targets have been set for consumers and end-users for the coming years.

1.2.4 Governance-related information

1.2.4.1 G1 | Business conduct

As part of the double materiality assessment for ESRS G1 Business conduct, the Zumtobel Group has identified and assessed various impacts and financial risks in connection with business practices. This gives rise to two relevant topics.

G1 | Business conduct

Business conduct	Corporate culture	*Potential positive impact on people*	Cultural transformation
Corruption and bribery	Corruption and bribery	*Potential negative impact on people*	Potential cases of corruption and bribery can have negative impacts on people and society

Business conduct policies and corporate culture | G1-1

In the past financial year, the Zumtobel Group launched a global cultural transformation aimed at further developing the corporate culture. A diverse, open-minded, positive culture is considered essential to the Group's success in a competitive environment and its position in the long term. The most senior level in the Group (the Management Board) is responsible for the ongoing cultural transformation of the Zumtobel Group.

Key behaviours

In the 2024/25 financial year, workshops held throughout the Group provided all employees with the opportunity to actively address the topic of corporate culture. 'Key behaviours' were also formulated as the foundations of the cultural transformation. They provide guidance for day-to-day working life, encourage productive collaboration and support the target culture at all levels. In addition, targeted projects have been initiated that aim to leverage cultural assets with a high impact and continue to drive forward the transformation. The Zumtobel Group views this cultural change as an ongoing process and will continue to systematically pursue and refine actions in the 2026/27 financial year.

Code of Conduct

The Zumtobel Group has defined a number of fundamental policies and procedures in its Code of Conduct. The requirements set out in the code define the general standards for conduct in business, legal and ethical matters, including the prohibition of corruption. The Zumtobel Group is committed to complying with the legal requirements for combating corruption, bribery and money laundering. The requirements and rules of conduct serve as binding guidelines and a framework for dealings within the Group and with external parties for members of the Management Board, management as well as employees of the entire Group. These rules of conduct are communicated and refreshed in an online training course repeated each year for both new and existing employees. The Management Board and the Supervisory Board also receive regular updates on this matter. Beyond the confines of the Group's own organisation, the Code of Conduct for Business Partners governs the principles and guidelines for due diligence with the Zumtobel Group's overall value chain.

The Zumtobel Group's Code of Conduct addresses fundamental requirements such as due diligence, respect for human rights, the prohibition of discrimination, health and safety at work, and environmental protection; it sets out guidelines for responsible conduct towards third parties (including anti-corruption, gifts, sponsorship, anti-money laundering, fair competition and export transactions) and defines how to handle conflicts of interest and information, particularly with regard to data and information security.

The Code of Conduct for Business Partners forms an integral part of all contracts concluded between the Zumtobel Group (with all its business units) and its business partners along the entire value chain and covers the following aspects:

- Whistleblower system and documentation of reports
- Due diligence
- General principles of conduct and expectations of business partners
- Due diligence principles and policies
    - (i) Respect for human rights
    - (ii) Environment and sustainability
    - (iii) Corruption and anti-money laundering
    - (iv) Criminal acts in dealings with public officials and in business dealings in general
    - (v) Conduct vis-à-vis competitors (antitrust law)
    - (vi) IT security
    - (vii) Intellectual property and confidential information
    - (viii) Social media
    - (ix) Data protection
    - (x) Monitoring and partnership

Inclusion of the above topics ensures that the Zumtobel Group's material sustainability matters in relation to climate change mitigation, energy, circular economy, and compliance with the International Labour Organisation's (ILO) core labour standards and relevant UN standards, as well as the topic of corruption, are addressed.

The Zumtobel Group's whistleblower system

Several channels are available for internal and all external stakeholders to raise concerns, including a confidential whistleblower hotline. Technical support for the Zumtobel Group's whistleblower system is provided by the Integrity Line (EQS). The whistleblower system complies with all legal requirements of the EU Whistleblower Directive and the Whistleblower Protection Act as per Directive (EU) 2019/1937. The Zumtobel Group's whistleblower system gives all employees and external third parties around the globe the opportunity to report anonymous tips about suspected violations using a link on the Zumtobel Group's homepage. The defined reporting priorities are described in the next section. The whistleblower system is overseen by Corporate Compliance and ensures that reports received are promptly classified and processed. The identity of the whistleblower is always treated confidentially, impartially and objectively. No form of retaliation is tolerated. As one of the basic requirements of the EU Whistleblower Directive that came into force on 16 December 2019 and its transposition into national law, confidentiality of the whistleblower's identity is always guaranteed.

Prevention and detection of corruption and bribery | G1-3

The Corporate Audit department regularly reviews procurement processes. In terms of corruption, the following aspects in particular are reviewed: selection of suppliers, number of suppliers approached and the associated process, decisions regarding suppliers, contractual arrangements, payment terms, price trends, supplier quality monitoring and the resulting actions. When a contract is being concluded with external partners, reference is made to the whistleblower policy in the Code of Conduct, which all potential partners are required to sign.

The Zumtobel Group's whistleblower system

The Zumtobel Group's whistleblower system provides all stakeholders (employees, suppliers, value chain workers, consumers and end-users, shareholders, investors, etc.) with a secure system to report and communicate potential violations of the Code of Conduct and compliance issues, such as suspected corruption or bribery. Critical concerns and issues are therefore reported directly to Corporate Audit and

Compliance. Reports can also be submitted by email, as an additional communication channel. The independence of the Zumtobel Group's Compliance department ensures that cases are processed independently of the management chain. Reported incidents are processed in line with the internal investigation guidelines, which provide clear, standardised procedures for the submission, investigation, follow-up and closing of cases. Corresponding actions are then derived as required. All applicable reports received are communicated to the Management Board. The Management Board is informed of any reports involving risk without undue delay. Reports that do not present a material risk are submitted as part of the quarterly reporting. Where there is no need to immediately inform the Audit Committee of any violations, they will be communicated in the quarterly reports submitted to the Audit Committee.

Individuals can contact Corporate Compliance regarding any issues related to responsible business conduct in the organisation's operations and business relationships through a number of channels. The relevant information is accessible on the Group's intranet for all employees. This option is regularly used in practice. The Zumtobel Group whistleblower system covers the following reporting focal points:

- Health, safety and environmental legislation
- Fraud, breaches of trust, embezzlement & corruption
- Capital market compliance, insider trading & anti-competitive practices
- Data breaches
- Discrimination, harassment, bullying & human rights
- Other violations

In the 2025/26 financial year, a survey was carried out to assess the effectiveness of this whistleblower system among the Group's own workforce and strategically important suppliers. This anonymous survey was launched in 2025/26 and has not yet been fully completed. As the response rate to the survey (<10% of respondents) on the effectiveness of the Zumtobel Group's whistleblower system is still too low, it is not yet possible to draw any concrete conclusions regarding the effectiveness of this system. The Zumtobel Group will take further steps to promote the survey in order to produce more meaningful results for the next reporting year. However, due to its active use and the continuous submission of reports in the whistleblower system, the Zumtobel Group considers this system to be an effective tool.

Compliance training

All new employees are required to complete online training on compliance during their onboarding. The Code of Conduct (Module 1, duration: 40 minutes) and Code of Conduct Refresher (Module 2, duration: 30 minutes) modules are provided on a Group-wide learning platform. Invitations to the online training are sent by email and the courses constitute an integral part of the onboarding process. In Module 1 and Module 2 of the mandatory compliance training, training is provided and knowledge imparted on topics covered in the Code of Conduct, including the whistleblower system. Module 1 must be completed within 30 days. Once this deadline has been met, new employees are required to register for the CoC refresher in June or December of each year.

All existing employees receive annual CoC refresher training. Training on the Code of Conduct and the refresher course covers the following topics: dealings with business partners and third parties, ban on corruption, how to handle gifts, donations and sponsorships, combating money laundering, export controls, business relationships with suppliers and fair competition.

Organisation and integration of the topic within the Group

The Compliance and Audit units of the Zumtobel Group act separately and independently of each other. Where feasible, the Compliance department asks the employees of the Audit department to conduct investigations. In view of potential conflicts of interest and a lack of independence, the work of Corporate Compliance is not reviewed by employees of the Corporate Audit team.

The Chief Compliance Officer reports to the Audit Committee twice a year. With respect to administrative matters, the Chief Compliance Officer has a direct reporting line to the CFO. The Zumtobel Group keeps its own workforce up to date on current and ongoing compliance issues on the LightLink corporate platform. Links to training can also be found on this platform. Within the Zumtobel Group, certain departments are exposed to a higher risk of corruption and bribery than others.

The definition of "at-risk" functions was refined and adjusted in 2025/26. The Zumtobel Group defines the following departments as at-risk functions: Finance, Human Resources, Investor Relations, Logistics, Procurement, Quality, R&D and Sales. These departments work closely with various stakeholder groups, including customers, suppliers, public authorities, public officials, and/or other business partners. They are also involved in material financial transactions. The geographic location of these departments can lead to different risk profiles, especially in countries exposed to higher risks of corruption and with lower transparency. Compared with the previous year, the definition of at-risk functions has been further clarified. The previously included areas of Communications, Legal, Brands, Marketing, Risk Management, Strategy, Sustainability and Treasury are no longer part of this definition. According to the currently applicable definition, a total of 2,040 employees work in areas that could be exposed to an increased risk of corruption and bribery. The prior-year figure based on the new definition amounts to 2,137 employees (under the previous definition, the figure amounted to 2,245 employees). As a result, the metric now includes fewer employees than in the previous year. The prior-year figure has been adjusted accordingly. 84.9% of the Zumtobel Group's employees in at-risk functions received training on corruption and bribery. In the previous year, this figure amounted to 87.3% (under the previous definition: 97.6%).

In order to overcome the challenges related to corruption and bribery, internal compliance monitoring processes and training ensure that the highest standards of integrity and compliance are upheld. In the 2025/26 reporting period, the members of the Management Board and Supervisory Board were trained and briefed on corruption and bribery in connection with the reporting. 90.54% (2024/25: 95.4%) of registered employees received training on corruption and bribery.

Confirmed incidents of corruption or bribery | G1-4

Confirmed incidents of corruption or bribery	2025/26	2024/25
Number of convictions for violation of anti-corruption and anti-bribery laws	0	0
Amount of fines for violation of anti-corruption and anti-bribery laws [EUR]	0	0

No confirmed incidents of corruption or bribery were reported at the Zumtobel Group in the 2025/26 reporting period. Accordingly, no workers were disciplined or dismissed as a result. Please consult 'Prevention and detection of corruption and bribery | G1-3' for information on anti-corruption measures These metrics were audited exclusively as part of the audit performed by the external auditor.

1.3 Review of Business Performance

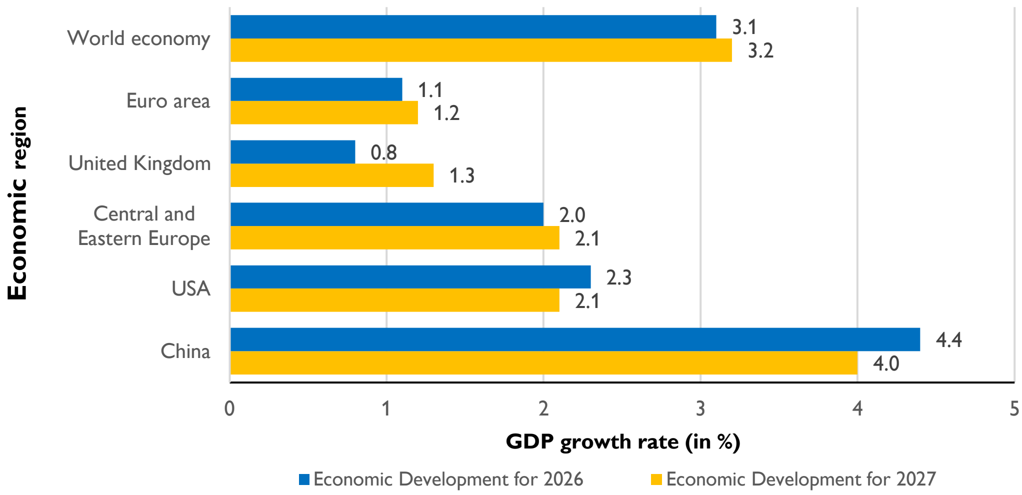
1.3.1 The economic environment

The global economy currently presents a significantly bleaker picture as a result of events in the Near East and the blockade of the Strait of Hormuz, and the slightly positive performance has weakened since the beginning of the year. The World Economic Outlook issued by the International Monetary Fund (IMF) in April 2026 describes a scenario with slower growth and rising inflation. Growth is now expected to reach only 3.1% in 2026, an estimated 0.2 percentage points lower than indicated in the January forecast. Economic growth is projected to reach 3.2% in 2027. As expected, the strongest downward revisions were made to the forecasts for the Near East.

IMF estimates for the eurozone now point to growth of only 1.1% and 1.2%, respectively, in 2026 and 2027, whereby both values were also reduced by 0.2 percentage points since the last announcement. The main source of uncertainty – also for the global economy as a whole – is the war in the Near East and the related negative effects which have overshadowed earlier momentum. Supporting factors like rising defence spending will only have a delayed positive effect. The IMF forecasts for the key D/A/CH region (Germany, Austria, Switzerland) point to slight growth in 2026 and 2027. An improvement is also expected in our other core markets, but at a lower level than projected only several months ago.

The overall economic situation is also affecting commercial construction. However, EUROCONSTRUCT sees growth for the period from 2026 to 2028 after years of stagnation and decline. Construction activity is expected to recover in large parts of our main markets. The exceptions are Austria, France and the Netherlands, where commercial construction is predicted to decline in 2026. All in all, new construction should once again outperform the renovation sector.

Economic Development Outlook for 2026 and 2027



1.3.2 The development of business

Seasonality of the business

The development of business in the Zumtobel Group follows a seasonal pattern which is typical for the construction industry. During the first half of the financial year (1 May to 31 October), the volume of business is normally higher because a relatively large number of construction projects are concluded during the summer and autumn months and the installation of the lighting represents one of the last steps prior to completion. Revenues in the third quarter (1 November to 31 January) are substantially lower as a result of the Christmas and winter break in the construction industry and, in the fourth quarter (1 February to 30 April), the pace of business begins to accelerate again.

Revenues

- Group revenues decline by –5.2% (FX-adjusted –4.4%)
- Lighting Segment revenues below previous year (–3.7%)
- Revenues in the Components Segment lower year-on-year
- Adjusted Group EBIT falls to EUR 42.4 million

Income statement in EUR million	2025/26	2024/25	Change in %
Revenues Lighting Segment	832.3	864.0	–3.7
Revenues Components Segment	266.4	299.3	–11.0
Reconciliation	–58.3	–66.1	–11.8
Revenues	1,040.4	1,097.2	–5.2
Adjusted Cost of goods sold	–651.9	–697.0	–6.5
Adjusted Gross profit	388.5	400.3	–3.0
as a % of revenues	*37.3*	*36.5*	
Adjusted SG&A expenses	–346.1	–353.3	–2.1
Adjusted EBIT Lighting Segment	54.7	51.3	6.6
as a % of segment revenues	*6.6*	*5.9*	
Adjusted EBIT Components Segment	4.6	13.5	–66.3
as a % of segment revenues	*1.7*	*4.5*	
Reconciliation	–16.8	–17.9	–5.7
Adjusted EBIT	42.4	46.9	–9.7
as a % of revenues	*4.1*	*4.3*	
Special effects	–19.3	–14.0	
EBIT Lighting Segment	43.9	37.2	18.1
as a % of segment revenues	*5.3*	*4.3*	
EBIT Components Segment	–1.2	13.6	<-100
as a % of segment revenues	*–0.5*	*4.6*	
Reconciliation	–19.6	–17.9	9.6
EBIT	23.1	33.0	–30.0
as a % of revenues	*2.2*	*3.0*	
Financial results	–12.4	–16.9	26.7
Profit before tax	10.7	16.1	–33.3
Income taxes	–9.7	–0.6	<-100
Net profit for the year	1.0	15.5	–93.6
Earnings per share (in EUR)	0.03	0.36	–92.1

For information: EBITDA (EBIT plus depreciation and amortisation) totalled EUR 82.4 million in FY 2025/26.

–5.2% decline in revenues

Group revenues fell by –5.2% to EUR 1,040.4 million in 2025/26 (2024/25: EUR 1,097.2 million). The still challenging economic environment had a negative impact on the development of revenues in nearly all regions, with the exception of America & MEA. After an adjustment for foreign exchange effects, revenues were –4.4% lower than the previous year.

Lighting Segment revenues –3.7% lower year-on-year

The Lighting Segment recorded a –3.7% drop in revenues to EUR 832.3 million in 2025/26 (2024/25: EUR 864.0 million). The business climate was demanding in nearly all regions and characterised by declining revenues. The only revenue growth was generated in America & MEA, but it was unable to offset the generally negative trend.

Components Segment revenues below previous year

Revenues in the Components Segment were –11.0% lower than the previous year at EUR 266.4 million (2024/25: EUR 299.3 million). The persistently difficult economic environment was responsible for declines in all regions.

Revenues in EUR million	2025/26	2024/25	Change in %	in % of Group
D/A/CH	395.9	408.0	–3.0	38.1
Northern and Western Europe	243.1	265.9	–8.6	23.4
Southern and Eastern Europe	264.4	279.2	–5.3	25.4
Asia & Pacific	75.9	87.1	–12.9	7.3
Americas & MEA	61.1	57.0	7.2	5.9
Total	1,040.4	1,097.2	–5.2	100.0

Earnings

The adjusted cost of goods sold reflects a reduction in both material and personnel costs in 2025/26. Development costs declined by EUR 0.3 million to EUR –69.6 million (2024/25: EUR –69.8 million). The adjusted gross profit margin rose to 37.3% (2024/25: 36.5%). Adjusted selling and administrative expenses (incl. research) were EUR 7.3 million lower at EUR –346.1 million (2024/25: EUR –353.3 million) and reflect the first positive effects of the efficiency programme.

Adjusted Group EBIT falls to EUR 42.4 million

Adjusted Group EBIT fell from EUR 46.9 million to EUR 42.4 million in 2025/26. The adjusted EBIT margin equalled 4.1% (2024/25: 4.3%) and was slightly lower because the revenue decline and price pressure in the Components Segment were not fully offset by cost reductions.

Adjusted EBIT in the Lighting Segments rose from EUR 51.3 million in the previous financial year to EUR 54.7 million in 2025/26. Reductions in material and fixed costs more than offset the decline in revenues. The difficult market situation was responsible for a decline in both revenues and the margin in the Components Segment. As a result adjusted EBIT in the Components Segments fell from EUR 13.5 million in the previous year to EUR 4.6 million in 2025/26.

Special effects of EUR –19.3 million

Special effects totalled EUR –19.3 million in 2025/26 and consisted primarily of restructuring costs for the shutdown of the production facility in Highland, USA (EUR –5.4 million), the termination of production at the plant in France (EUR –1.1 million), and costs for the efficiency programme (EUR –6.4 million). For individual claims, EUR –1.4 million was recorded in the Components Segment and EUR –0.6 million in the Lighting Segment. The recognised special effects also include the write-off of goodwill in the CGU Components (EUR –2.0 million), impairment losses to capitalised development projects (EUR –3.2 million) and an investment grant received from the Portuguese government (EUR 1.4 million). Group EBIT fell to EUR 23.1 million (2024/25: EUR 33.0 million), and the EBIT margin equalled 2.2% (2024/25: 3.0%).

Financial results

Financial result in EUR million	2025/26	2024/25	Change in %
Interest expense	–10.5	–10.2	2.2
Interest income	0.6	0.9	–29.6
Net financing costs	**–9.8**	**–9.3**	**–5.3**
Other financial income and expenses	**–2.5**	**–7.5**	**–66.3**
Financial results	**–12.4**	**–16.9**	**26.7**

Financial results above previous year

Financial results amounted to EUR –12.4 million in 2025/26 (2024/25: EUR –16.9 million). Interest expense, which consisted chiefly of the interest expense for current credit agreements and finance leases, totalled EUR –9.8 million (2024/25: EUR –9.3 million). The other financial income and expenses of EUR –2.5 million consisted primarily of the interest expense on pension obligations, the earnings effects from exchange rate changes, and the measurement of hedges.

Net profit of EUR 1.0 million

Profit before tax totalled EUR 10.7 million (2024/25: EUR 16.1 million), and income taxes equalled EUR –9.7 million (2024/25: EUR –0.6 million). The year-on-year increase in income taxes resulted primarily from value adjustments to deferred taxes in the USA, UK and Austria as well as non-recurring effects. Net profit fell to EUR 1.0 million (2024/25: EUR 15.5 million). Earnings per share for the shareholders of Zumtobel Group AG (basic EPS based on 42.3 million shares) equalled EUR 0.03 (2024/25: EUR 0.36).

Cash flow, financial and asset position

Cash flow statement in EUR million	2025/26	2024/25	Change in %
Cash flow from operating results	82.6	86.4	–4.4
Change in working capital	11.3	–0.3	>100
Change in other operating items	–26.7	–6.6	<-100
Income taxes paid	–5.4	–7.2	25.2
Cash flow from operating activities	**61.8**	**72.3**	**–14.4**
Cash flow from investing activities	**–45.7**	**–52.7**	**13.3**
FREE CASH FLOW	**16.2**	**19.6**	**–17.6**
Cash flow from financing activities	**–6.9**	**–37.9**	**81.9**
CHANGE IN CASH AND CASH EQUIVALENTS	**9.3**	**–18.3**	**>100**

Cash flow from operating results fell by EUR 3.8 million from EUR 86.4 million to EUR 82.6 million, chiefly due to the decline in revenues.

Cash outflows from the changes in other operating positions amounted to EUR –26.7 million (2024/25: EUR –6.6 million) and resulted mainly from the reduction of provisions for pensions and termination benefits and the reduction of restructuring and bonus provisions. Cash flow from operating activities declined from EUR 72.3 million to EUR 61.8 million.

Cash flow from investing activities amounted to EUR –45.7 million in 2025/26 (2024/25: EUR –52.7 million). Investments consisted chiefly of tools for new products, expansion and maintenance. This amount includes investments of EUR 31.0 million (2024/25: EUR 36.8 million) in Dornbirn (including capitalised development costs) and capitalised development costs of EUR 13.9 million (2024/25: EUR 14.4 million).

Free cash flow at EUR 16.2 million

Free cash flow equals EUR 16.2 million in 2025/26 (2024/25: EUR 19.6 million).

Cash flow from financing activities totalled EUR –6.9 million in 2025/26 (2024/25: EUR –37.9 million) and was adjusted to exclude the non-cash additions from lease liabilities. Included here are cash outflows of EUR 13.7 million (2024/25: EUR 13.6 million) for the payment of lease liabilities and EUR 9.9 million (2024/25: EUR 10.5 million) for interest payments. Dividends of EUR 6.4 million were distributed to the shareholders of Zumtobel Group AG in 2025/26 (2024/25: EUR 10.7 million).

As of 30 April 2026, the Zumtobel Group had drawn EUR 50 million (30 April 2025: EUR 75 million) under the consortium credit agreement. A EUR 50 million credit agreement concluded with the European Investment Bank (EIB) on 9 December 2024 was fully drawn as of 30 April 2026. The Zumtobel Group also has unsecured credit lines of EUR 40.7 million (2024/25: EUR 43.3 million) at its disposal to meet short-term liquidity fluctuations.

Balance sheet data in EUR million	30 April 2026	30 April 2025
Total assets	979.7	989.6
Net debt	128.5	118.5
Debt coverage ratio	*1.56*	*1.36*
Equity	421.2	424.9
Equity ratio in %	*43.0*	*42.9*
Gearing in %	*30.5*	*27.9*
CAPEX	57.3	89.7
thereof CAPEX excl. IFRS 16	*46.1*	*54.2*
Working capital	216.4	227.8
As a % of rolling 12 month revenues	*20.8*	*20.8*

Solid balance sheet structure

Working capital totalled EUR 216.4 million as of 30 April 2026 and was EUR 11.3 million below the level on 30 April 2025. Inventories were lower than the previous year at EUR 167.3 million (EUR 176.9 million). Trade receivables, trade payables and prepayments received reflected the previous year on 30 April 2026. As a per cent of rolling 12-month revenues, working capital remained constant year-on-year at 20.8% (30 April 2025: 20.8%). The receivables sold through factoring totalled EUR 47.5 million at the end of the reporting year (2024/25: EUR 47.5 million).

The balance sheet total of the Zumtobel Group was slightly lower than the previous year and equalled EUR 979.7 million as of 30 April 2026 (2024/25: EUR 989.6 million). The equity ratio was constant year-on-year at 43.0%. Net liabilities rose by EUR 10.0 million to EUR 128.5 million as of 30 April 2026 and led to an increase in gearing – which represents the ratio of net liabilities to equity – from 27.9% to 30.5%. The balance sheet structure of the Zumtobel Group remains stable and solid.

1.3.3 Significant events since 30 April 2025

Dividend of 15 euro cents per share

The 49th General Meeting of Zumtobel Group AG on 26 September 2025 approved the payment of a 15 euro cents dividend per share for the 2024/25 financial year. The dividends were distributed to shareholders on 3 October 2025.

Volkhard Hofmann and Peter Ernst Gaugg elected to the Supervisory Board

In addition, the 49th General Meeting of Zumtobel Group AG on 26 September 2025 extended the mandate of the previous second vice-chairman Volkhard Hofmann and elected Peter Ernst Gaugg to the Supervisory Board. The terms of office for the elected members end with the general meeting 2028. Christian Beer resigned from the Supervisory Board at the end of this annual general meeting. In the following constituent meeting, Karin Zumtobel-Chammah was re-elected chairwoman of the Supervisory Board.

Shutdown of production in Highland, USA

On 1 August 2025, the Zumtobel Group announced the termination of production in Highland, New York. The shutdown affected roughly 70 employees. The Zumtobel Group AG anticipated negative special effects as a result of this decision. Most of these effects were recorded in 2025/26, and the full amount of the special effects will amortise in the coming years.

No other significant events occurred during the reporting year.

1.4 Internal Control System and Risk Management

1.4.1 Internal control system[13]

ICS structure and focus

The internal control system in the Zumtobel Group (abbreviated in the following as "ICS") supports the attainment of corporate goals. The ICS is defined as the total of all process-based monitoring and management measures to safeguard Group assets, to ensure the completeness and reliability of information and systems, to support the efficiency and effectiveness of processes and to guarantee compliance with legal, contractual and internal rules and regulations.

The structure and design of the Zumtobel Group's ICS are based on recognised international governance guidelines such as the framework issued by the Committee of the Sponsoring Organizations of the Treadway Commission (COSO Internal Control – Integrated Framework 2013) and the IT framework (COBIT) published by the Information Systems Audit and Control Association (ISACA), which are adapted where necessary to reflect the Group's business model. The scope of the design and formalisation of the ICS complies with mandatory legal rules and regulations and follows a strict risk orientation (benefits), which is critically compared with the expected added expense (costs).

ICS responsibility

Designated process managers are responsible for implementing and updating the ICS in the individual functional areas, regions and/or business divisions but the final responsibility lies with the Management Board. The ICS is closely linked with the organisationally separate enterprise risk management process, which systematically records and aggregates risks for the process managers on a regular basis and, together with the related measures, prepares reports for various levels up to the Supervisory Board.

ICS monitoring

Monitoring activities are carried out by the quality assurance units in the specialist departments together with the organisationally separate corporate audit & compliance department. This latter department has a dual reporting line to the Management Board and Audit Committee, which are responsible for monitoring the ICS. The monitoring process covers the design of controls as well as their operational effectiveness. A strictly organised follow-up process ensures that any identified weak points are eliminated as quickly as possible. The designated monitoring functions are based on strict professional standards and subject to regular external review.

ICS elements

The central elements of the ICS in the Zumtobel Group are:

- The code of conduct, which is supplemented by specific rules (e.g. for invitations)
- The anonymous whistle-blower system
- Corporate policies and procedures
- Clearly defined organisational structures, job specifications and the formal delegation of duties and responsibilities according to the individual functional requirements
- Regular comparison of the actual situation (e.g. cost centre reports) with expected results (e.g. budget)
- Approval and release rules that are integrated in processes as well as process-related and follow-up controls
- Training programmes for employees

[13] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-5 §36a).

ICS for financial reporting

The ICS for financial reporting is based on these general ICS elements and contains specific, very detailed rules which are available to employees in the Zumtobel Group's Intranet. Examples of the ICS for financial reporting include the following:

- Written definition of processes and documentation
- Approval and release rules which are integrated in the respective processes
- Accounting and valuation principles (Zumtobel Group Accounting Manual)
- Uniform, Group-wide closing checklists to document all closing activities

The ICS elements are updated and expanded as required based on a risk-oriented approach.

1.4.2 Risk management[14]

Risk policy approaches

Systematic approach for the early identification of opportunities and risks

The Zumtobel Group realises that an effective opportunity and risk management system – as well as an internal control system – plays an important role in maintaining and expanding its competitive position. Risk management in the Zumtobel Group covers the direct interaction and handling of risks to protect the asset, financial and earnings positions and to support the identification of opportunities and the evaluation of entrepreneurial decisions. The goal of risk management is to identify risks and opportunities at an early point in time through a systematic approach and thereby permit the implementation of suitable measures to deal with changes in the operating environment. Risk management in the Zumtobel Group is an independent strategic process as well as an integral part of operational management. The basic instruments for the monitoring and management of risks are the risk management software which is installed in all Group companies as well as standardised planning and controlling processes, Group guidelines, regular reporting and the internal control system.

Risk management based on recognised standards and best practice

The corporate risk management department, a section of the controlling department at corporate headquarters, is responsible for the continuous development of risk management processes as well as the coordination of Group-wide risk management and risk monitoring. The risk management system used by the Zumtobel Group is closely linked with corporate controlling processes and the internal control system. The underlying framework for these two systems is formed by the principles of the COSO ERM Framework 2017. Guidelines and process descriptions for risk management are available to all companies in the Zumtobel Group.

Central role of reporting

Reporting plays an important role in the monitoring and management of economic risks. The operating units provide the Management Board with regular information on the current and expected development of business as well as the existing risks and available opportunities. In addition, the Audit Committee of the Supervisory Board receives semi-annual reports on the Group's major risks and opportunities. The tools and processes used by the Group to identify and evaluate risks are continuously developed and improved with the support of internal audit (Corporate Audit & Compliance). The auditor evaluates the effectiveness of risk management in the Zumtobel Group each year and reports to the Audit Committee on the results of this review.

[14] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-5 §36a).

The opportunities for the Zumtobel Group are described in detail under "The Zumtobel Group - An Overview". The major risks and countermeasures are discussed in the following sections:

Market and competitive risks in the lighting industry

Macroeconomic risks

The outlook on the economic environment has become significantly bleaker as a result of the hostilities in the Near East and the blockade of the Straits of Hormuz. The ultimate extent of the negative effects on the global economy will depend on the duration and potential escalation of the conflict. Against this background, economic forecasts assume the sharp rise in energy prices will be reflected in a notable increase in inflation.

The International Monetary Fund is now forecasting a reduction in global growth for 2026 and 2027. The economic prospects for Europe, the Zumtobel Group's major market, remain subdued. A substantial reduction in economic output is also expected in our key markets, e.g. Germany, Austria and Great Britain.

The commercial construction industry, which has a significant influence on the professional lighting market, is only recovering slowly from several negative years. The professional lighting market is also adversely influenced by economic uncertainty, budgetary restrictions and priorities that have been adjusted to reflect the political situation. Other risks remain, for example changes in the application and product mix or the lack of qualified employees.

Restructuring risks

Necessary measures to bring structural costs and capacity in line with the difficult market environment or the strategic reorientation of the Zumtobel Group can lead to additional restructuring costs and thereby have a negative effect on earnings.

Technology risks

The general acceleration of digitalisation has been followed by an increasing focus on artificial intelligence (AI) – even though the final applications and concrete benefits are still uncertain. New tools can help to reduce administrative costs and influence the competitive position, but require clear structures and processes as well as a precise database. However, important issues involving data security and intellectual property are still unresolved. The hype surrounding AI has created an investment bubble that can burst at any time, and that would have serious implications for the entire global economy.

Demand in the lighting sector for system solutions which reduce energy costs through the replacement of lighting and also offer additional digital functions is principally high but cyclical. That creates opportunities for more extensive offerings with clear added value for customers, but requires a fundamental willingness to invest and carries the risk of increased system complexity and possible customer dissatisfaction and complaints.

The wide range of technologies in use also increases the risk of infringement of third-party property rights. Today's operating and control equipment contains an increasing number of semiconductors, which means the lighting sector is also heavily affected by the supply situation for these input products. The digitalisation of customer to customer processes (end2end), on the one hand, and the growing use of software in integrated products, on the other hand, increases the risk of cyberattacks on the company and its customers, with the related negative effects on revenue and earnings.

Business risks

Access to global decision-making networks

Access to a global network of opinion leaders and decision makers is important for both the project business and the OEM business in the Zumtobel Group. However, the readiness to invest has declined due to the numerous sources of uncertainty over the further development of business.

Market acceptance of new products

The technology and cost potential of the light source LED has been generally exhausted, a situation that makes differentiation from the competition more difficult. In the conventional lighting and components business, the Zumtobel Group is challenged to defend its strong technology position in the industry and adapt new developments to meet the changing requirements of various applications. The pressure on margins – especially for new products – is certain to increase and require adjustments on the cost side. In the system business with its innovative digital functions that are often accompanied by new business models, market acceptance is difficult to predict.

Political risks

The Zumtobel Group operates in a global business environment, whereby Europe is the most important market by far with around 85% of revenues. The wars in Ukraine and the Near East have massively increased the political risk in Europe, primarily due to the uncertainty connected with supplies of certain materials and energy (oil and natural gas). The sharp rise in energy costs across the continent is weakening the competitive ability of Europe's industry. This has had a direct impact on the Zumtobel Group and its customers in the industrial sector through the postponement of new construction or outsourcing from Europe. The downward trend in inflation was halted but reversed by the war in Iran and is now reflected in greater reservation on the part of professional as well as private consumers. Growth forecasts for many European markets have been reduced, a situation that is creating increasing financial problems for many companies.

The direct effects of US tariffs on the Zumtobel Group are minimal because the share of revenues generated in the USA is very low. Europe could, however, see an increase in competition from Chinese companies that are looking for alternative markets and have narrowed the technological gap.

Risks in human resources management

The continuing shortage of skilled labour continues to represent a material risk factor for the long-term development of the Zumtobel Group. Demographic developments have intensified this situation, especially as regards efforts to engage qualified employees as older staff approach retirement. The Zumtobel Group is gradually implementing a competence management system to ensure the availability of the necessary expertise, which will create transparency over existing and future qualification requirements and enable targeted planning for human resource development measures. The HR system landscape will be further professionalised and expanded as part of the progressive digitalisation to support data-based decision processes and the proactive management of HR work. In addition, the expansion of the Shared Service Centres in Serbia and Portugal will help to realise opportunities for efficiency and improve the quality of services.

Training and continuing education for employees and managers form a central component of the Zumtobel Group's human resources strategy. The offering includes internal as well as external programmes which are updated regularly. Initiatives to strengthen the Group's attractiveness as an employer increasingly focus on specific target groups. In addition to competitive, performance-based remuneration and international development perspectives, the work-life balance represents a particular focus of HR activities. Differentiated and tailor-made offers are created, for example through added flexibility for parents and for employees with supervision or care obligations.

The persistently high inflation in recent years remains a trend that is monitored closely by the Zumtobel Group. In this demanding and competitive international environment, the Zumtobel Group uses its global presence to react flexibly to the many different economic and market-related conditions and to optimally management the financial impacts.

Procurement risks

Global supply chains are still exposed to significant risks. Ongoing geopolitical tensions – especially in the Near East – have a notable impact on energy, chemical and logistics markets. The worldwide procurement environment is also negatively influenced by protectionist tendencies, volatile tariff policies, the growing use of hybrid threats, including cyber risks, and structural inflation factors. There are currently no signs of uniform supply or cost trends across categories.

The materials most frequently used by the Zumtobel Group (steel, aluminium and copper) are generally available but prices remain very high and have, in part, reached historical levels. The drivers include rising energy prices, geopolitical risks along central trade routes and escalating global demand as well as announcements of capacity adjustments, export restrictions and tariff increases. All these factors lead to short-term market reactions and price hikes. Selected temporary supply bottlenecks have been visible for chemical and petrochemical input products (e.g. PMMA, certain plastics and precursor products for optical and electronic applications) because of the force majeure situation and reduced production capacity in sensitive geopolitical regions (particularly in the Gulf region). These materials are the subject of increased monitoring and require strategic protection for supplies.

After years of easing tensions, the market for electronic components and LEDs is again faced with structural risks, especially for semiconductors, power electronics and integrated circuits. First signs of extended delivery times, limited production windows and selective allocations for individual component groups have appeared. The causes can be found, among others, in the rising demand from automotive, energy and infrastructure projects as well as the strong regional concentration of production capacity in Asia. Geopolitical tensions also have a negative effect on the availability of upstream materials, e.g. helium for the production of semiconductors.

The Zumtobel Group manages potential supply risks with regular market monitoring and risk analyses, multiple sourcing, tight supplier management and a dynamic security system for stock levels.

Long-term supplier relationships, high transparency along the supply chain and a proactive procurement strategy place the Zumtobel Group in a stable position to manage market uncertainty and protect supply security, also under volatile circumstances.

IT security risks

Information security risks involve the confidentiality, integrity and availability of critical operating information and systems in all areas of the business. Increasing cyber threats and growing regulatory requirements have made the systematic management of these risks more important. The occurrence of these risks can impair operations and also lead to financial or reputational damage.

Ther Zumtobel Group has implemented a wide range of guidelines, processes and technical and organisational measures to minimise information security risks. These measures are embedded in the corporate risk management and control systems and are regularly reviewed and updated. Modern security solutions in the IT (Information Technology) and OT (Operational Technology) environment are used for risk management and are supplemented by regular training and awareness raising measures for employees. Multi-level protective mechanisms and computing centre and back-up structures reduce the risks connected with cyberattacks, system failure and data loss. Operational resilience is also strengthened by the regular testing of emergency and recovery scenarios.

Asset risks

A policy that calls for regular maintenance and replacement investments reduces the risk of production losses. Investments in key equipment are linked to maintenance contracts. A resident fire brigade at the main production locations in Austria as well as the regular review of technical safety standards by external experts and inspections by technical specialists minimise the risk of failure and business interruption. The Zumtobel Group has also concluded comprehensive all-risk insurance that will generally provide compensation for substantial damage to assets. Risk management works closely with the insurance department to identify other risks that can be insured and arranges for appropriate coverage.

Inventory valuation risks

The balance sheet risks arising from inventories are reduced with a prudent valuation approach that also includes turnover rates. Shorter innovation cycles and the rising complexity of digital lighting systems require stricter inventory management.This approach also reduces the risk of inventory write-offs.

The Zumtobel Group's inventories are dependent on warehousing strategies, material prices and exchange rates as well as delivery times and availability. Delivery delays at the component level can postpone the completion of entire projects and create a greater risk of contract cancellations by customers. This, in turn, can lead to increased inventories and a higher risk of write-downs. Project deliveries in crisis regions, as is currently the case in the Middle East, can also be delayed due to supply chain interruptions or obstructions. The Zumtobel Group's sales department maintains close contact with customers to reduce this risk.

Product liability risks

Product liability risks, meaning the risks of regress claims and subsequent damage to the Group’s image as a result of quality defects, can be caused by errors in the internal and/or external supply chain. Quality assurance systems monitor compliance with the Group’s internally defined, high standards for product quality. The Zumtobel Group also carries product liability insurance. The lighting industry has seen a trend towards longer guarantee periods in recent years – especially for road lighting projects – which leads to higher guarantee costs, warranty provisions and revenue accruals.

Legal risks

Legal risks can arise, among others, from changes in laws or administrative practice, from political risks, legal disputes or changes in environmental regulations. The Zumtobel Group’s legal department regularly reviews the legal environment in the core regions and evaluates all pending proceedings to ensure that suitable actions are taken at the appropriate time. The Group’s intellectual property is seen as a major competitive factor and is therefore regularly monitored and protected. Third party property rights are systematically respected. The Zumtobel Group is party to numerous proceedings with administrative authorities, courts and arbitration bodies in connection with its business activities, whereby the extent and complexity are typical for a company of this size. Appropriate provisions are recognised for specific cases as required.

Financial risks

Global operations expose the Zumtobel Group to a variety of risks from changes in market prices, exchange rates and interest rates. A detailed description of credit, liquidity and market risks is provided under "Information on risk management" in the notes to the consolidated financial statements. Other risks are related to financing and the balance sheet. The Group's financing is managed by the Corporate Treasury department.

Financing risk

In order to protect the ability to meet its payment obligations at all times, the Zumtobel Group maintains liquidity in the form of cash and cash equivalents that are available on a daily basis to meet expected operating expenses and financial liabilities. The Zumtobel Group also has extensive financing agreements at its disposal to safeguard long-term financing requirements and to settle the short-term liquidity fluctuations that result from business activities. Information on interest rate risk is provided in the notes to the consolidated financial statements.

The consortium credit agreement concluded on 15 December 2021 represents a major financing agreement for the Zumtobel Group. It has a term ending in December 2028 and a maximum line which currently equals EUR 125 million. This agreement was converted to an "ESG linked loan" in June 2023 which is connected with the sustainability strategy and performance and also couples financing costs with target attainment as evidenced by the EcoVadis sustainability rating and the reduction of Scope 3 CO_2 emissions. A financing agreement was also concluded with the European Investment Bank (for more information, see section "1.3.2 The development of business"). These important financing agreements include a change of control clause that would take effect if the Zumtobel family syndicate were no longer the largest shareholder group or if their holding fell below a specified threshold. They also require compliance with specific financial covenants (a debt coverage ratio of less than 3.55 and an equity ratio of more than 23.5%). The financial covenants were met in full as of 30 April 2026 with a debt coverage ratio of 1.56 (2024/25: 1.36) and an equity ratio of 43.0% (2024/25: 42.9%). The consortium credit agreement also includes a clause for an increase of up to EUR 225 million which can be drawn under certain circumstances.

The Zumtobel Group also has unsecured credit lines at its disposal (for more information, see section "1.3.2 The development of business").

A cash pooling system for the major European countries is used to improve the efficiency and effectiveness of liquidity management. It allows for the optimisation of interest income and expense on short-term cash surpluses and borrowings and reduces the need for short-term unsecured overdrafts.

Balance sheet risks

Balance sheet risks arise, above all, from the valuation of individual assets. The Group's asset and earnings positions are directly influenced by foreign exchange effects as well as the necessary use of estimates and judgment in valuing non-financial assets, deferred tax assets, the provisions for pensions, termination benefits and service anniversary bonuses, and the provisions for guarantees and warranties. The major balance sheet risks for the Zumtobel Group are related to goodwill from acquisitions, the valuation of capitalised development costs and inventories, and the valuation of the pension fund in Great Britain. Detailed information on goodwill is provided in the notes to the consolidated financial statements. Assets with an indefinite useful life are tested each year for signs of impairment, while assets with a finite useful life are tested when there are indications of impairment.

Pension obligation risks

The Zumtobel Group companies in Germany, Great Britain, Sweden, Norway, Australia and Switzerland have implemented defined benefit pension plans. The obligations remaining after the deduction of plan assets are recognised as provisions. The amount of these provisions is dependent primarily on the market value of the invested assets, but also on the development of wages and salaries, life expectancy according to current mortality tables, and the discount rate. Additional details on this subject are provided in the notes to the consolidated financial statements.

Climate and environmental risks

The Zumtobel Group systematically analyses climate-related risks. A differentiation is made between two categories of risks: the physical risks resulting from the expected climate change and the transition risks resulting from the transformation to a low CO_2 economy. The business model and strategic orientation area also evaluated in connection with climate-related risks.

Physical risks

An evaluation of the locations did not identify any notable risks at the time this report was prepared. Increased precipitation, flooding and hailstorms currently represent average potential physical risks and suitable steps were, and will be, taken to manage these risks. The related activities address possible effects like damage to assets, the interruption of procurement processes or production stops. All ISO 14001 certified locations have prepared an emergency response plan which contains procedures to manage climate and other risks.

An analysis of climate scenarios showed an increase in the number of heat waves, potential dry periods and the number and intensity of extreme weather events, but did not identify any major risks or need for short-term actions. In general, the assessment of the physical risks at all locations indicates that the Zumtobel Group is less affected by climate change.

Transition risks, strategy and business model assessment

Political and legal developments have led to an increase in reporting and disclosure requirements that has been accompanied by stricter legislation, e.g. for the reduction of emissions. These developments are proactively included and assessed in the context and impact analysis of the management system and followed by the timely implementation of appropriate measures. Goals were formulated to reduce emissions, and substantia reductions were initiated and implemented to reach net zero. Political and legal changes could create a future transition risk for the CO_2 pricing of materials like steel and aluminium.

The identified internal and external issues die not detect any risks from transition events that could have a significant influence on the assets or business activities of the Zumtobel Group.

No assets or business activities were identified that are incompatible with or require substantial efforts to enable the transition to a climate-neutral economy.

Sustainability data is influenced by two trends. On the one hand, the efforts by lawmakers and associations to increase standardisation and, on the other hand, transparency requirements by national or regional initiatives that are difficult to meet. Examples of standardisation efforts are the Ecodesign for Sustainable Products Regulation (ESPR) at the product level and the Energy Performance of Buildings Directive (EPBD) at the building level.

To meet these demands, the environmental impact of products is systematically documented by independent, validated environmental product declarations. The progress made by the Zumtobel Group in improving its sustainability performance is visible, for example, in the external EcoVadis rating.

In the transition to a decarbonised economy, the potential risks are contrasted by substantial opportunities on the selling side – and the Zumtobel Group is optimally positioned to utilise these opportunities.

Overall risk evaluation of the Zumtobel Group

No recognisable risks that could endanger the Group's continued existence

The overall assessment of the above risks and opportunities is principally based on market risks which are dependent on economic developments for both sales and procurement. The technological transformation process is connected with risks in the form of rising product and system complexity, but also creates opportunities through the development of new market segments and applications. The substantial energy savings potential of new innovative lighting solutions, in particular, supports customers' sustainability efforts and makes an important contribution to reducing CO_2 emissions. In this way, the Zumtobel Group with its portfolio of products and services, operates in future-proof and promising business areas.

Group controlling and the internal control system are able to quickly identify all major risks. Based on the information available at the present time, there are no major individual risks that could endanger the continued existence of the Zumtobel Group.

1.5 Outlook 2026/27

- >> Revenues at prior year level
- >> Adjusted EBIT margin between 3% and 5%

Tense market climate with positive trend

The market environment is expected to remain challenging in 2026/27 – for the Zumtobel Group and for other market participants. Stressing factors include the subdued economic development in major European countries, slow momentum in the construction sector and the tense geopolitical situation (above all owing to the conflict in Iran). The Zumtobel Group is faced with rather restrained demand in the new construction sector, which is further weakened by lengthy decision cycles and project delays on the part of customers. Positive factors include the initiatives at the EU level and in Germany which will strengthen the sector in the future and could contribute to an upturn. However, the direct effects can only be expected with a delay due to the Zumtobel Group's late cyclical business model.

Outlook on 2026/27: Revenues at prior year level and adjusted EBIT margin of 3 to 5%

The management of the Zumtobel Group continues to see the current geopolitical and economic situation as tense and difficult to forecast. That makes it difficult to predict economic developments in the 2026/27 financial year. Against this backdrop and with reference to the above-mentioned uncertainties, the Management Board of Zumtobel Group expects revenues at the prior year level and an adjusted EBIT margin of 3% to 5%.

1.6 Additional Information

1.6.1 Information pursuant to § 243a of the Austrian Commercial Code

1. The share capital of Zumtobel Group AG totals EUR 107,866,642.50 and is divided into 43,146,657 zero par value bearer shares, which are fully paid-in and have a proportional value of EUR 2.50 each in share capital. All 43,146,657 shares are securitised in a collective certificate, which is deposited with Österreichische Kontrollbank (OeKB). The company's shares are listed under ISIN AT0000837307 and were eligible for trading on the Vienna Stock Exchange as of 30 April 2026. As of 30 April 2026, the company held 808,945 shares as treasury stock.

2. Each share entitles the holder to one vote and carries the right to participate in the company's annual general meetings.

ASTERIX private foundation (200,752 shares), GENVALOR family foundation (7,207,350 shares), Hektor private foundation (610,155 shares), ORION private foundation (1,633,567 shares), Ingrid Reder (64,088 shares), Caroline Reder (100,000 shares), Christine Reder (100,000 shares), Fritz Zumtobel (166,210 shares), Nicholas Zumtobel (6,960 shares), Caroline Zumtobel-Gregorowicz (5,450 shares), Isabel Zumtobel (6,048 shares), Karin Zumtobel-Chammah (24,998 shares), Jürg Zumtobel (144,248 shares), Obelix private foundation (5,332,185 shares) and AUGMENTOR private foundation (0 shares) (together: the "syndicate") are parties to a syndicate contract.

The syndicate contract requires the parties to agree on a course of action for each point on the agenda prior to an annual general meeting and to designate one party as a representative to vote on behalf of all parties in accordance with the decisions made by the syndicate. The Management Board is not familiar with any additional information on the syndicate contract.

The articles of association do not include any restrictions on the transfer of shares. With the exception of the syndicate contract, the Management Board is not aware of any other agreements that restrict the transfer of shares.

3.The Zumtobel family syndicate held 36.16% of the company's share capital as of 30 April 2026.

4.There are no shares with special control rights.

5. Employees who hold shares in the company exercise their voting rights directly at the annual general meeting.

6. If a member of the Supervisory Board resigns before the end of his/her term of office, a replacement will be elected at the next general meeting. However, vacant seats must be filled without delay by an extraordinary general meeting if the number of members on the Supervisory Board falls below three. New members are elected for the remaining term of office of the member who has resigned. The maximum age for members of the Management Board on the date of initial appointment or reappointment is 65 years. There is no age limit for the initial appointment or reappointment of members to the Supervisory Board. The premature dismissal of Supervisory Board members is possible with a simple majority of the votes cast.

7. The general meeting passes its resolutions with a majority of votes cast, unless legal or other requirements call for a greater majority. There are no other extra-legal regulations governing the appointment or dismissal of members of the Management Board and Supervisory Board or amendments to the company's articles of association.

8. The consortium credit agreement concluded on 15 December 2021 represents a major financing agreement for the Zumtobel Group. It has a term ending in December 2028 and a maximum line which currently equals EUR 125 million. A financing agreement over EUR 50 million was concluded with the European Investment Bank on 9 December 2024 and was drawn in full as of 30 April 2026. These significant financing agreements include a change of control clause that would take effect if the Zumtobel family syndicate were no longer the largest shareholder group or if their holding fell below a specified threshold.

9. The most important elements of the risk management system and the internal control system are described in detail in the management report under "The internal control system and risk management".

1.6.2 Significant events after the balance sheet date

No significant events occurred after the balance sheet date on 30 April 2026 which would have led to a change in the company's asset, financial or earnings position.

Dornbirn 13 July 2026

The Management Board

Alfred Felder
Chief Executive Officer (CEO)

Thomas Erath
Chief Financial Officer (CFO)

Bernard Motzko
Chief Operating Officer (COO)

Marcus Frantz
Chief Digital Transformation Officer (CDTO)

2. Consolidated Financial Statements

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2. Consolidated Financial Statements

2.1 Consolidated Income Statement

in TEUR	Notes	2025/26	2024/25
Revenues	2.6.4.1	1,040,385	1,097,236
Cost of goods sold	2.6.4.2	(664,089)	(707,103)
Gross profit		**376,296**	**390,133**
Selling expenses	2.6.4.2	(309,840)	(316,680)
Administrative expenses	2.6.4.2	(48,687)	(48,146)
Other operating income	2.6.4.3	7,337	8,161
Other operating expenses	2.6.4.3	(2,017)	(502)
Operating profit		**23,089**	**32,966**
Interest expense	2.6.4.4	(10,464)	(10,242)
Interest income	2.6.4.4	643	913
Other financial income and expenses	2.6.4.5	(2,541)	(7,543)
Financial results		**(12,362)**	**(16,872)**
Profit before tax		**10,727**	**16,094**
Income taxes	2.6.4.6	(9,737)	(604)
Net profit/loss for the year		**990**	**15,490**
thereof due to non-controlling interests	*2.6.6.4*	*(233)*	*(31)*
thereof due to shareholders of the parent company		*1,223*	*15,521*
Average number of shares outstanding – basic (in 1,000 pcs.)		42,338	42,587
Average number of shares outstanding – diluted (in 1,000 pcs.)		42,338	42,587
Earnings per share (in EUR)	2.6.4.7		
Earnings per share (diluted and basic)		0.03	0.36

2.2 Consolidated Statement of Comprehensive Income

in TEUR	Notes	2025/26	2024/25
Net profit/loss for the year		**990**	**15,490**
Actuarial gain	2.6.5.3	3,082	1,526
Deferred taxes due to actuarial gain/loss	2.6.5.5	(593)	(474)
Total of items that will not be reclassified ("recycled") subsequently to the income statement		**2,489**	**1,052**
Currency differences	2.6.5.1	89	(2,373)
Currency differences associates	2.6.5.1	0	(610)
Currency differences arising from loans	2.6.5.2	(915)	127
Deferred taxes due to loans	2.6.5.5	211	(29)
Cash flow hedges	2.6.5.4	(106)	54
Deferred taxes due to cash flow hedges	2.6.5.5	24	(13)
Total of items that will be reclassified ("recycled") subsequently to the income statement		**(697)**	**(2,844)**
Subtotal other comprehensive income		**1,792**	**(1,792)**
thereof due to non-controlling interests	2.6.6.5	*(19)*	*(47)*
thereof due to shareholders of the parent company		*1,811*	*(1,745)*
Total comprehensive income		**2,782**	**13,698**
thereof due to non-controlling interests		*(252)*	*(78)*
thereof due to shareholders of the parent company		*3,034*	*13,776*

2.3 Consolidated Balance Sheet

in TEUR	Notes	30 April 2026	30 April 2025
Goodwill	2.6.6.1	194,920	196,124
Other intangible assets	2.6.6.2	57,941	53,552
Property, plant and equipment	2.6.6.3	276,592	284,965
Financial assets	2.6.6.5	3,267	4,042
Other assets	2.6.6.6	2,768	3,009
Deferred taxes	2.6.6.7	28,920	33,826
Non-current assets		**564,408**	**575,518**
Inventories	2.6.6.8	167,314	176,898
Trade receivables	2.6.6.9	161,723	162,435
Financial assets	2.6.6.5	2,857	2,757
Other assets	2.6.6.6	33,267	33,039
Liquid funds	2.6.6.10	50,131	38,935
Current assets		**415,292**	**414,064**
ASSETS		**979,700**	**989,582**
Share capital	2.6.8.1	107,867	107,867
Additional paid-in capital	2.6.8.2	331,620	331,620
Reserves	2.6.8.3	(18,758)	(15,441)
Capital attributed to shareholders of the parent company		**420,729**	**424,046**
Capital attributed to non-controlling interests	2.6.6.4	466	859
Equity	**2.6.8**	**421,195**	**424,905**
Provisions for pensions	2.6.6.11	39,735	44,406
Provisions for termination benefits	2.6.6.11	30,934	34,273
Provisions for other employee benefits	2.6.6.11	7,244	7,629
Other provisions	2.6.6.14	14,688	16,870
Borrowings	2.6.6.15	153,149	133,844
Other liabilities	2.6.6.18	19,294	19,910
Deferred taxes	2.6.6.8	4,869	3,160
Non-current liabilities		**269,913**	**260,092**
Provisions for taxes		9,711	11,905
Other provisions	2.6.6.14	26,981	31,489
Borrowings	2.6.6.15	26,965	25,019
Trade payables		94,329	93,300
Other liabilities	2.6.6.18	130,606	142,872
Current liabilities		**288,592**	**304,585**
EQUITY AND LIABILITIES		**979,700**	**989,582**

2.4 Consolidated Cash Flow Statement

in TEUR	Notes	2025/26	2024/25
Profit before tax	2.1	10,727	16,094
Depreciation and amortisation	2.6.4.2	53,748	53,673
Impairment of property, plant and equipment and intangible assets	2.6.4.2	5,605	218
Gain/loss on the disposal of property, plant and equipment and intangible assets		183	756
Other non-cash financial results	2.6.4.5	2,541	7,543
Interest income/ Interest expense	2.6.4.4	9,821	9,329
Changes in the scope of consolidation		0	(1,188)
Cash flow from operating results		**82,625**	**86,425**
Inventories		9,133	2,622
Trade receivables		1,208	11,524
Trade payables		969	(11,998)
Prepayments received		(28)	(2,450)
Change in working capital		**11,282**	**(302)**
Non-current provisions		(12,728)	(12,177)
Current provisions		(4,491)	4,393
Other assets		(359)	(564)
Other liabilities		(9,103)	1,708
Change in other operating items		**(26,681)**	**(6,640)**
Income taxes paid		**(5,378)**	**(7,194)**
Cash flow from operating activities		**61,848**	**72,289**
Cash inflows from the disposal of property, plant and equipment and other intangible assets		98	521
Cash outflows for the purchase of property, plant and equipment and other intangible assets		(46,120)	(54,168)
Change in non-current and current financial assets		(318)	1,136
Change in liquid funds from changes in the consolidation range		0	(1,089)
Interest received		645	921
Cash flow from investing activities		**(45,695)**	**(52,679)**
FREE CASH FLOW		**16,153**	**19,610**
Cash proceeds from non-current and current borrowings	2.6.7.2	52,098	72,637
Cash repayments of non-current and current borrowings	2.6.7.2	(42,587)	(86,022)
Dividend paid to shareholders of the parent company	2.6.8.4	(6,351)	(10,681)
Dividend paid to non-controlling interests	2.6.6.5	(143)	(333)
Share buyback		0	(3,018)
Interest paid		(9,890)	(10,459)
Cash flow from financing activities		**(6,873)**	**(37,876)**
CHANGE IN CASH AND CASH EQUIVALENTS		**9,280**	**(18,266)**
Cash and cash equivalents at the beginning of the period	2.6.7.1	27,494	47,625
Cash and cash equivalents at the end of the period	2.6.7.1	36,558	27,494
Effects of exchange rate changes on cash and cash equivalents		(216)	(1,865)
Change absolute		**9,280**	**(18,266)**

2.5 Consolidated Statement of Changes in Equity

2025/2026 Financial Year

		Attributed to shareholders of the parent company								
in TEUR	Notes	Share capital	Additional paid-in capital	Other Reserves	Currency reserve	Reserves for cash flow hedges	Reserve IAS 19	Total	Non-controlling interests	Total equity
30 April 2025		**107,867**	**331,620**	**122,409**	**(35,954)**	**73**	**(101,969)**	**424,046**	**859**	**424,905**
+/- Net profit/loss for the year	2.1	0	0	1,223	0	0	0	1,223	(233)	990
+/- Other comprehensive income	2.2	0	0	0	(596)	(82)	2,489	1,811	(19)	1,792
+/- Total comprehensive income		**0**	**0**	**1,223**	**(596)**	**(82)**	**2,489**	**3,034**	**(252)**	**2,782**
+/- Changes in the scope of consolidation		0	0	(78)	0	0	78	0	2	2
+/- Dividends	2.6.8.4	0	0	(6,351)	0	0	0	(6,351)	(143)	(6,494)
30 April 2026		**107,867**	**331,620**	**117,203**	**(36,550)**	**(9)**	**(99,402)**	**420,729**	**466**	**421,195**

2024/25 Financial Year

		Attributed to shareholders of the parent company								
in TEUR	Notes	Share capital	Additional paid-in capital	Other Reserves	Currency reserve	Reserves for cash flow hedges	Reserve IAS 19	Total	Non-controlling interests	Total equity
30 April 2024		**107,867**	**334,638**	**117,569**	**(33,116)**	**32**	**(103,021)**	**423,969**	**1,273**	**425,242**
+/- Net profit/loss for the year	2.1	0	0	15,521	0	0	0	15,521	(31)	15,490
+/- Other comprehensive income	2.2	0	0	0	(2,838)	41	1,052	(1,745)	(47)	(1,792)
+/- Total comprehensive income		**0**	**0**	**15,521**	**(2,838)**	**41**	**1,052**	**13,776**	**(78)**	**13,698**
+/- Share buyback	2.6.4.8	0	(3,018)	0	0	0	0	(3,018)	0	(3,018)
+/- Dividends	2.6.8.4	0	0	(10,681)	0	0	0	(10,681)	(336)	(11,017)
30 April 2025		**107,867**	**331,620**	**122,409**	**(35,954)**	**73**	**(101,969)**	**424,046**	**859**	**424,905**

2.6 Notes

2.6.1 General Information

The consolidated financial statements were prepared in accordance with § 245a of the Austrian Commercial Code and the provisions of IFRS/IAS that were issued by the International Accounting Standards Board (IASB) as well as all interpretations (IFRIC/SIC) of the International Financial Reporting Interpretations Committee and Standing Interpretations Committee that were valid as of the balance sheet date, to the extent that these regulations have also been adopted by the European Union through its endorsement proceedings. Therefore, the consolidated financial statements of Zumtobel Group AG comply with all International Financial Reporting Standards (IFRS) that are applicable in the European Union for the 2025/26 financial year. The accounting and measurement policies applied to the assets and liabilities reflect the assumption that the company is a going concern. No risks were identified that could endanger the standing of the Zumtobel Group as a going concern.

The Management Board of Zumtobel Group AG released the consolidated financial statements for distribution to the Supervisory Board on 13 July 2026. The Supervisory Board is responsible for examining the consolidated financial statements and issuing a statement that indicates whether it approves the consolidated financial statements. The relevant Supervisory Board meeting is scheduled for 14 July 2026 in Dornbirn.

The Zumtobel Group is an international lighting corporation. The headquarters of the parent company, Zumtobel Group AG, are located at Höchster Strasse 8, A-6850 Dornbirn, Austria, and the company is registered with the Provincial and Commercial Court in Feldkirch, Austria, under FN 62309g. The balance sheet date is 30 April, and the reporting year covers the period from 1 May 2025 to 30 April 2026. The reporting currency is the euro. Business activities are carried out through the Lighting Segment (lighting solutions, interior and exterior lighting, electronic-digital lighting and room management systems) and the Components Segment (electronic lighting components and LED lighting components).

The annual financial statements of the companies included in the consolidated financial statements were prepared on the basis of uniform accounting and valuation principles. The income statement was prepared in accordance with the cost of sales method. In order to improve the transparency and explanatory power of these consolidated financial statements, certain items were combined on the balance sheet and income statement and are presented separately in the notes. The amounts in the tables are presented in thousand euros (TEUR), unless stated otherwise. The use of automatic data processing equipment can lead to rounding differences.

The consolidated financial statements were prepared on the basis of historical acquisition cost, with the exception of the following positions:

- Derivative financial instruments carried at fair value through other comprehensive income (FVTOCI)
- Financial instruments carried at fair value through profit or loss (FVTPL)

2.6.2 Scope of Consolidation and Consolidation Methods

2.6.2.1 Scope of consolidation

The consolidated financial statements for 2025/26 include 86 (2024/25: 86) fully consolidated companies which are controlled by Zumtobel Group AG. In accordance with IFRS 10, control exists when Zumtobel has the power of disposition over the subsidiary and, consequently, can determine the subsidiary's financial and business policies and is exposed to variable returns. Control is generally defined as the majority of voting rights. Contractual obligations in individual cases also establish control when the investment falls below the majority of voting rights.

No companies were consolidated at equity in (2024/25: 0). Eleven companies (2024/25: 11) were not included in the consolidation because their influence, individually and in total, on the asset, financial and earnings position of the Group is immaterial. An overview of the Group companies is provided in a list at the end of the notes.

IFRS interim financial statements were prepared as of 30 April for companies that have a different balance sheet date.

Any additional obligations to prepare subgroup financial statements based on local requirements are met with the publication of these consolidated financial statements.

The scope of consolidation changed as follows during the reporting year:

	Consolidation Method		
	full	at equity	Total
30 April 2025	**86**	**0**	**86**
Change in consolidation method	0	0	0
Included during reporting year for first time	1	0	1
thereof newly founded	*1*	*0*	*1*
Liquidated during reporting year	(1)	0	(1)
30 April 2026	**86**	**0**	**86**

RailSignia GmbH, Austria, was founded during November 2025. The Zumtobel Group holds 75.1% of the shares in this new company. RailSignia was included through full consolidation because the Zumtobel Group exercises control based on the majority of voting rights as defined by IFRS 10.

Tridonic Jennersdorf GmbH was liquidated and subsequently deconsolidated in January 2026.

2.6.2.2 Consolidation methods

Basis of consolidation

The principles set forth in IFRS 3 "Business Combinations" are used to eliminate the investment and equity for subsidiaries included through full consolidation. This method requires the recognition at fair value of the subsidiary's identifiable assets, liabilities and contingent liabilities as of the acquisition date. If the acquisition price exceeds the fair value of the acquired identifiable assets and liabilities, the difference is recognised as goodwill. Any negative differences are recognised immediately to profit or loss in accordance with IFRS 3 "Business Combinations".

Non-controlling interests are carried at the respective proportion of the fair value of recognised assets and liabilities.

The profit or loss recorded by a subsidiary that is acquired or sold during the year is included in the Group income statement as of the effective date of acquisition or up to the effective date of disposal.

Other consolidation principles

Intercompany receivables are offset against the corresponding liabilities during the consolidation of liabilities. Revenue and expenses arising from transactions between Group companies are eliminated during the consolidation. Interim profits from inventories as well as the production and transfer of fixed assets between Group companies are eliminated unless they are immaterial.

Foreign currency translation

The functional currency method is used to translate the financial statements of foreign companies included in the consolidation. The local currency represents the functional currency for all these companies because the entities operate independently from a financial, economic and organisational standpoint. The functional currency of the Zumtobel Group is the euro. The translation of the companies' functional currencies into the reporting currency involves the following: Assets and liabilities are translated at the average exchange rate on the balance sheet date; revenues and expenses are translated for the income statement based on monthly average exchange rates. The same applies to the income and expenses recognised directly in equity. The resulting net difference is shown on the statement of comprehensive income.

The most important currencies for the Zumtobel Group are listed in the following table:

	Average exchange rate: Income Statement		Closing rate: Balance Sheet	
1 EUR equals	30 April 2026	30 April 2025	30 April 2026	30 April 2025
AUD	1.7423	1.6574	1.6371	1.7798
CHF	0.9285	0.9486	0.9190	0.9389
GBP	0.8663	0.8414	0.8663	0.8518
NOK	11.5866	11.7002	10.9123	11.8090
SEK	10.9218	11.3711	10.8555	10.9715
USD	1.1632	1.0784	1.1702	1.1373

2.6.3 Accounting and Valuation Methods

2.6.3.1 Effects of new and revised standards and interpretations

The following new, revised and/or expanded standards and interpretations were relevant for the Zumtobel Group for the first time in 2025/26:

Standard/Interpretation		Mandatory application in financial years beginning on or after
IAS 21	Change: Lack of exchangeability	1 January 2025

The changes to IAS 21 require the application of a uniform approach in determining whether one currency can be exchanged for another currency. If this is not the case, a uniform approach must also be applied in determining the applicable exchange rate and the related disclosures in the notes.

This changed standard has no effect, or no material effect, on the Zumtobel Group.

The following new or revised IAS/IFRS/IFRIC interpretations were published, but do not yet require mandatory application and/or were not yet adopted by the European Union through its endorsement process. Consequently, they were not applied prematurely by the Zumtobel Group in the 2025/26 financial year:

Standards/Interpretations		Mandatory application in financial years beginning on or after
IFRS 9 / IFRS 7	Change to Contracts based on Renewable Electricity	1 January 2026
IFRS 7 / IFRS 9	Change: Classification and Measurement of Financial Instruments	1 January 2026
IFRS 1, IFRS 7, IFRS 9, IFRS 10, IAS 7	Annual Improvements to IFRS (Cycle 2021-2023)	1 January 2026
IFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19	Subsidiaries without Public Accountability: disclosures	1 January 2027
IAS 21	Change: Hyperinflationary Presentation Currency	1 January 2027
IFRS 20	Regulatory Assets and Regulatory Liabilities	1 January 2029

IFRS 18 "Presentation and Disclosure in Financial Statements" will replace IAS 1 and lead to extensive changes in the structure and presentation of the financial statements. The goal of the standard is to increase the transparency and comparability of financial reporting. IFRS 18 requires mandatory retrospective application for financial years beginning on or after 1 January 2027.

The changes to IFRS 18 are concentrated primarily on three areas:

- Mandatory presentation of defined subtotals and the assignment of income and expenses to five pre-defined categories on the income statement
- Disclosures on management-defined performance measures (MPMs)
- Requirements to improve the aggregation and disaggregation of information in the annual financial statements

The revised IFRS 18 also includes partial changes to the requirements defined by IAS 7 for the cash flow statement. The previous option to present interest and dividends received and paid was eliminated. Interest and dividend payments made must now be included under cash flow from financing activities, interest and dividend payments received under cash flow from investing activities. IFRS 18 also redefined the starting point for the determination of operating cash flows. The previously used profit or loss before tax will be replaced by operating profit or loss. This change reduces the number of adjustments for non-cash positions.

The Group is currently analysing the effects of the introduction of IFRS 18. These analyses show that the Group has no specified main business activity and, consequently, no income and expenses that must be classified under investment or financing activities in the operating category based on IFRS 18 requirements.

The new requirements for the cash flow statement and the resulting change in the starting point will result, above all, in system adaptations. Moreover, the Group is currently analysing which of the previously used performance indicators can be classified as management-defined performance measures following the introduction of IFRS 18. Other projects involve, in particular, the adjustment of systems, processes and accounting guidelines.

In addition, the Group is evaluating the potential effects of the other changes on its consolidated financial statements. No material effects have been identified to date.

2.6.3.2 Major accounting and valuation methods

Goodwill

Goodwill is recognised as an asset and tested for impairment at the level of the relevant cash-generating unit or group of cash generating units. Any impairment is recognised immediately to profit or loss. Additional information is provided under note 2.6.3.3 "Discretionary decisions and estimation uncertainty".

Other intangible assets

Patents, licenses and similar rights are recognised at acquisition or production cost in the year of acquisition and amortised on a straight-line basis over their presumed useful life (four to ten years).

Internally generated intangible assets that result from product development or the implementation of software by the Group are only capitalised when the requirements defined in IAS 38.57 – above all the following conditions – are met:

- The internally generated asset is identifiable.
- It is probable that the asset will generate a future economic benefit.
- The cost of the asset can be reliably determined.

Internally generated intangible assets are amortised on a straight-line basis (three to ten years). Capitalised development projects are tested for impairment at least once each year, or when there are indications of impairment, based on business plans for the individual products. Indications of impairment are reflected in a reduction through profit or loss of the carrying amount of the intangible asset and any related equipment. If the recognition of an internally generated intangible asset is not permitted, the related development costs are expensed in the period incurred. Research costs are expensed as incurred.

Property, plant and equipment

Acquired and internally generated property, plant and equipment are recognised at acquisition or production cost and, if depreciable, are depreciated over their presumed useful life on a straight-line basis. Performance-based depreciation is applied in justified individual cases if this method better describes the reduction of value. Production costs include direct costs as well as an appropriate part of material and production overheads.

Straight-line depreciation for the property, plant and equipment owned by the Zumtobel Group is based on the following rates:

Straight-line depreciation	Depreciation rate per year
Buildings	2 - 3.3%
Technical equipment and machinery	5 - 25%
Other equipment, furniture, fixtures and office equipment	6.7 - 33.3%

Straight-line amortisation for rights of use is based on the following rates:

Straight-line amortisation	Amortisation rate per year
Buildings	4.7 - 50%
Other tangible assets	20.0 - 33.3%

The CO_2 transaction plan has not had any effects to date on the estimates for the useful lives of property, plant and equipment or rights of use. The necessary adjustments to energy efficiency are made at the end of the planned useful life in connection with the routine replacement of equipment. The effects of climate-related factors on the useful life are evaluated regularly.

Leases

The accounting method applied to leases is explained in note 2.6.6.16.

Trade receivables

Trade receivables are initially recognised at the amount of the unconditional consideration. Receivables with a significant financing component are initially recognised at fair value and measured at amortised cost, including the deduction of any required impairment losses, in subsequent periods based on the effective interest method.

The Zumtobel Group continues to account for sold trade receivables at an amount equal to its ongoing commitment, i.e. at the maximum amount of the remaining inherent credit risk and delayed payment risk for the sold receivables, and recognises a corresponding liability to credit institutions. The receivables are subsequently derecognised in line with the reduction in the Zumtobel Group's continuing commitment.

The Group defines the goals of the business model in which the financial asset is held at the portfolio level. Trade receivables can be clearly assigned to portfolios for classification and measurement based on defined criteria: The business model "hold" for the collection of cash flows is generally used for trade receivables. Portfolios assigned to the business model "sell" are covered in full by factoring.

Additional information on the accounting treatment of trade receivables is provided in note 2.6.6.9 and in connection with the description of impairment principles.

Inventories

Inventories are measured at the lower of purchase or production cost (based on the average price method) and the net realisable value. The purchase or production cost of finished goods and work in process also includes an appropriate part of fixed and variable manufacturing and material overheads based on the assumption of normal capacity utilisation. Production cost does not include interest expense or administrative and selling overheads. Appropriate discounts are recorded to reflect the risks arising from the length of storage or reduced opportunities for use or sale; these discounts are standardised throughout the Group and are based on inventory turnover.

Financial instruments

Financial investments and other financial assets

Classification

The Zumtobel Group classifies its financial assets under the following valuation categories:

- at fair value through other comprehensive income (FVTOCI) or through profit or loss (FVTPL), or
- at amortised cost.

The classification is dependent on the business model used by the company to manage the financial instruments and on the respective contractual cash flows.

For assets carried at fair value, the gains and losses are recognised to profit or loss (FVTPL) or to other comprehensive income (FVTOCI). The classification of investments in equity instruments that are not held for trading depends on whether the Group took an irrevocable decision on initial recognition to measure the equity instrument at fair value (FVTOCI).

Recognition and derecognition

A standard market purchase or sale of financial assets is recognised as of the trading date, i.e. the date on which the Group commits to buying or selling the asset. Financial assets are derecognised when the entitlement to receive cash flows from the financial asset expires or is transferred and the Group has principally transferred all risks and rewards associated with ownership.

Measurement

Financial assets in the Zumtobel Group are initially recognised at fair value.

Debt instruments

The subsequent measurement of debt instruments is dependent on the business model used by the company to manage the asset and on the characteristics of the related cash flows. The Zumtobel Group classifies its debt instruments in two relevant valuation categories:

- At amortised cost: Assets are carried at amortised cost if they are held to collect contractual cash flows and if these cash flows consist entirely of interest and principal payments. The interest income from these financial assets is calculated according to the effective interest method and reported under financial income. The gains or losses on derecognition are recognised directly to profit or loss and – together with any foreign exchange gains and losses – reported under other financial income/expenses.
- FVTOCI: The Group holds no financial assets for the purpose of collecting contractual cash flows and subsequent sale.

Equity instruments

The Group subsequently measures all equity instruments at fair value. In principle, all changes in fair value, including dividends received, are recognised to profit or loss (FVTPL). Impairment losses and revaluations are not reported separately from the other changes in fair value. The Zumtobel Group holds no equity instruments to generate gains from short-term fluctuations in market prices or from trading margins.

Impairment

The Zumtobel Group applies a future-oriented approach to evaluate the expected credit losses on debt instruments carried at amortised cost or at fair value through other comprehensive income. The impairment method depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach provided by IFRS 9 which permits the recognition of the expected credit loss over the term of the receivable beginning with initial recognition.

The measurement of trade receivables without a material financing component is always based on the concept of lifetime expected credit losses. In addition to the deduction of individual valuation allowances, the estimated expected credit losses are evaluated in a six step risk class model based on customer-specific default risks and actual payment behaviour towards the Group (internal factor), current external credit reports and any changes in macroeconomic country ratings (external factor). Each risk class is assigned to an empirically determined credit loss probability in an impairment matrix and multiplied by the change in the country-specific factor (0.67 – 1.50). The expenses arising from valuation allowances to trade receivables are included under selling expenses (see note 2.6.10.2).

Probability of default per risk class in %	
Debtor risk class 1	0.05%
Debtor risk class 2	0.16%
Debtor risk class 3	0.47%
Debtor risk class 4	1.56%
Debtor risk class 5	10.00%
Debtor risk class 6	15.00%

Cash and cash equivalents are principally deposited with system-relevant banks or financial institutions. The Group monitors changes in default risk continuously through the observation of published external credit ratings. The Zumtobel Group assumes that its cash and cash equivalents have an immaterial risk of default based on these external ratings.

Specific presentation requirements must be observed when impairment losses are recognised. A differentiation is made depending on the type of financial instrument and the level in the impairment model to which a financial instrument is assigned:

- Impairment losses to financial assets measured at amortised cost are deducted from the gross carrying amount of the asset.
- If, for example, there are objective indications of impairment at the time of initial recognition, the expected credit loss is reflected in the interest rate and the impairment loss is reported separately. A separate risk allowance is not required for changes that take place after initial recognition.

Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The measurement of financial instruments at fair value follows a three-level hierarchy which is based on the proximity of the input factors to an active market.

- Level 1: This level covers financial instruments which are listed on an active market for identical assets or liabilities to which the company has access. The prices quoted on these markets represent fair value.
- Level 2: When Level 1 measurement is not possible, fair value is determined under Level 2 based on directly or indirectly observable input factors.
- Level 3: If the input factors required for measurement cannot be observed, the financial instrument is measured under Level 3 based on these non-observable input factors.

In the Zumtobel Group, fair value is determined primarily on the basis of input factors that can be observed on the market (Level 2). The fair value of one non-current receivable and other non-derivative financial instruments represents the present value discounted at a market interest rate. The fair value of the current financial instruments reflects the carrying amount due to their short term. The consolidated financial statements do not include any financial instruments whose valuation is based on quoted prices on active markets (Level 1).

The fair value of derivative financial instruments can be reliably determined as of each balance sheet date because measurement is based on observable market input factors – i.e. all measurements are classified under Level 2 (also see note 2.6.10).

The consolidated financial statements also include financial instruments whose measurement is not based on quoted prices or observable market input factors (Level 3). These financial instruments represent securities and similar rights as well as a non-current liability in the form of an earn-out agreement connected with an acquisition.

Hedge accounting

Derivatives are initially recognised at fair value on the origination date and subsequently re-measured at fair value at the end of each reporting period. The accounting treatment of subsequent changes in fair value depends on whether the derivative is designated as a hedge and, when this is the case, on the type of the underlying hedge relationship. Derivatives designated as hedges are recognised and measured in accordance with the hedge accounting rules defined in IFRS 9. The Zumtobel Group currently designates certain derivatives exclusively as hedges of a net investment in a foreign operation (net investment hedges) or hedges of specific risks connected with the cash flows of recognised assets and liabilities or highly probable transactions (cash flow hedges).

The Zumtobel Group holds no fair value hedges of recognised assets or liabilities or fixed obligations (fair value hedges).

The fair values of derivative financial instruments which are designated in hedging relationships are listed in note 2.6.10. The full fair value of a hedging derivative is classified as a non-current asset or non-current liability when the remaining term of the underlying transaction exceeds 12 months, and as a current asset or current liability when the remaining term of the underlying transaction equals 12 months or less.

Hedge of net investments

The accounting treatment of hedges of net investments in foreign operations is similar to the accounting treatment of cash flow hedges. Gains and losses on the hedging instrument which are attributable to the effective portion of the hedge are recorded on the statement of comprehensive income and accumulated in equity under the reserves for currency differences from loans. Gains or losses accumulated in equity are reclassified to profit or loss when the foreign operation is sold in part or in full.

Derivatives that are not accounted for as hedges

The Zumtobel Group holds foreign currency derivatives (primarily currency futures) which do not meet the requirements for hedge accounting. Changes in the fair value of a derivative instrument which is not accounted for as a hedge are recognised immediately to profit or loss.

These derivatives are accounted for as other financial assets or other liabilities depending on the fair value.

Hedges of cash flow risks

The effective portion of the changes in the fair value of derivatives designated as hedges within the framework of cash flow hedge accounting is recorded under the cash flow reserve as part of equity. The gain or loss on the ineffective portion is recognised immediately to profit or loss and recorded under other gains/losses. No ineffectiveness was identified in the hedges during 2025/26 and, consequently, no gain or loss on the ineffective portion was recorded.

The Zumtobel Group uses cash flow hedges as part of EUR-interest rate swaps to hedge long-term, variable interest loans. The gain or loss on the interest rate swaps is reported under financial results for the period in which the interest expense for the hedged loan is due.

Current and non-current assets and liabilities

Assets and liabilities whose realisation or payment is expected or due within a 12-month period are classified as current. All other assets and liabilities are classified as non-current.

Categories and subsequent measurement of financial liabilities

The measurement of financial liabilities is based on the assignment to certain categories, which are differentiated and described below:

- At fair value through profit or loss
- At fair value through comprehensive income
- At amortised cost

Borrowings and other financial liabilities

Borrowings are carried at amortised cost. Any transaction costs or differences between the amounts received and the repayment amount are recognised to profit or loss on a straight-line basis over the expected term of the loan in accordance with the effective interest method.

Loans are derecognised when the contractual obligation is fulfilled or cancelled or has expired.

Other financial liabilities are initially recognised at fair value less transaction costs. These liabilities are subsequently carried at amortised cost in accordance with the effective interest method, whereby the related interest expense is recognised to profit or loss based on the effective interest rate.

Borrowing costs
General and specific borrowing costs which are directly related to the acquisition, construction or production of a qualified assets are capitalised during the period required for the completion and preparation of the asset for its intended use or sale. Qualified assets are assets which require a substantial period of time to complete for their intended use or sale.

Other borrowing costs are expensed as incurred.

Provisions
Other provisions are created to reflect current legal or constructive obligations to third parties as a result of past events. The outflow of resources to meet the obligation must be probable, and a reliable estimate of the total obligation must be possible. In cases where the present value of the provision (based on a market interest rate) differs substantially from the nominal value, the present value is used as the carrying amount. If an outflow of resources is not probable and the amount of the obligation cannot be estimated, the item is reported as a contingent liability.

Provisions are only created for restructuring costs if the general criteria for recognition are met and there is a legal or constructive obligation to carry out the restructuring (IAS 37.70 ff.).

Provisions for guarantees and warranties are created on an individual basis as required by specific circumstances. In addition, provisions are created for unreported guarantee claims in accordance with Group guidelines. The calculation of the provisions is based on percentage rates that reflect product group revenues as a share of the respective product revenues for the period.

A provision for onerous contracts is recognised when the unavoidable costs of meeting an obligation exceed the revenues expected from a concluded contract. The provision is recognised at the lower of the costs that would arise on exiting from the contract and the net costs for fulfilling the obligation. Before a separate provision is created for an onerous contract, an impairment loss is recognised to the related assets.

Employee benefits
Post-employment benefits include long-term provisions for pensions and termination benefits.

>> Other long-term employee benefits consist primarily of the provisions for service anniversary bonuses and partial retirement in Germany and long-service leave in Australia as well as a legally required profit-sharing model and bonus payments for long standing service in France.

>> Defined benefit plans
The present value of a defined benefit obligation (DBO) is calculated as of each balance sheet date in accordance with actuarial principles based on the projected unit credit method. This method separates the interest cost – i.e. the amount by which the obligation has increased during a particular year because benefits have moved closer to settlement – from the service cost – i.e. the new entitlements that have arisen during a particular year. The interest rate used to discount the future obligations is a current market rate: For example, the interest rates for Germany and Austria are based on the interest curve developed by Mercer. The assumptions used to measure the obligations include expected future increases and trends in salaries and wages as well as benefit commitments. Changes in claims may arise from new commitments or the adjustment of existing benefits and are reported as past service cost.

Plan assets are offset against the present value of the pension obligation. The pension obligations are valued each year by certified actuaries.

Defined benefit plans are measured as of each valuation date based on the latest best assumptions, which may change from one valuation date to the next. The actuarial gains and losses arising from changes in actuarial assumptions or differences between earlier actuarial assumptions and actual developments are recognised in the period incurred under other comprehensive income for the period after the deduction of deferred taxes. The actuarial gains and losses for the respective reporting period are reported separately on the statement of comprehensive income together with the related deferred taxes.

Interest costs and the income on plan assets are reported under financial results, while the other components are included under operating results.

>> Defined contribution plans
Under a defined contribution plan, a company has no obligations above or beyond the payment of contributions to a pension benefit fund. These contributions are recognised under personnel expenses in the period incurred.

Income taxes

The calculation of current tax expense is based on taxable income for the financial year. Taxable income differs from net profit on the income statement because it excludes income and expenses that will become taxable in later years, or never become taxable or deductible for tax purposes. The Group's obligations for current tax expense are calculated on the basis of currently applicable tax rates.

The calculation of deferred taxes is based on the balance sheet-oriented method. Deferred tax liabilities are recognised for all taxable temporary differences, while deferred tax assets are recognised only to the extent that taxable profit will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced accordingly if it is not probable that sufficient taxable profit will be available to utilise the deferred tax assets in full or in part within the near future. The calculation of deferred taxes is based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled. Income taxes are generally recognised to profit or loss, unless they relate to transactions that were recorded under other comprehensive income during the reporting year or another financial year.

Revenue recognition

Revenues cover all income resulting from the typical business activities of the Zumtobel Group and, in accordance with IFRS 15, are generated from contracts with customers. Accordingly, the Zumtobel Group recognises revenue when control over the promised products or services is transferred to the customer. The rules defined by IFRS 15 are implemented within the framework of a five step model:

The first step involves the identification of the contract with the customer, followed by the identification of the separate performance obligations. Distinct services and any bundle of goods and services must next be separated. In the third step, the transaction price is determined: It represents the amount of consideration to which the delivering company expects to be entitled in exchange for the delivered goods or services. The transaction price is then allocated to the identified performance obligations. The final step covers the recognition of revenue over a period of time or at a specific point in time.

An analysis identified the delivery of luminaires, guarantee extensions, transport and services as separate contract components. Transport and service are immaterial as a share of the total purchase price because the contract calls for the delivery of luminaires at a specific point in time and not the transport or provision of services over a period of time.

Guarantee services are generally not purchased separately and, therefore, cannot be seen as separate performance obligations. This is due to the fact that assurance-type guarantees in the lighting branch represent typical, technically based product characteristics and the promised guarantees generally do not exceed standard branch practices. Accordingly, guarantee services are recognised in agreement with IAS 37 "Provisions, Contingent Liabilities and Contingent Receivables".

Customers can purchase extended guarantees separately in individual cases. They extend the period during which the company guarantees that the sold products will meet the agreed specifications. These guarantees can take the form of markups on the price of individual products as well as separate pricing. It is regularly assumed that Zumtobel will be required to provide services in the form of repairs, exchange or replacement deliveries in order to meet the agreed performance indicators. The commitments represent a separate performance obligation in the sense of IFRS 15. A revenue component is accrued for these service type guarantees on the basis of a transaction price allocation and recognised as a contract liability. The accrual is released to revenue over the expected performance period.

Customer bonuses and discounts represent variable payments under IFRS 15 which reduce the transaction price. In accordance with IFRS 15, they are accounted for as variable consideration. Advance payments received from customers on orders which are realised at a point in time as well as customer bonuses and discounts are reported on the balance sheet under "other liabilities" (see note 2.6.6.18).

The Zumtobel Group also provides a limited range of services which are invoiced on a monthly basis. In these cases, the customer receives and uses the benefits simultaneously with the performance by the Zumtobel Group – and revenue is recognised over time. Revenue is also recognised over time in individual cases involving the production of customer-specific products when the contracts create a legal entitlement to payment for previously provided services. Due to the short terms of these orders, the Zumtobel Group considers these effects to be immaterial. Any surplus of advance payments or partial payments by customers over the progress of contract performance within the framework of revenue recognition over time results in the recognition of contract liabilities from revenue recognition over time; the opposite situation results in the recognition of contract assets. Partial performance within the framework of projects is recorded under trade receivables because the entitlement to consideration is only dependent on time and not on any conditions.

Contract assets and contract liabilities are part of the Zumtobel Group's normal business cycle and are reported as current assets or current liabilities. Contract liabilities arising from long-term guarantee extensions are reported as non-current liabilities.

Foreign currency transactions

Foreign currency transactions are recorded using the exchange rate in effect on the transaction date, while monetary assets and liabilities are translated at the exchange rate in effect on the balance sheet date. Realised and unrealised gains and losses arising from foreign currency transactions are generally reported under financial results. The measurement effects from non-current loans, which qualify as part of the net investment in a foreign operation as defined in IAS 21 "The Effects of Changes in Foreign Exchange Rates", are recorded under other comprehensive income.

Government grants

Government grants related to income which represent compensation for expenses are recognised as income of the period in which they are granted; they are recorded at the gross amount and reported under other operating income on the income statement. Government grants provided for investments are recognised as liabilities and distributed over the useful life of the related items of property, plant or equipment.

2.6.3.3 Discretionary decisions and estimation uncertainty

The preparation of the consolidated financial statements in agreement with IFRS requires the use of estimates and assumptions by management which have an influence on the amount and reporting of recognised assets and liabilities, income and expenses, and contingent liabilities for the financial period. The principle of providing a "true and fair view" is followed without limitation in the use of estimates.

Actual values may differ from the relevant assumptions and estimates when the operating environment does not develop as expected by the balance sheet date. The assumptions and estimates used by the Group are reviewed regularly. Significant changes are reflected in an adjustment of the premises and subsequent recognition through profit or loss.

Estimates and assumptions are related, above all, to the following areas:

>> Impairment of goodwill, other intangible assets and property, plant and equipment

Property, plant and equipment as well as intangible assets are tested for indications of impairment as of each balance sheet date. The intrinsic value of the individual assets is validated by determining the applicable recoverable amount. If the recoverable amount of an individual asset cannot be determined, an estimate of the recoverable amount of the related cash generating unit (CGU) is used.

Intangible assets with an indefinite useful life, i.e. intangible assets that are not yet available or development projects in progress and goodwill, are tested for impairment at the end of each financial year and whenever there are indications of a loss in value. Goodwill is tested for impairment at the level of the identified cash-generating units "CGU Lighting" and "CGU Components". "CGU Lighting" and "CGU Components" represent the lowest level at which independent cash flows can be generated. Product development, production and sales are responsible for the subordinate business areas of all brands. These two CGU's are identical to the "Lighting Segment" and "Components Segment" as determined in accordance with IFRS 8.5.

The recoverable amount of the development projects in progress and completed development projects with indications of impairment was determined according to the value in use. The expected future cash flows from these projects were discounted for the calculation at country-specific, weighted average after-tax cost of capital rates (Austria: 8.20%, Germany: 7.68%, Great Britain: 9.47%).

The recoverable amounts of the "CGU Lighting" and "CGU Components" were also determined according to the value in use based on a discounted cash flow method.

The most important determinants for impairment testing are a function of the forecasted cash flows, long-term growth rate and weighted average cost of capital used for discounting. The valuation period is based on a detailed, four-year forecast period plus a transition year and a perpetual annuity. The forecasts are based on external projections, past experience and estimates by the Management Board for the development of the market environment and earnings.

Due to the high forecast uncertainty, scenarios with varying assumptions were prepared to evaluate future economic developments.

Three scenarios were prepared for the "CGU Lighting":

- Under the baseline scenario (weighting: 60%), a compound annual growth rate (CAGR) of 4.4% was applied to revenue. The weak development in recent years is expected to be followed by substantial improvement in the coming financial year. The growth forecasts are based on previous portfolio investments as well as on the expansion of the sales organisation. Furthermore, a substantial increase in the IoT and service businesses is expected to drive a significant increase in revenues. In addition, estimates also point to a recovery in the global economic environment

- For the worst case scenario (20%), a CAGR of 3.1% was applied to revenue. It reflects a 5% annual decline in sales volumes compared to the baseline scenario beginning with the 2026/27 budget year. The start of recovery is timed one year later than in the baseline scenario.

- The best case scenario (20%) included a CAGR of 5.5% for revenues and is based on stronger market growth than under the baseline scenario. An annual increase of 4.1% in revenues compared to the baseline scenario was assumed here beginning with the 2026/27 financial year.

Three scenarios (baseline/positive/negative) were also prepared for the "CGU Components" with a weighting of 60%/20%/20%.

- Under the baseline scenario (weighting: 60%), a compound annual growth rate (CAGR) of 5.1% was applied to revenue. The stabilisation of global economic conditions is expected to support moderate growth (1-2%) in the European core market and in China as well as in the intercompany business. The growth markets in the remaining Asian countries, the Middle East and Africa will generate substantially stronger growth. These new growth initiatives are in part successful, but are calculated under a rather conservative approach at less than 5% of total revenues (in 2030).

- The worst case scenario (20%) reflects more conservative revenue growth with a CAGR of 0.8%. The underlying assumption is a zero revenue increase in the core markets and substantially weaker development in the growth markets.

- The best case scenario (20%) is based on above-average revenue growth with a CAGR of 7.4% and assumes stronger recovery in global demand. The growth initiatives are much more successful and generate roughly 10% of total revenues.

The baseline scenarios for the segments include the following assumptions:

Non-observable input factors	2025/26	2024/25
CGU - total		
Long-term growth rate	1.50%	1.50%
Cash flow forecast period	4 years	4 years
CGU Lighting		
Pre-tax discount rate	10.68%	10.47%
CGU Components		
Pre-tax discount rate	10.66%	10.58%

- Long-term growth rate: The growth rate used to extrapolate cash flows beyond the forecast period. This growth rate was lower than the projections for the sector in which the cash-generating unit operates.
- Cash flow forecast period: The four-year forecasts prepared and approved by management.
- Pre-tax discount rate: Represents the specific risks for the respective CGU and the countries in which it operates.
- Climate risks: The results from the climate risk and vulnerability analysis as well as the assessment of transitory risks resulting from the transition to a low carbon economy were included and did not have any material effects on the valuation of intangible assets or property, plant and equipment.

Additional information on the impairment testing of goodwill is provided in note 2.6.6.1.

- Provisions for employee benefits
  The actuarial measurement of employee benefits requires the use of assumptions for interest rates, the expected income from plan assets, wage/salary and pension increases, the retirement age and life expectancy.

- Other provisions
  The provisions for guarantees and warranties include the estimated future costs for repairs and replacements as well as confirmed insurance coverage and are calculated according to past experience. The determination of provisions for restructuring involves estimates for workforce reductions and the resulting costs as well as the expenses connected with contract cancellations. The provisions for legal proceedings are based on management's estimates of the possible outcome of these proceedings. These assumptions are connected with uncertainty, and actual payments may vary from the estimates.

- Deferred tax assets
  The capitalisation of deferred taxes is based on expected future tax rates as well as estimates of future taxable income. Possible changes in tax rates or taxable income that differs from the assumed level could lead to the write-down of deferred tax assets.

- Lease terms
  The Zumtobel Group establishes the terms of leases based on the non-cancellable base period together with periods arising from extension options which can be classified as sufficiently certain. Discretionary decisions are involved in assessing whether an option to extend or terminate a lease will be exercised. All relevant factors which represent an economic incentive are included in this decision. These factors are questioned and reassessed as required, which can lead to a change in the lease term and, in turn, to the adjustment of the lease liability and right of use. The relevant assumptions for determining the lease term, above all for the major leased office buildings, sales offices and warehouses with unlimited contracts, are based on the strategic focus, location and costs.

- Effects of climate changes on financial reporting
  Climate-related risks in the Zumtobel Group are analysed on the basis of physical and transitory risks as well as climate scenarios. These analyses did not identify any material effects on the asset, financial or earnings positions as of the balance sheet date on 30 April 2026.

  The evaluation was based on assumptions for future regulatory, technological and macroeconomic developments. However, the inherent uncertainties could lead to future deviations which have an influence on valuation assumptions and cash flow forecasts.

The financial effects which can be estimated at the present time are reflected in the financial statements, especially in impairment tests and the disclosures on financial risks and the usable life of assets. However, future developments could lead to the adjustment of these estimates.

As of the balance sheet date on 30 April 2026, no significant cases were known that could lead to a material deviation of the carrying amount of an asset or a liability during the next financial year.

2.6.4 Notes to the Consolidated Income Statement

2.6.4.1 Revenues

Revenues include an adjustment of TEUR 35,808 (2024/25: TEUR 39,969) for sales deductions (primarily customer discounts). Gross revenues totalled TEUR 1,076,193 (2024/25: TEUR 1,137,205).

in TEUR	2025/26		2024/25	
Luminaires	797,174	77%	830,791	76%
Components	208,091	20%	233,201	21%
Services	35,121	3%	33,244	3%
Revenues	**1,040,385**	**100%**	**1,097,236**	**100%**

Sales of lighting and components are recognised at a point in time. In contrast, the sale of services is recognised over time – i.e. on a monthly basis.

in TEUR	2025/26		2024/25	
Indoor luminaires & components	875,828	84%	916,366	84%
Outdoor luminaires & components	164,557	16%	180,870	16%
Revenues	**1,040,385**	**100%**	**1,097,236**	**100%**

Information on the distribution of revenues by segment and region is provided in note 2.6.12. Information on the contract liabilities arising from contracts with customers is included in the disclosures on other liabilities (see note 2.6.6.18). The discounts, bonuses and rebates included in the net total of contract liabilities for the previous financial year were recorded under revenues in 2025/26. Revenues for 2025/26 include TEUR 1,030 (2024/25: TEUR 931) from the release of contract liabilities in connection with the granting of extended guarantees.

2.6.4.2 Expenses

The income statement was prepared in accordance with the cost of sales method. The cost of goods sold includes development costs, while research costs are included as part of selling expenses. The following categories of income and expenses are included in the cost of goods sold (COGS), selling and administrative expenses (SG&A), and other operating results:

2025/26 Financial Year

in TEUR	Cost of goods sold	Selling expenses	Administrative expenses	Other operating results	Total
Cost of materials	(400,789)	(5,792)	(87)	0	(406,668)
Personnel expenses	(176,300)	(175,123)	(50,222)	0	(401,645)
Depreciation	(38,885)	(10,055)	(8,435)	(1,978)	(59,353)
Other expenses	(53,366)	(95,141)	(36,739)	(39)	(185,285)
Own work capitalised	15,423	4,854	(7)	0	20,270
Internal charges	(15,759)	(30,142)	45,901	0	0
Total expenses	**(669,677)**	**(311,400)**	**(49,589)**	**(2,017)**	**(1,032,683)**
Other income	**5,588**	**1,560**	**902**	**7,337**	**15,387**
Total	**(664,089)**	**(309,840)**	**(48,687)**	**5,320**	**(1,017,296)**

2024/25 Financial Year

in TEUR	Cost of goods sold	Selling expenses	Administrative expenses	Other operating results	Total
Cost of materials	(431,059)	(7,202)	0	0	(438,261)
Personnel expenses	(188,761)	(181,585)	(53,679)	0	(424,025)
Depreciation	(35,771)	(9,829)	(8,291)	0	(53,891)
Other expenses	(53,625)	(93,793)	(36,170)	(502)	(184,090)
Own work capitalised	15,498	6,307	8	0	21,813
Internal charges	(17,039)	(32,167)	49,206	0	0
Total expenses	**(710,757)**	**(318,269)**	**(48,926)**	**(502)**	**(1,078,454)**
Other income	**3,654**	**1,589**	**780**	**8,161**	**14,184**
Total	**(707,103)**	**(316,680)**	**(48,146)**	**7,659**	**(1,064,270)**

The cost of materials includes TEUR 30,037 (2024/25: TEUR 30,819) of third party services.

Other income includes government grants of TEUR 7,528 (2024/25: TEUR 8,282), which were provided primarily for research and investments. Of this total, TEUR 5,377 (2024/25: TEUR 6,321) are reported under other operating results.

The cost of goods sold includes development costs of TEUR 73,101 (2024/25: TEUR 69,816). Development costs capitalised during the reporting year equalled TEUR 13,940 (2024/25: TEUR 14,389), and the related scheduled amortisation and impairment losses recognised to these capitalised development costs amounted to TEUR 10,958 (2024/25: TEUR 8,172).

Selling expenses include research costs of TEUR 4,032 (2024/25: TEUR 4,269).

Special effects of TEUR 19,311 were recognised in 2025/26 (2024/25: TEUR 13,981). The major positions involve restructuring costs related to the efficiency programme (TEUR 6,409) and the termination of production in the USA (TEUR 5,405) and in Les Andelys, France (TEUR 1,145). In the Components Segment and Lighting Segment, TEUR 1,415 and TEUR 623, respectively, were recognised for individual claims. Other material special effects include the impairment losses recognised to capitalised development projects in the Components Segment (TEUR 3,067) and the insufficient coverage in the CGU Components which resulted from the impairment test carried out at the half year 2025/26 (TEUR 2,072), which led to the write-down of goodwill in the CGU Components (TEUR 1,978) and the write-off of capitalised development projects (TEUR 94). A contrary effect was the TEUR 1,357 investment grant received from the Portuguese government.

In total, the special effects include material costs of TEUR 2,568 (2024/25: TEUR 0), employee-related expenses of TEUR 4,661 (2024/25: TEUR 10,694), impairment losses of TEUR 5,534 (2024/25: TEUR 0), and miscellaneous expenses of TEUR 7,905 (2024/25: TEUR 3,287) as well as other income of TEUR 1,357 (2024/25: TEUR 0).

PwC Wirtschaftsprüfung GmbH performed or arranged to perform the following services for Zumtobel Group AG in 2025/26:

In TEUR	2025/26	2024/25
Total fees	**408**	**586**
thereof audit and related activities	*335*	*494*
thereof fees for other services	*73*	*36*
thereof consulting services	*0*	*56*

The fees for other services are related to miscellaneous assurance services. The fees agreed with the member companies of the PwC network for auditing services in the Zumtobel Group totalled TEUR 1,004 (2024/25: TEUR 1,254).

Production, selling and administrative expenses include the following personnel costs:

in TEUR	2025/26	2024/25
Wages	(45,809)	(50,661)
Salaries	(264,957)	(276,652)
Expenses for termination benefits	(2,281)	(2,607)
Expenses for pensions	(5,746)	(4,551)
Expenses for legally required social security and payroll-related duties and mandatory contributions	(62,800)	(64,173)
Other employee benefits	(9,082)	(9,497)
Contract workers	(6,309)	(5,190)
Expenses from restructuring	(4,661)	(10,694)
Personnel expenses	**(401,645)**	**(424,025)**

2.6.4.3 Other operating income

in TEUR	2025/26	2024/25
Government grants	5,377	6,321
Other income	*603*	*1,840*
Special effects	*1,357*	*0*
Other operating income	**7,337**	**8,161**
Special effects	*(1,978)*	*0*
Other expenses	*(39)*	*(502)*
Other operating expenses	**(2,017)**	**(502)**

As in the prior year, the government grants received in 2025/26 represent subsidies that were recognised to profit or loss.

The line items "other income" and "other expenses" represent income and expenses arising from ordinary business operations which cannot be clearly allocated to other functional areas.

The special effects reported under other operating income in 2025/26 involve the write-off of goodwill in the CU Components at TEUR 1,978 and an investment grant of TEUR 1,357 received from the Portuguese government which is included under other income.

2.6.4.4 Interest income and expenses

Interest expense includes, in addition to interest and fees related to the current credit agreements, primarily the interest component of lease liabilities capitalised in accordance with IFRS 16 for a total of TEUR 3,286 (2024/25: TEUR 3,148) as well as expenses related to the factoring agreement for a total of TEUR 2,353 (2024/25: TEUR 3,141).

2.6.4.5 Other financial income and expenses

in TEUR	2025/26	2024/25
Interest component as per IAS 19 less income on plan assets	(3,872)	(4,041)
Foreign exchange gains and losses	(803)	522
Market valuation of financial instruments	2,134	(4,024)
Total	**(2,541)**	**(7,543)**

Foreign exchange gains and losses include realised and unrealised gains and losses on receivables and liabilities as well as realised foreign exchange gains and losses on forward exchange contracts.

The market valuation of financial instruments shows the results from the measurement of forward exchange contracts at their respective market values as of the balance sheet date.

2.6.4.6 Income taxes

The classification of income taxes between current and deferred taxes is as follows:

in TEUR	2025/26	2024/25
Current taxes	(3,663)	(3,167)
thereof current year	(3,748)	(2,448)
thereof prior years	85	(719)
Deferred taxes	(6,074)	2,563
Income taxes	**(9,737)**	**(604)**

The actual tax rate represents a weighted average of all companies included in the consolidation range and equalled 90.76% in 2025/26 (2024/25: 3.75%). The increased (deferred) tax expense compared with the previous year is mainly attributable to valuation allowances on deferred tax assets at Thorn Lighting Ltd and Zumtobel Lighting.

The difference between the theoretical tax rate and actual tax rate for the Group is explained in the following table:

Difference between calculated and actual income tax expense

in TEUR	2025/26	2024/25
Profit before tax	**10,727**	**16,094**
Theoretical tax income/expense resulting from application of 23.00% (PY 23.00%) domestic tax rate	**(2,467)**	**(3,702)**
Difference between calculated/actual tax expense	**(7,270)**	**3,098**
Non-deductible expenses	(2,320)	(2,457)
Foreign tax rates	849	677
Adjustments to valuation discounts for deferred taxes	(2,160)	1,073
Tax-free income	1,145	1,293
Effects from changes in loss carryforwards	(5,696)	2,947
Other items	912	(435)
Total tax expense	**(9,737)**	**(604)**

Deferred taxes of TEUR 2,680 (2024/25: TEUR 4,579) were recognised on tax deductible impairment losses to investments at the level of the head company and member companies of the Austrian tax group. This represents deferred taxes on 100% of the outstanding partial write-downs in Austria, which must be distributed over seven years in accordance with Austrian corporate tax law. The other items consist primarily of tax effects from permanent accounting differences. Based on the reduction resulting from the socio-economic tax reform in Austria ("Ökosoziales Steuerreformgesetz 2022"), the corporate tax rate equalled 23% in the reporting year (2024/25: 23%).

The option to form a tax group in accordance with § 9 of the Austrian Corporate Tax Act of 1988 has been used in Austria since the 2004/05 financial year. For this purpose, Zumtobel Group AG, as the head of the group, concluded a tax transfer contract with the following group members: Zumtobel Lighting GmbH, ZG Lighting Austria GmbH, Zumtobel Holding GmbH, Zumtobel Insurance Management GmbH, Zumtobel Pool GmbH, Tridonic GmbH, Tridonic Holding GmbH, LEDON Lighting GmbH, RFZ Holding GmbH, Zumtobel LED GmbH and RailSignia GmbH.

This contract provides for the transfer of taxable profit or loss as calculated in accordance with the Austrian Corporate Tax Act and the Austrian Income Tax Act to the participating corporation or the head of the group in the sense of the step-by-step allocation of earnings. Tax expense is calculated on the group member's taxable profit and subsequently paid as a tax charge to the participating corporation or the head of the group, independent of the amount owed by the head of the group and the corporate income tax owed by the entire group for the respective financial year. If the group member records a tax loss, the participating corporation or the head of the group holds this loss on record as an internal loss carryforward for the offset of future profit generated by the respective group member. The obligation of the group member to pay a tax charge is waived to the extent previous tax losses can be offset against taxable profit. A group member with a tax loss is obliged to pay the minimum corporate income tax to the participating corporation or the head of the group. Pre-group losses and external group losses as defined in § 9 of the Austrian Corporate Tax Act are offset against the taxable profit of the respective group member or the head of the group in accordance with any carryforward and/or transfer limits.

Income from investments in domestic subsidiaries is generally tax-exempt in Austria. The dividends from investments in EU and EEA countries have also been generally exempt from Austrian corporate tax since 2009 if certain conditions are met. Dividends from other foreign investments in which the Zumtobel Group holds a stake of 10% or more are also tax-free for the Austrian parent company.

Directive (EU) 2022/2523 of the Council from 14 December 2022 on ensuring a global minimum level of taxation for multinational enterprise groups and large-scale domestic groups in the Union was implemented in Austria with the Minimum Taxation Act ("Mindestbesteuerungsgesetz") which took effect on 1 January 2024. The minimum tax is intended to ensure that corporations with revenues of at least EUR 750 mn in all countries where they are active are taxed at an effective tax rate of at least 15%.

For Hong Kong, the United Arab Emirates, Portugal und China, the scope of application of the Minimum Taxation Act leads to an additional (national) top-up tax of approximately TEUR 140 (2024/25: approx. TEUR 24). The tax expense resulting from Pillar II is reported under current income tax expense. Zumtobel Group AG monitors he effects of these minimum tax rules on a regular basis. Based on the safe harbour rules for administrative simplification and the rules for national top-up taxes, only an immaterial effect for Zumtobel Group AG is expected in the future. In agreement with the changes to IAS 12 (May 2023), the Group has elected to use the temporary exemption and will not record deferred taxes in connection with the Pillar II top-up tax.

2.6.4.7 Earnings per share

The calculation of earnings per share was based on profit recorded for the reporting year.

The distribution to shareholders from reserves and annual results may not exceed the total profit – reduced by the deferred taxes which are excluded from distribution – reported in the separate financial statements of Zumtobel Group AG, which are prepared in accordance with Austrian corporate law.

2.6.5 Notes to the Consolidated Statement of Comprehensive Income

2.6.5.1 Foreign exchange differences

Foreign exchange differences of TEUR 89 (2024/25: TEUR –2,983) resulted from the difference between the historical exchange rate applied on the initial consolidation date and the rate in effect on the balance sheet date for companies which do not report in the euro. In addition, foreign exchange differences of TEUR –557 (2024/25: TEUR –2,447) resulted from the translation of income statement items at the average monthly exchange rate and the rate on the balance sheet date. This position also includes TEUR 774 (2024/25: TEUR 514) of currency-related adjustments to goodwill. The currency reserve under equity contains a foreign exchange related effect of TEUR –19 (2024/25: TEUR –47) from non-controlling interests and foreign exchange effects of TEUR –109 (2024/25: TEUR –406) from an interest hedge (net investment hedge). The deconsolidation of a Group company whose functional currency is not the euro involves the reclassification of the related amounts from the currency reserve to the income statement and the inclusion of these amounts under changes in the scope of consolidation. The effect for the 2025/26 financial year equalled TEUR 0 (2024/25: TEUR –597), whereby TEUR 0 (2024/25: TEUR –610) resulted from the deconsolidation of shares in associated companies.

2.6.5.2 Foreign exchange differences arising from loans

The foreign exchange differences from loans are the result of long-term loans granted in GBP, AUD and USD, which are classified as net investments in foreign operations in accordance with IAS 21 "The Effects of Changes in Foreign Exchange Rates" and must therefore be reported under other comprehensive income.

2.6.5.3 Actuarial gain/loss

The actuarial gains recognised in 2025/26 totalled TEUR 3,082 (2024/25: gains of TEUR 1,526) and include gains of TEUR 571 (2024/25: gains of TEUR 1,327) for pension plans which consist primarily of the following: gains of TEUR 851 (2024/25: gains of TEUR 263) in Germany and TEUR 1,799 (2024/25: losses of TEUR –2,188) in Switzerland as well as losses of TEUR –2,064 (2024/25: gains of TEUR 3,336) in Great Britain.

2.6.5.4 Cash flow hedges

The amount of TEUR –106 (2024/25: TEUR 54) reported under cash flow hedges resulted from the change in the market values of derivatives which qualify for hedge accounting and were concluded to hedge the risk of interest fluctuations.

2.6.5.5 Deferred taxes

The deferred taxes of TEUR –358 (2024/25: TEUR –515) reported on the statement of comprehensive income in 2025/26 include TEUR –593 (2024/25: TEUR –474) from the provisions for pension and termination benefits which resulted from actuarial gains/losses as defined in IAS 19 "Employee Benefits" as well as TEUR 211 (2024/25: TEUR –29) from the reserve for foreign exchange differences from loans (IAS 21 reserve) and TEUR 24 (2024/25: TEUR –13) from the reserve for cash flow hedges.

2.6.6 Notes to the Consolidated Balance Sheet

2.6.6.1 Goodwill

in TEUR	Lighting Segment	Components Segment	Total
30 April 2024	**191,793**	**1,990**	**193,783**
Addition to goodwill	1,827	0	1,827
FX effects	526	(12)	514
30 April 2025	**194,146**	**1,978**	**196,124**
FX effects	774	0	774
Impairment of goodwill	0	(1,978)	(1,978)
30 April 2026	**194,920**	**0**	**194,920**

Recoverable amount
The recoverable amount of the "CGU Lighting" exceeded the carrying amount by EUR 92.1 million (2024/25: EUR 75.3 million). The comparable amount for the "CGU Components" was EUR 17.2 million (2024/25: EUR 40.2 million).

Effect of possible changes in material assumptions
An increase in the pre-tax WACC from 10.7% to 12.1% (FY 2025/26), from 10.5% to 11.6% (FY 2024/25) or a reduction in cash flow of 12.9% (FY 2025/26)/10.8% (FY 2024/25) assuming the other parameter remained constant, would reduce the excess coverage of the "CGU Lighting" to zero. In the "CGU Components", an increase in the pre-tax WACC from 10.7% to 11.9% (FY 2025/26), from 10.6% to 13.1% (FY 2024/25) or a reduction in cash flow of 12% (FY 2025/26)/22% (FY 2024/25) would reduce the excess coverage to zero.

Effect of changes in foreign exchange rates
The application of IAS 21 "The Effects of Changes in Foreign Exchange Rates" led to a foreign exchange-based adjustment of TEUR 774 to goodwill in 2025/26 (2024/25: TEUR 514) which was not recognised through profit or loss.

The addition of TEUR 1,827 to goodwill in 2024/25 resulted from the acquisition of Inventron AG (Switzerland).

An impairment test of the CGU Components in the half-year 2025/26 identified insufficient coverage of TEUR 2,072, which led to a write-down of TEUR 1,978 to goodwill in this cash-generating unit.

2.6.6.2 Other intangible assets

2025/26 Financial Year

in TEUR	Patents, licenses and similar items	Development and similar costs	Total
Acquisition costs			
30 April 2025	**56,309**	**173,792**	**230,101**
Foreign currency translation	(30)	(50)	(80)
Additions	2,197	14,054	16,251
Disposals	(5,490)	(13,514)	(19,004)
Transfers	2,529	590	3,119
30 April 2026	**55,515**	**174,872**	**230,387**
Accumulated amortisation			
30 April 2025	**(49,792)**	**(126,756)**	**(176,549)**
Foreign currency translation	29	42	71
Scheduled depreciation	(1,920)	(9,801)	(11,721)
Impairment	0	(3,161)	(3,161)
Disposals	5,489	13,424	18,913
30 April 2026	**(46,194)**	**(126,252)**	**(172,446)**
Net carrying amount 30 April 2025	**6,517**	**47,036**	**53,552**
Net carrying amount 30 April 2026	**9,321**	**48,620**	**57,941**

2024/25 Financial Year

in TEUR	Patents, licenses and similar items	Development and similar costs	Total
Acquisition costs			
30 April 2024	**55,308**	**162,573**	**217,881**
Foreign currency translation	(24)	(37)	(61)
Changes in the scope of consolidation	0	(134)	(134)
Additions	1,192	14,449	15,641
Disposals	(198)	(3,028)	(3,226)
Transfers	31	(31)	0
30 April 2025	**56,309**	**173,792**	**230,101**
Accumulated amortisation			
30 April 2024	**(48,659)**	**(119,712)**	**(168,371)**
Foreign currency translation	25	37	62
Changes in the scope of consolidation	0	134	134
Scheduled depreciation	(1,348)	(10,025)	(11,373)
Impairment	0	(218)	(218)
Disposals	190	3,028	3,218
30 April 2025	**(49,792)**	**(126,756)**	**(176,549)**
Net carrying amount 30 April 2024	**6,649**	**42,861**	**49,510**
Net carrying amount 30 April 2025	**6,517**	**47,036**	**53,552**

Development costs and similar expenses

This position includes internally generated intangible assets as defined by IAS 38 "Intangible Assets". The additions to acquisition costs, including transfers, contain capitalised development expenses of TEUR 13,940 (2024/25: TEUR 14,389). Most of these additions involve product developments in the lighting and lighting components areas, whereby TEUR 6,859 were not yet available for use as of 30 April 2026 (2024/25: TEUR 11,193).

2.6.6.3 Property, plant and equipment

2025/26 Financial Year

in TEUR	Land & buildings	Plant & machinery	Other equipment	Construction in progress	Total
Acquisition costs					
30 April 2025	**348,291**	**320,769**	**127,835**	**55,319**	**852,214**
Foreign currency translation	(787)	(1,031)	223	(35)	(1,630)
Additions	8,694	6,735	8,228	17,441	41,098
Disposals	(12,443)	(25,319)	(14,829)	0	(52,591)
Transfers	4,545	21,255	938	(29,857)	(3,119)
30 April 2026	**348,300**	**322,409**	**122,395**	**42,868**	**835,972**
Accumulated amortisation					
30 April 2025	**(199,925)**	**(264,856)**	**(102,468)**	**0**	**(567,249)**
Foreign currency translation	406	898	(168)	0	1,136
Scheduled depreciation	(15,975)	(14,990)	(11,062)	0	(42,027)
Impairment	(212)	(145)	(109)	0	(466)
Disposals	9,919	25,147	14,160	0	49,226
30 April 2026	**(205,787)**	**(253,946)**	**(99,647)**	**0**	**(559,380)**
Net carrying amount 30 April 2025	**148,366**	**55,913**	**25,367**	**55,319**	**284,965**
Net carrying amount 30 April 2026	**142,513**	**68,463**	**22,748**	**42,868**	**276,592**

No items of property, plant or equipment were pledged as security for loans under the current credit agreements. Note 2.6.6.16 provides information on the rights of use included in property, plant and equipment which resulted from the application of IFRS 16.

The Group has incurred obligations of TEUR 6,875 (2024/25: TEUR 6,378) for the purchase of property, plant and equipment. These obligations are classified as follows: land and buildings at TEUR 131 (2024/25: TEUR 453), plant and machinery at TEUR 5,405 (2024/25: TEUR 5,276) and other non-current assets at TEUR 1,339 (2024/25: TEUR 649).

Land and buildings include undeveloped land with a net carrying amount of TEUR 7,933 (2024/25: TEUR 7,933).

Construction in progress and prepayments made are classified as follows: land and buildings at TEUR 2,892 (2024/25: TEUR 4,760), plant and machinery at TEUR 36,639 (2024/25: TEUR 50,303) and other non-current assets at TEUR 3,337 (2024/25: TEUR 256).

2024/25 Financial Year

in TEUR	Land & buildings	Plant & machinery	Other equipment	Construction in progress	Total
Acquisition costs					
30 April 2024	**320,848**	**333,103**	**126,707**	**44,782**	**825,440**
Foreign currency translation	(654)	(837)	(403)	51	(1,844)
Changes in the scope of consolidation	(43)	994	897	0	1,848
Additions	31,817	7,265	10,749	24,242	74,072
Disposals	(9,108)	(26,444)	(11,750)	0	(47,302)
Transfers	5,433	6,688	1,636	(13,756)	0
30 April 2025	**348,291**	**320,769**	**127,835**	**55,319**	**852,214**
Accumulated amortisation					
30 April 2024	**(192,874)**	**(274,942)**	**(102,336)**	**0**	**(570,152)**
Foreign currency translation	411	720	446	0	1,577
Changes in the scope of consolidation	31	(954)	(805)	0	(1,728)
Scheduled depreciation	(15,921)	(15,416)	(10,964)	0	(42,300)
Disposals	8,428	25,736	11,190	0	45,354
30 April 2025	**(199,925)**	**(264,856)**	**(102,468)**	**0**	**(567,249)**
Net carrying amount 30 April 2024	**127,974**	**58,161**	**24,371**	**44,782**	**255,288**
Net carrying amount 30 April 2025	**148,366**	**55,913**	**25,367**	**55,319**	**284,965**

2.6.6.4 Non-controlling interests

The following companies have non-controlling interests:

Company	Country	Operating Segment	30 April 2026	30 April 2025
Thorn Gulf LLC	UAE	Lighting Segment	51%	51%
ZG Lighting Trading WLL	Qatar	Lighting Segment	51%	51%
RailSignia GmbH	Austria	Components Segment	25%	0%

Additional contractual agreements give the Zumtobel Group control over Thorn Gulf LLC, UAE, and ZG Lighting Trading WLL, Qatar, in the sense of IFRS 10 “Consolidated Financial Statements“. These two companies are therefore included through full consolidation.

The following tables present summarised financial information on the subsidiaries with non-controlling interests. This information represents the balances before intragroup eliminations:

Balance Sheet	Thorn Gulf LLC	ZG Lighting Trading WLL	RailSignia GmbH	Total	Thorn Gulf LLC	ZG Lighting Trading WLL	Total
in TEUR		**30 April 2026**				**30 April 2025**	
Non-current assets	170	21		191	150	23	173
Current assets	4,665	1,011	16	5,692	3,637	834	4,471
Assets	**4,835**	**1,032**	**16**	**5,883**	**3,787**	**857**	**4,644**
Non-current liabilities	42	4	700	746	25	4	29
Current liabilities	3,700	520	220	4,440	2,120	449	2,569
Equity	1,093	508	(904)	697	1,642	404	2,046
thereof due to non-controlling interests	*437*	*254*	(225)	*466*	*657*	*202*	*859*
Equity and Liabilities	**4,835**	**1,032**	**16**	**5,883**	**3,787**	**857**	**4,644**
Dividends	(357)			(357)	(839)		(839)

Statement of Comprehensive Income	Thorn Gulf LLC	ZG Lighting Trading WLL	RailSignia GmbH	Total	Thorn Gulf LLC	ZG Lighting Trading WLL	Total
in TEUR		**2025/26**				**2024/25**	
Revenues	7,680	2,015		9,695	6,965	1,565	8,530
Net profit/loss for the year	(153)	115	(914)	(952)	243	(253)	(10)
thereof due to non-controlling interests	*(61)*	*57*	(229)	*(233)*	*95*	*(126)*	*(31)*
Subtotal other comprehensive income	(40)	(10)		(50)	(92)	(25)	(117)
thereof due to non-controlling interests	*(14)*	*(5)*		*(19)*	*(35)*	*(12)*	*(47)*
Total comprehensive income of non-controlling interests	(75)	52	(229)	(252)	60	(138)	(78)
Dividends paid to non-controlling interests	(143)			(143)	(336)		(336)

Cash flow statement	Thorn Gulf LLC	ZG Lighting Trading WLL	RailSignia GmbH	Total	Thorn Gulf LLC	ZG Lighting Trading WLL	Total
in TEUR		**2025/26**				**2024/25**	
Cash flow from operating activities	415	88	(685)	(182)	982	(133)	849
Cash flow from investing activities	(14)	0		(14)	(17)	(8)	(25)
Cash flow from financing activities	(602)	(36)	700	62	(919)	(43)	(962)
Net increase/decrease in cash and cash equivalents	**(201)**	**52**	**15**	**(134)**	**46**	**(184)**	**(138)**

2.6.6.5 Financial assets

Non-current financial assets consist primarily of securities and similar rights as well as shares in other companies. This position also includes amounts receivable from insurance for the coverage of guarantee claims (TEUR 2,022; 2024/25: TEUR 2,841).

Current financial assets consist mainly of positive market values from hedged positions in the form of foreign exchange derivatives (TEUR 1,186; 2024/25: TEUR 1,258) and also include receivables of TEUR 1,455 (2024/25: TEUR 1,386) due from credit institutions from an ongoing factoring agreement.

Detailed information is presented in note 2.6.10.1.

2.6.6.6 Other assets

Other non-current and current assets are classified as follows:

in TEUR	30 April 2026	30 April 2025
Coverage capital for Group life insurance	1,780	1,800
Other	988	1,209
Other non-current assets	**2,768**	**3,009**
Prepaid expenses and deferred charges	10,759	9,152
Amounts due from tax authorities	11,414	12,447
Prepayments made	1,359	2,551
Other	9,735	8,889
Other current assets	**33,267**	**33,039**

The coverage capital for Group life insurance is related to the Zumtobel companies in Germany. These assets are held to cover the pension obligations of a German company in the Zumtobel Group, but they do not qualify as plan assets under IAS 19 "Employee Benefits".

The amounts due from tax authorities, as in the previous year, consist chiefly of receivables arising from value added tax.

The main components of the position "other" are as follows: accrued research receivables of TEUR 5,294 (2024/25: TEUR 5,331), receivables of TEUR 101 (2024/25: TEUR 162) from partial retirement in Germany, and receivables of TEUR 958 (2024/25: TEUR 856) due from employees in Austria from the provision of company bicycles.

2.6.6.7 Deferred taxes

The deferred tax assets and deferred tax liabilities reported on the consolidated balance sheet include timing differences that resulted from the use of different amounts for the valuation of assets and liabilities for the Group financial statements and for tax purposes. The resulting deferred taxes are shown below:

in TEUR	30 April 2026			30 April 2025		
	Assets	Liabilities	Recognised through profit/loss	Assets	Liabilities	Recognised through profit/loss
Other intangible assets	991	9,750	(434)	1,581	9,906	(1,516)
Property, plant and equipment	2,687	6,809	579	2,603	7,250	(935)
Financial assets	0	1,873	(206)	0	2,090	964
Inventories	3,145	72	(233)	3,341	17	(474)
Trade receivables	254	876	238	329	1,170	179
Other receivables	1,944	1,086	637	1,866	1,666	575
Non-current provisions	11,745	283	(761)	13,295	271	465
Other provisions	596	599	(96)	813	712	(151)
Trade payables	1,826	1,368	(1,559)	2,538	535	704
Borrowings	5,156	14	(685)	5,821	38	1,042
Loss carryforwards	156,387	0	(3,554)	150,691	0	1,710
Deferred tax credits or liabilities	**184,731**	**22,730**		**182,878**	**23,655**	
Adjustments to valuation discounts for deferred taxes	(137,950)	0		(128,557)	0	
Offset of tax credits and liabilities due from/to the same taxation authority	(17,861)	(17,861)		(20,495)	(20,495)	
Deferred taxes	**28,920**	**4,869**		**33,826**	**3,160**	
Deferred tax income/expense			**(6,074)**			**2,563**

The calculation of deferred taxes for Group companies is based on the applicable national tax rate. Deferred taxes on loss carryforwards are only capitalised if they will be offset by deferred tax liabilities or if the utilisation of the loss carryforwards is sufficiently certain within the legally defined period.

Deferred tax assets were recognised for tax loss carryforwards of TEUR 67,293 in 2025/26 (2024/25: TEUR 73,858). Deferred tax assets were not recognised for tax loss carryforwards and other temporary differences of TEUR 599,785 (2024/25: TEUR 558,945) because their utilisation is not sufficiently certain. Of the tax loss carryforwards not recognised, TEUR 15,047 (2024/25: TEUR 13,067) will expire within ten years.

In agreement with IAS 12.39 "Income Taxes", deferred tax liabilities were not recognised on timing differences related to shares in subsidiaries because the parent company can control the timing and because these temporary differences will not reverse in the foreseeable future. The taxes on the temporary differences between the book value of the investment for tax purposes and the net assets of the subsidiary as reported in the consolidated financial statements equal TEUR 22,511 (2024/25: TEUR 18,178).

Details on the deferred taxes recorded under other comprehensive income in 2025/26 are provided in note 2.6.5.5.

2.6.6.8 Inventories

The following table shows the gross value and impairment losses related to the various components of inventories:

in TEUR	30 April 2026	30 April 2025
Raw materials	**55,873**	**60,898**
Gross value	*73,444*	*78,527*
Impairment loss	*(17,571)*	*(17,629)*
Work in process	**2,146**	**1,780**
Semi-finished goods	**9,345**	**10,228**
Gross value	*11,161*	*12,251*
Impairment loss	*(1,816)*	*(2,023)*
Merchandise	**23,909**	**26,544**
Gross value	*29,869*	*33,027*
Impairment loss	*(5,960)*	*(6,483)*
Finished goods	**76,041**	**77,448**
Gross value	*92,063*	*91,591*
Impairment loss	*(16,022)*	*(14,143)*
Inventories	**167,314**	**176,898**

The total valuation adjustments of inventories increased by TEUR 1,091 in 2025/26 (2024/25: decrease of TEUR 6,154).

2.6.6.9 Trade receivables

in TEUR	30 April 2026	30 April 2025
Trade receivables gross	**167,803**	**169,083**
Valuation adjustments to receivables	(6,080)	(6,648)
Trade receivables	**161,723**	**162,435**

Details on valuation adjustments are provided in note 2.6.11.1.

The Zumtobel Group transferred trade receivables to a bank in exchange for liquid funds within the framework of a factoring agreement. These receivables were not derecognised in full because all of the related risks and rewards were neither transferred nor retained (allocation of risks and rewards between the Zumtobel Group and the bank). The assessment of the risks resulting from the sold receivables is based on the partially retained default risk and delayed payment risk. The remaining credit risk-related defaults are assumed by the bank. The Zumtobel Group continues to manage the servicing for the sold receivables and retains the right of disposal over these receivables.

in TEUR	30 April 2026	30 April 2025
Trade receivables gross before factoring	**215,341**	**216,614**
Continuing involvement		
Book value continuing involvement	1,455	1,386
Book value associated liability	1,455	1,386

The receivables sold through a factoring agreement, which had not been settled by the customers as of the balance sheet date, totalled TEUR 47,538 as of 30 April 2026 (2024/25: TEUR 47,530). Expenses of TEUR 2,353 (2024/25: TEUR 3,141) were recognised in connection with the factoring agreement.

2.6.6.10 Cash and cash equivalents

Cash and cash equivalents consist of deposits at banks, cash on hand and checks. Of the total bank deposits, TEUR 52 (2024/25: TEUR 53) are not available for discretionary use. The carrying amount of cash and cash equivalents corresponds to the market value because of the terms of these funds.

2.6.6.11 Employee benefits

The provisions for pensions and termination benefits represent post-employment benefits. Other provisions include miscellaneous non-current employee benefits as defined in IAS 19 "Employee Benefits".

The following table reconciles the beginning and ending balances of the present values:

	Post-employment benefits					
Defined benefit plans as per IAS 19	Pensions		Termination benefits		Other	
in TEUR	**2025/26**	**2024/25**	**2025/26**	**2024/25**	**2025/26**	**2024/25**
Beginning balance, net liability	**44,406**	**47,109**	**34,273**	**37,217**	**7,629**	**8,233**
Foreign currency translation & reclassification	(221)	263	0	0	39	(83)
Changes in the scope of consolidation	0	471	0	0	0	0
Changes recognised through profit or loss	4,063	4,237	1,589	1,949	730	896
thereof service cost	*2,433*	*1,788*	*441*	*634*	*812*	*792*
thereof past service cost	*(755)*	*0*	*0*	*0*	*0*	*0*
thereof plan reductions and settlements	*0*	*0*	*(93)*	*0*	*0*	*0*
thereof interest expense	*8,851*	*9,033*	*1,241*	*1,315*	*246*	*277*
thereof expected income from plan assets	*(6,466)*	*(6,584)*	*0*	*0*	*0*	*0*
thereof actuarial gain/loss	*0*	*0*	*0*	*0*	*(327)*	*(173)*
Actuarial gain recognised to other comprehensive income	(571)	(1,327)	(1,211)	(519)	0	0
thereof demographic adjustments	*(131)*	*(964)*	*16*	*(56)*	*0*	*0*
thereof financial adjustments	*1,170*	*(872)*	*(1,290)*	*(17)*	*0*	*0*
thereof experience-related adjustments	*(1,610)*	*509*	*63*	*(446)*	*0*	*0*
Payments	(7,941)	(6,347)	(3,717)	(4,374)	(1,154)	(1,417)
thereof to salaried employees	*(7,941)*	*(6,347)*	*(3,717)*	*(4,374)*	*(1,154)*	*(1,417)*
Ending balance, net liability	**39,735**	**44,406**	**30,934**	**34,273**	**7,244**	**7,629**

The changes recognised through profit or loss are recorded on the income statement. Interest expense and the expected income from plan assets are reported under "other financial income and expenses", while the remainder is included under operating results. The column "Other" consists mainly of provisions for service anniversary bonuses in Austria, a legally required profit-sharing model and bonus payments for long-service in France, partial retirement in Germany, and long service leave in Australia.

Experience-related adjustments represent the actuarial gains and losses caused by variances between the individual employee-based parameters and the parameters applied to the entire calculation base. Examples of these parameters are trends in salaries and wages, the number of deaths, early retirements, terminations and the development of the return on plan assets.

Detailed information on the actuarial losses recorded under other comprehensive income is provided in the section on the "IAS 19 reserve".

The following calculation parameters were applied in the individual countries:

	Interest rate		Income on plan assets		Salary trend		Pension trend		Retirement age (women/men)	
	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25
Germany	4.1%	3.6%	-	-	3.0%	3.0%	2.0%	2.0%	1)	1)
Great Britain	5.4%-5.7%	5.4%	5.4%-5.7%	5.4%	-	-	2.6% - 3%	3.3%	65/65	65/65
Switzerland	1.1%-1.6%	1.1%	1.1%-1.6%	1.1%	1.8%-2.5%	1.8%	-	-	65/65	65/65
Sweden	2.8%	3.0%	-	-	-	-	1.7%	1.6%	65/65	65/65
Austria	3.65%-3.9%	3.65%-3.9%	-	-	2.8%	2.8%	-	-	2)	2)
France	3.2%	3.0%	-	-	2.0%	2.5%	-	-	3)	3)
Italy	3.6%	3.4%	-	-	1.8%	1.8%	-	-	67/67	67/67
Serbia	5.3%	5.3%	-	-	8.0%	8.5%	-	-	4)	4)

In Austria, the long-term salary trend equals 2.8%. Country-specific mortality and invalidity tables as well as employee turnover rates were also included.

Note 1): Pension obligations 60/65 years and obligations arising from partial retirement at 57 years.

Note 2): The earliest possible retirement age was used as the basis for pension calculations, in keeping with legal transition rules.

Note 3): The legal retirement age in France ranges from 62 to 67 years and depends primarily on the date of birth and documented insurance time. There is no difference in the retirement age for men and women.

Note 4): The retirement age in Serbia currently equals 65 years for men and 62 years for women. The retirement age for women will be gradually raised to 65 years by 2032.

Pension obligations

The Group companies in Germany, Great Britain, Sweden, Australia and Switzerland have implemented defined benefit pension plans. The German and Swedish plans are not financed through external funds; all other plans are financed through external funds. These funds are legally independent of the respective Group company and are only used to meet performance obligations. Any obligations remaining after the deduction of plan assets are recorded as provisions.

The obligations arising from the pension plans are related chiefly to salary-based pension commitments. In individual cases, these obligations also include pension-related commitments to surviving dependents and payments in the event of the participant's invalidity.

The defined benefit plans in the English group companies generally represent obligations from the Thorn Lighting pension fund, which was taken over in connection with the acquisition of the Thorn Group. Most of the related commitments are salary-based pension payments. Benefits are also provided to surviving dependents under certain circumstances. This plan was closed for new employees in 2003 and for additional claims by plan participants in 2009. Since the pension plan is closed, the remaining risks are primarily actuarial in nature.

Two major steps were taken to remedy the shortage of assets in this plan. An agreement was reached with the plan trustee to reduce the deficit by 2035 at the latest through annual contributions by the involved British companies. In addition, the trustee will develop and present an investment strategy in the form of a "statement of investment principles" (SIP), which should support the generation of a portfolio return that exceeds the discount factor.

In order to protect the value of the plan assets, the investment strategy includes elements to systematically reduce risk, above all through the diversification of the portfolio. The daily asset management of the individual asset classes was transferred to professional asset managers, who are licensed and regulated by the Financial Services Authority (FSA) in Great Britain.

The pension plans in Germany are financed entirely through provisions and generally represent commitments for fixed salary-based pension subsidies or commitments based on the employee's final salary, whereby the amount is dependent on the number of years of service with the company. However, the pension plans in Germany have been closed to new employees for over ten years. The remaining risks for the company are therefore mainly actuarial in nature. There is no requirement to cover obligations through plan assets.

The pension obligations in Switzerland represent occupational pensions as defined in Swiss law ("Berufliche Vorsorge-Gesetz", BVG) and also include benefits for surviving dependents and payments in the event of the participant's invalidity. The two involved Swiss companies outsourced these obligations through so-called full-coverage insurance contracts with syndicated funds formed by insurance companies. Swiss experts qualify these full-coverage insurance plans as defined benefit plans in accordance with IAS 19 "Employee Benefits", among others, because of the legally guaranteed minimum payments. The management of plan assets by the syndicated funds is based on BVG regulations and the Swiss directive on occupational retirement, survivors' and disability insurance ("BVV 2").

The defined benefit plan in Sweden is financed entirely through provisions and is closed for new employees and additional claims. The defined benefit commitments consist of salary-based pension payments. An external insurance company ("PRI Pensionsgaranti") administers the claims, whereby the pension payments it makes to the plan participants are charged to the involved Swedish companies.

In addition, Sweden has a pension fund programme that principally qualifies as a defined benefit obligation. It is a multi-employer plan as defined in IAS 19.29, but the insurance company has not provided sufficient information to value it as a defined benefit plan in accordance with actuarial principles. Therefore, payments made by the company are immediately recognised as expenses for a defined contribution plan in accordance with IAS 19.34. These expenses totalled TEUR 77 in 2025/26 (2024/25: TEUR 99), and the payments will total TEUR 67 in 2026/27. The asset coverage calculated in accordance with Swedish law equalled 163% (2024/25: 161%) for all plan participants. This coverage represents the difference between the insurance obligations and the fair value of the relevant assets, which was determined according to information provided by the pension fund programme.

The carrying amount of the net obligations and net assets is shown below:

in TEUR	30 April 2026	30 April 2025
Obligations not financed through funds	16,014	17,692
Obligations financed through funds	195,571	202,855
Present value of defined benefit obligation (DBO)	**211,586**	**220,547**
Fair value of plan assets	(171,851)	(176,141)
Net liability as per balance sheet	**39,735**	**44,406**

The provision for pensions is classified by country as follows:

in TEUR	30 April 2026	30 April 2025
Germany	15,047	16,658
Great Britain	19,588	21,161
Switzerland	4,133	5,553
Other	967	1,034
Net liability as per balance sheet	**39,735**	**44,406**

The following table reconciles the present values of the defined benefit obligation (DBO) and plan assets at the beginning and the end of the financial year:

	2025/26		2024/25	
in TEUR	DBO	Plan assets	DBO	Plan assets
30 April 2025	**220,547**	**176,141**	**217,167**	**170,058**
Foreign currency translation	(1,238)	(1,017)	2,426	2,163
Changes in the scope of consolidation	0	0	3,465	2,994
Service cost	2,433	0	1,788	0
Plan reductions and settlements	(4,654)	(4,654)	0	0
Past service cost	(755)	0	0	0
Interest expense / income	8,851	6,466	9,033	6,584
Actuarial gain recognised to other comprehensive income	(1,198)	(627)	(5,062)	(3,735)
thereof demographic adjustments	*(131)*	*0*	*(964)*	*0*
thereof financial adjustments	*1,170*	*0*	*(872)*	*0*
thereof experience-related adjustments	*(2,237)*	*(627)*	*(3,226)*	*(3,735)*
Payments	(12,400)	(4,459)	(8,270)	(1,923)
30 April 2026	**211,585**	**171,850**	**220,547**	**176,141**

The actual payments from the pension plans totalled TEUR –12,400 in 2025/26 (2024/25: TEUR –8,270).

Plan assets comprised the following as of 30 April 2026:

in TEUR	30 April 2026	thereof quoted on an active market
Liquid funds	16,039	13,195
Equity instruments	72,789	50,831
Debt instruments	21,097	15,393
Real estate	10,120	0
Assets held by insurance companies	0	0
Other	51,805	43,365
Plan assets	**171,850**	**122,783**

The income generated by the plan assets totalled TEUR 5,839 in 2025/26 (2024/25: TEUR 2,849).

The development of the present value of pension obligations and plan assets is shown in the following table:

in TEUR	30 April 2026	30 April 2025
Present value	211,585	220,547
Plan assets	(171,850)	(176,141)
Deficit	**39,735**	**44,406**

Termination benefits

These obligations are defined by law and require the company to make a lump-sum payment to employees on the termination of their employment relationship under certain circumstances.

The major termination benefit obligation is a result of Austrian law, which applies to employees who joined the Austrian group companies on or before 31 December 2002. These employees are entitled to a termination payment when they reach retirement age or when the company ends the employment relationship. The amount of the claim is linked to the length of service and the amount of the final salary or wage. The termination benefit claims for employees who joined the company after 31 December 2002 are covered by defined contribution plans.

The obligations relate to the following countries:

in TEUR	30 April 2026	30 April 2025
Austria	27,813	31,073
France	1,136	1,179
Italy	1,985	2,021
termination benefits obligation	**30,934**	**34,273**

IAS 19 Reserve

The following table shows the development of actuarial gains and losses, including deferred taxes, which were recognised directly in equity:

in TEUR	Pensions	Termination benefits	Total
30 April 2024	**(92,641)**	**(10,380)**	**(103,021)**
Actuarial gain	1,327	519	1,846
Changes in the scope of consolidation	0	0	0
Foreign currency translation	(320)	0	(320)
Deferred taxes	(357)	(117)	(474)
30 April 2025	**(91,991)**	**(9,978)**	**(101,969)**
Actuarial gain	571	1,211	1,782
Changes in the scope of consolidation	0	78	78
Foreign currency translation	1,300	0	1,300
Deferred taxes	(317)	(276)	(593)
30 April 2026	**(90,436)**	**(8,965)**	**(99,402)**

Deferred taxes of TEUR –593 were recognised in other comprehensive income during 2025/26 (2024/25: TEUR –474).

The total actuarial gains of TEUR 3,082 recognised in 2025/26 (2024/25: gains of TEUR 1,526) include gains of TEUR 571 (2024/25: gains of TEUR 1,327) from pension plans. These gains consist primarily of the following: gains of TEUR 851 (2024/25: gains of TEUR 263) in Germany and TEUR 1,799 (2024/25: losses of TEUR –2,188) in Switzerland as well as losses of TEUR –2,064 (2024/25: gains of TEUR 3,336) in Great Britain.

Sensitivity analysis

Effects on the DBO as of 30 April 2026:

	Discount rate		Salary trend		Pension trend	
	0.5%	(0.5)%	0.5%	(0.5)%	0.5%	(0.5)%
Pension plans	(10,237)	11,273	476	(425)	6,806	(6,102)
thereof UK	*(6,811)*	*7,388*	*0*	*0*	*4,387*	*(5,426)*
Termination benefits	(1,246)	1,328	1,209	(1,146)	0	0

Effects on the DBO as of 30 April 2025:

	Discount rate		Salary trend		Pension trend	
	0.5%	(0.5)%	0.5%	(0.5)%	0.5%	(0.5)%
Pension plans	(11,466)	12,685	244	(252)	6,910	(5,935)
thereof UK	*(7,296)*	*7,894*	*0*	*0*	*4,127*	*(5,203)*
Termination benefits	(1,485)	1,587	1,466	(1,387)	0	0

Weighted average term of the obligation in years

	30 April 2026	30 April 2025
Pension plans	12	12
Termination benefits	9	9

The contributions to pension plans are expected to total TEUR 5,816 in 2025/26, and the expected termination benefits amount to TEUR 1,205.

Other long-term employee benefits

These obligations totalled TEUR 7,246 in 2025/26 (2024/25: TEUR 7,629) and consisted mainly of the following provisions: TEUR 5,827 (2024/25: TEUR 6,295) for service anniversary bonuses in Austria, TEUR 561 (2024/25: TEUR 533) for partial retirement in Germany, TEUR 476 (2024/25: TEUR 447) for special leave in Austria, and TEUR 382 (2024/25: TEUR 354) for legally required profit sharing and bonus payments for long-standing service in France.

2.6.6.12 Defined contribution obligations

Defined contributions of TEUR 5,823 to various pension plans were made by various Group companies in 2025/26 (2024/25: TEUR 5,120). This amount also includes payments made in Austria based on the amended termination benefits regulations (“Abfertigung neu“).

2.6.6.13 Defined benefit remuneration systems

The compensation packages for employees in certain functions include annual variable salary components. The employees assigned to these functions are entitled to participate in the Group’s overall results and, consequently, are part of the Global Reward Scheme (GRS). The variable salary components of the GRS consist of two incentive schemes:

1) Short-Term Incentive Scheme (STI) for all employees participating in the GRS
2) Long-Term Incentive Scheme (LTI) for selected functions with significant strategic responsibility for the long-term success of the company

Variable remuneration comprises a short-term component (Short-Term Incentive; STI) and a long-term component (Long-Term Incentive; LTI). The STI is paid out in cash on the allocation date. Beginning with the 2023/24 financial year, the cash distribution from the LTI is spread over a performance period of four years for all participants.

The performance evaluation for the allocation of variable remuneration (STI) to employees in the respective distribution year is based on a maximum of four indicators: the EBIT margin, free cash flow, ESG goals and individual goals (not applicable beginning with the executive level). For the Management Board, the performance indicators are the EBIT margin, free cash flow and ESG goals. The targets for these performance indicators are based on the budget forecast and defined before the beginning of each financial year.

The re-evaluation of the accrued LTI tranches from earlier years up to and including the 2021/22 financial year is based for the Management Board on the total shareholder return of Zumtobel Group AG, which is compared with the total shareholder return of selected, comparable companies (peer group). This peer group has a broad distribution, from both a geographical and industrial perspective. For LTI participants below the Management Board, this applies up to and including the 2022/23 financial year.

The following procedure applicable to the Management Board for granted LTI tranches also covers these persons beginning with the 2023/24 financial year. The current tranche of the long-term component from the LTI commitment had been earned in full as of 30 April 2026, whereby the average relative TSR target attainment was based on a branch index compared with the STOXX® Europe 600 Industrial Goods & Services and average annual revenue growth over a four-year performance period (compound annual growth rate, CAGR). A provision was therefore recognised at the full amount of the obligation. The provisions for share based remuneration with cash settlement totalled TEUR 4,581 in 2025/26 (2024/25: TEUR 5,321), and the respective amount recognised under personnel expenses amounted to TEUR –185 (2024/25: TEUR 1,854).

In addition to this remuneration method, variable salary components represent part of the total compensation package for the sales staff (direct sales jobs) and participants in defined local remuneration programmes.

2.6.6.14 Other provisions

2025/26 Financial Year

in TEUR	Guarantees	Restructuring	Legal proceedings	Onerous contracts	Other	Total
30 April 2025	**24,699**	**10,297**	**139**	**2,004**	**11,220**	**48,359**
Addition	8,721	5,212	313	41	5,347	19,634
Utilisation	(7,979)	(8,289)	0	(85)	(8,007)	(24,360)
Reversal	(512)	(672)	0	0	(559)	(1,743)
Foreign currency translation	(196)	(3)	0	(33)	11	(221)
30 April 2026	**24,733**	**6,545**	**452**	**1,927**	**8,012**	**41,669**
thereof current	*11,564*	*6,545*	*452*	*1,927*	*6,493*	*26,981*
thereof non-current	*13,169*	*0*	*0*	*0*	*1,519*	*14,688*

Other current provisions include, among others, accruals for licenses, commissions, customs duties, freight and professional associations as well as consulting and auditing fees. The comparable position under other non-current provisions consists chiefly of settlements due to sales representatives.

Provisions for guarantees

The provisions for guarantees are classified into separate provisions of TEUR 9,484 (2024/25: TEUR 7,434) for individual cases and experience-based provisions of TEUR 2,080 (2024/25: TEUR 2,212) for cases not recognised individually or not known. Provisions are created for cases not recognised individually or not known in connection with the voluntary extension of the guarantee to five years for Zumtobel products sold in the EU or EFTA countries. For these calculations, separate percentage rates for the various product groups are applied to product revenues for the respective period. In addition, provisions of TEUR 13,169 (2024/25: TEUR 15,053) were recognised for individual damage cases which primarily involve road lighting projects in Great Britain.

Restructuring provisions

These provisions resulted from the restructuring measures connected with the plant reorganisation in the USA and France which were still in progress as of 30 April 2026 and also from the current efficiency programme.

2.6.6.15 Financial liabilities

in TEUR	30 April 2026	30 April 2025
Loans from financial institutions	1,455	1,537
Lease liability	11,989	12,094
Working capital credits	13,521	11,388
Current borrowings	**26,965**	**25,019**
Loans from financial institutions	101,710	77,065
Lease liability	45,925	51,870
Loans from public authorities	5,514	4,909
Non-current borrowings	**153,149**	**133,844**
Borrowings	**180,114**	**158,863**

The consortium credit agreement concluded on 15 December 2021 represents a major financing agreement for the Zumtobel Group. It has a term ending in December 2028 and a maximum line which currently equals EUR 125 mn. This credit agreement was converted into an "ESG linked loan" in June 2023 which is connected to the sustainability strategy and performance. Financing costs reflect the target attainment as confirmed by the EcoVadis sustainability rating and by the reduction of Scope 3 CO_2 emissions. A total of EUR 50 million was drawn under this agreement as of 30 April 2026 (2024/25: EUR 75 million). A new financing agreement over EUR 50 million was concluded with the European Investment Bank (EIB) on 9 December 2024 and was fully drawn at EUR 50 million as of 30 April 2026 (2024/25: EUR 0 million).

These significant financing agreements include a change of control clause that would take effect if the Zumtobel family syndicate were no longer the largest shareholder group or if their holding fell below a specified threshold. They also require compliance with specific financial covenants (a debt coverage ratio of less than 3.55 and an equity ratio of more than 23.5%). The financial covenants were met in full as of 30 April 2026 with a debt coverage ratio of 1.56 (2024/25: 1.36) and an equity ratio of 43.0% (2024/25: 42.9%). The consortium credit agreement also includes a clause for an increase of up to EUR 225 million which can be drawn under certain circumstances.

In connection with the receivables due from credit institutions from an ongoing factoring agreement (see note 2.6.6.9), the Zumtobel Group recognised a corresponding current financial liability of TEUR 1,455 (2024/25: TEUR 1,386) which is reported under loans from financial institutions.

2.6.6.16 Rights of use from leases and lease liabilities

The Zumtobel Group leases various items of real estate, machinery and motor vehicles. The related leases are generally concluded for three to fifteen years but can also include extension options. These contracts can include leasing as well as non-leasing components. The transaction prices for the various components are based on their respective individual prices. Leases are negotiated individually and include a wide variety of different conditions. They do not include any credit conditions, with the exception that the leased objects serve as collateral for the lessor. Consequently, leased assets may not be used as collateral for borrowings.

The assets and liabilities from leases are initially recognised at their present value. The lease liabilities include the present value of the following lease payments:

- Fixed lease payments (including de facto fixed payments minus any incentives received)
- Variable lease payments that are linked to an index or interest(rate) and initially recognised at the index or interest(rate) on the commencement date
- Expected payments by the Group from the utilisation of residual value guarantees
- Penalty payments connected with the cancellation of a lease, if the Group plans to exercise the cancellation option during the term of the lease.

The measurement of lease liabilities also includes the lease payments which would result from the sufficiently probable exercise of extension options. Lease payments are discounted at the underlying implied interest rate when this rate can be readily determined. If not – which is usually the case – discounting is based on the lessee's incremental borrowing rate, i.e. the interest rate that the lessee would have to pay to borrow over a similar term with similar security and conditions to purchase an asset of similar value in a similar economic environment.

Group-wide interest rates are available for use in establishing the incremental borrowing rate. They are based on the Group's major currencies, each with three maturity bands.

The currency-specific three-year SWAP rate plus the Group's risk premium represents a uniform interest rate for all leases with a term up to three years. This covers the majority of the leasing contracts, which primarily involve motor vehicles with a term of 36 months. The currency-specific, six-year SWAP rate plus the Group's risk premium represents a uniform interest rate for all leases with a term of three to six years. The calculations for leases with a term over six years are based on a currency-specific ten-year SWAP rate.

The overall risk premium is based on the parameters for the Group's average credit spread and the respective country-specific risk premium, which form the basis to establish the WACC for impairment testing. Local investments are generally financed internally through loans or with guarantees provided by the Group.

The Zumtobel Group is exposed to potential changes in variable lease payments arising from fluctuations in an index or interest(rate). Any effect on the lease payment is reflected in the remeasurement of the lease liability against the right of use. Lease payments are separated into a principal and an interest portion. The interest portion is recognised to profit or loss over the term of the lease to develop a constant periodic rate of interest over the remaining amount of the liability.

The rights of use are measured at cost, which includes the following components:

- The amount determined by the initial measurement of the lease liability
- any lease payments made at or before the commencement date, less any lease incentives received,
- any initial direct costs incurred by the lessee and
- the estimated costs for the lessee to return the underlying asset to the condition required by the lease.

Rights of use are amortised on a straight-line basis over the shorter of the asset's useful life and the term of the underlying lease. Payments for short-term leases of technical equipment, machinery and motor vehicles and low-value leases are expensed as incurred. Short-term leases are defined as leases with a term up to twelve months and without a purchase option. Low-value assets include IT and office equipment.

A number of real estate leases held by the Group, primarily in connection with sales locations, include extension and cancellation options. Most of these extension and cancellation options can only be exercised by the Zumtobel Group and not by the respective lessor. In establishing the term of a lease, management includes all facts and circumstances which could provide an economic incentive to exercise an extension option or not to exercise a cancellation option. Any changes in the term arising from the exercise of extension or cancellation options are only included in the lease term when the extension or non-exercise of the cancellation option is sufficiently probable.

Development of the rights of use in 2025/26:

in TEUR	Land & buildings	Other equipment	Right-of-use assets
30 April 2025	**44,168**	**9,566**	**53,733**
Additions	7,343	3,886	11,229
Scheduled depreciation	(9,369)	(4,725)	(14,094)
Other movements	(2,758)	(287)	(3,045)
30 April 2026	**39,384**	**8,440**	**47,824**

Future lease payments to third parties:

in TEUR	2025/26	2024/25
< 1 year	15,300	15,499
1–5 years	28,205	32,199
> 5 years	30,609	34,910
Total minimum lease payments	**74,114**	**82,608**

Expenses of TEUR 13,013 were incurred in 2025/26 (2024/25: TEUR 11,891) for licences/software leasing, short-term leases, low-value leases, leases with rights and obligations whose enforcement is not sufficiently certain, and service components. The interest expense arising from leases amounted to TEUR 3,286 (2024/25: TEUR 3,148). Lease payments totalled TEUR 17,004 for the reporting year (2024/25: TEUR 16,736) and do not include any conditional components.

A GBP 15.7 million finance lease was concluded in 2008/09 for the factory building in Spennymoor, Great Britain. The contract was extended in 2024/25 for a further ten years up to 2039. The net present value of the minimum lease payments totalled TEUR 26,540 as of 30 April 2026 (2024/25: TEUR 27,815).

2.6.6.17 Zumtobel Group as the lessor

The Zumtobel Group has sublet vacant office and warehouse space which, in total, is immaterial in scope. The terms of these subleases range from one to three years.

Rental income of TEUR 777 was received in 2025/27 (2024/25: TEUR 498). Of this total, TEUR 777 (2024/25: TEUR 498) represent income from sub-letting capitalised rights of use as defined in IFRS 16.

2.6.6.18 Other liabilities

The components of other liabilities are as follows:

in TEUR	30 April 2026	30 April 2025
Contract liabilities	38,227	38,438
Government grants	6,734	7,606
Vacations, comp. in free time, special payments to employees	64,175	70,165
Amounts due to employees	5,550	8,513
Miscellaneous taxes	17,330	17,111
Social security	7,349	6,926
Accrued interest	544	14
Derivatives (hedge accounting)	2,872	3,510
Derivatives held for trading	131	2,533
Customs	56	53
Other liabilities	6,932	7,913
Other liabilities	**149,900**	**162,782**
thereof non-current	*19,294*	*19,910*
thereof current	*130,606*	*142,872*

Contract liabilities consist primarily of prepayments received, rebates, bonuses and discounts arising from contracts with customers and from long-term accruals for extended guarantees of TEUR 14,216 (2024/25: TEUR 14,750). The Zumtobel Group received government grants totalling TEUR 5,131 (2024/25: TEUR 6,145) for the plant in Serbia, which will be reported as liabilities until the grant conditions are met in full. The position "government grants" also includes research subsidies and investment bonuses. The amounts due to employees are based mainly on commitments made in connection with the employee incentive programme and include long-term commitments of TEUR 4,487 (2024/25: TEUR 4,767). Other liabilities primarily involve accrued expenses and customers with credit balances which do not represent financial instruments.

2.6.7 Notes to the Consolidated Cash Flow Statement

Cash flow was determined on a monthly basis in accordance with the indirect method. The resulting monthly cash flows are translated at the average monthly exchange rate and then aggregated, while the balance sheet positions are translated at the exchange rate in effect on the closing date. This procedure leads to currency translation differences, above all in individual positions under cash flow from operating activities, and thereby also to significant differences in comparison with the changes in the respective balance sheet positions.

In agreement with the indirect method, profit before tax is adjusted for the effects of non-cash transactions (e.g. depreciation and amortisation) as well as income and expenses that relate to investing or financing activities.

Cash flow from operating results fell from TEUR 86,425 in the previous financial year to TEUR 82,625 in 2025/26, chiefly due to the decline in revenues.

Working capital totalled TEUR 216,429 as of 30 April 2026 and was TEUR 11,324 below the level on 30 April 2025. Inventories were lower year-on-year at TEUR 167,314 (TEUR 176,898). Trade receivables declined by TEUR 711 as of 30 April 2026. Trade payables rose by TEUR 1,031 and prepayments declined by TEUR 2 at the end of the 2025/26 financial year. As a per cent of rolling 12-month revenues, working capital rose reflected the previous year at 20.8%. The receivables sold through factoring agreements amounted to TEUR 47,538 as of 30 April 2026 (2024/25: TEUR 47,530). The change in other operating positions equalled TEUR –26,681 (2024/25: TEUR –6,640). The cash outflows in this position resulted primarily from a reduction of the provisions for pensions and termination benefits as well as reduction in the provisions for restructuring and bonuses. Cash flow from operating activities declined from TEUR 72,289 to TEUR 61,848.

Cash flow from investing activities consists mainly of investments in various production facilities and also includes investments in tools for new products, expansion projects, maintenance and capitalised development costs. Investments amounted to TEUR 46,120 in 2025/26 (2024/25: TEUR 54,168). and included capitalised development costs, digitalisation and modernisation expenditures of TEUR 31,027 (2024/25: TEUR 36,763) in Dornbirn. Free cash flow declined to TEUR 16,153in the reporting year (2024/25: TEUR 19,610).

Cash flow from financing activities was adjusted by the non-cash additions from lease liabilities. This position includes cash outflows of TEUR 13,718 (2024/25: TEUR 13,563) for principal payments on lease liabilities and TEUR 9,890 (2024/25: TEUR 10,459) of interest paid. Dividends of TEUR 6,351 were distributed to shareholders during the 2025/26 financial year (2024/25: TEUR 10,681).

Liquid funds comprise cash and cash equivalents. The latter are held for the purpose of meeting short-term cash obligations. They are subject to only insignificant fluctuations in value and have a remaining maturity of not more than three months from the date of acquisition. Bank overdrafts are generally considered to be part of cash and cash equivalents because they form an integral part of the Group's cash management.

Bank deposits, demand deposits and other similar items are presented on the consolidated balance sheet under "liquid funds". Overdrafts are reported on the balance sheet under current financial liabilities.

The balance sheet position "liquid funds" also includes the above-mentioned bank deposits that are not available for discretionary use as well as smaller deposits with a term over three months. These items are not considered to be part of cash and cash equivalents.

2.6.7.1 Reconciliation to cash and cash equivalents

in TEUR	30 April 2026	30 April 2025
Liquid funds	50,131	38,935
Not available for disposal	(52)	(53)
Overdrafts	(13,521)	(11,388)
Cash and cash equivalents	**36,558**	**27,494**

Cash and cash equivalents do not include funds that are subject to restrictions on disposal.

2.6.7.2 Reconciliation to financial liabilities

in TEUR	Loans received (non-current and current)	Overdrafts	Total	Lease liability (non-current and current)	Total Borrowings
30 April 2024	**96,096**	**(12,691)**	**83,406**	**42,853**	**126,259**
Cash proceeds from non-current and current borrowings			72,637	0	72,637
Cash repayments of non-current and current borrowings			(72,459)	(13,563)	(86,022)
Changes in the scope of consolidation			151	0	151
Effect of changes in foreign exchange rates			(514)	193	(321)
Other changes			290	34,481	34,771
30 April 2025	**94,899**	**(11,388)**	**83,511**	**63,964**	**147,475**
Cash proceeds from non-current and current borrowings			52,098	0	52,098
Cash repayments of non-current and current borrowings			(28,869)	(13,718)	(42,587)
Effect of changes in foreign exchange rates			1,432	(325)	1,107
Other changes			507	7,993	8,500
30 April 2026	**122,200**	**(13,521)**	**108,679**	**57,914**	**166,593**

The position "other changes" consists chiefly of the non-cash changes to lease liabilities arising from the additions, disposals and modifications to leases as well as accrued interest.

2.6.8 Notes to the Consolidated Statement of Changes in Equity

2.6.8.1 Share capital

The company's share capital totals EUR 107,866,642.50 and is divided into 43,146,657 bearer shares with zero par value. Zumtobel Group AG shares are traded in the Prime Market segment of the Vienna Stock Exchange. The stock market abbreviation is ZAG, and the international security identification number (ISIN) is AT0000837307. The company has no shares that carry special preferred rights or control rights.

The number of shares outstanding totalled 42,337,712 as of 30 April 2026 (2024/25: 42,337,712). The company holds 808,945 treasury shares (2024/25: 808,945).

2.6.8.2 Additional paid-in capital

Additional paid-in capital includes the appropriated and non-appropriated capital of Zumtobel Group AG. This item also includes the transactions in treasury shares.

2.6.8.3 Other reserves

Other reserves
This position includes profit carried forward, profit for the year and the reserve from the expired stock option programme.

Currency reserve
This reserve includes the currency differences resulting from the application of the historical exchange rate on the date of initial consolidation and the exchange rate in effect on the balance sheet date for companies that do not report in the euro as well as differences resulting from the translation of the income statement at the monthly average exchange rate and the exchange rate in effect on the balance sheet date. Also included here are the currency differences arising from long-term Group loans granted in GBP, AUD and USD, which are classified as net investments in foreign operations in accordance with IAS 21 "The Effects of Changes in Foreign Exchange Rates" (also see notes 2.6.5.1 and 2.6.5.2.) as well as the foreign exchange effects from an interest rate hedge. Foreign exchange-based adjustments to goodwill are also recorded under this position.

Reserve for cash flow hedges
The increases or decreases in equity in the previous year from the application of hedge accounting reflect the changes in the fair value of derivative contracts that are recorded directly in equity as well as amounts transferred from equity to profit or loss following the exercise or realisation of contracts and the related deferred taxes.

IAS 19 reserve
Additional information on the IAS 19 reserve is provided in note 2.6.6.11.

2.6.8.4 Dividend

The general meeting on 26 September 2025 approved a dividend payment of 15 euro cents per share for the 2024/25 financial year. Based on the 42,337,712 outstanding on the payment date (43,146,657 shares less 808,945 treasury shares), TEUR 6,351 was distributed to shareholders on 3 October 2025.

Zumtobel Group AG follows a continuous dividend policy which calls for a pay-out of approximately 30% to 50% of consolidated net profit, taking any special effects into consideration. In order to safeguard the company's financial stability under all possible scenarios, the specific amount of the dividend is also dependent on debt coverage.

In view of the only slightly positive results of TEUR 990 recorded for the 2025/26 financial year, the Management Board plans to make a recommendation to the Supervisory Board and, subsequently, to the annual general meeting which is scheduled for 25 September 2026 to waive a dividend for the 2025/26 financial year.

2.6.9 Capital management

The goals of capital management in the Zumtobel Group are to protect the continued existence of its member companies ("going concern") and to optimise the return for shareholders by creating the best possible balance between the use of equity and debt. The capital structure is monitored regularly based on the minimum equity ratio agreed with the major lenders, including the cost and the risks connected with each type of capital. The main instruments used for capital management include an increase in or reduction of financial liabilities as well as dividend payments, new issues and share buybacks.

The consortium credit agreement and a long-term credit contract with the European Investment Bank (EIB) represent the major financing agreements for the Zumtobel Group. Information on these credit agreements is provided in note 2.6.6.15.

2.6.10 Information on Financial Instruments

2.6.10.1 Categories of financial instruments as defined in IFRS 9

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as well as their classification in the fair value hierarchy.

2025/26 Financial Year
Assets

in TEUR	Carrying amount	Accounting at fair value	Accounting at amortized cost	Fair value	Level 1	Level 2	Level 3
Non-current financial assets	3,267	685	2,582	-			
Securities and similar rights	*685*	*685*	-	*685*			*685*
Loans originated and other receivables	*2,582*	-	*2,582*	-			
Current financial assets	2,857	1,186	1,670	-			
Securities and similar rights	*1,455*	-	*1,455*	-			
Loans originated and other receivables	*215*	-	*215*	-			
Positive market values of derivatives held for trading	*1,186*	*1,186*	-	1,186		*1,186*	
Positive market values of derivatives (hedge accounting)	-	-	-	-		-	
Trade receivables	161,723	1,455	160,268	1,455			1,455
Liquid funds	50,131	-	50,131	-			
Total	**217,978**	**3,326**	**214,651**				

Liabilities

in TEUR	Carrying amount	Accounting at fair value	Accounting at amortized cost	Fair value	Level 1	Level 2	Level 3
Non-current borrowings	153,149	-	153,149	-			
Loans received	*107,224*	-	*107,224*	*104,800*		*104,800*	
Lease liability	*45,925*	-	*45,925*	-			
Other non-current liabilities	591	591	-	-			591
Current borrowings	26,965	-	26,965	-			
Loans received	*1,455*	-	*1,455*	-			
Working capital credits	*13,521*	-	*13,521*	-			
Lease liability	*11,989*	-	*11,989*	-			
Trade payables	94,329	-	94,329	-			
Other current liabilities	3,547	3,003	544	3,003			
Negative market values of derivatives held for trading	*131*	*131*	-	*131*		*131*	
Negative market values of derivatives (hedge accounting)	*2,872*	*2,872*	-	*2,872*		*2,872*	
Other	*544*	-	*544*	-			
Total	**278,581**	**3,594**	**274,987**				

The table does not include any information on the fair value of financial assets and financial liabilities that are not carried at fair value when the carrying amount represents an approximation of fair value.

Financial liabilities are carried at amortised cost, with the exception of derivatives and the obligation resulting from the earn-out agreement related to the acquisition of Inventron AG (see other non-current liabilities).

In the Zumtobel Group, the calculation of fair value is based primarily on input factors which are generally observable on the market (Level 2). The fair value of forward exchange contracts is based on the present value of future cash flows and reflects the application of current market-based interest rate curves for the respective currency and the foreign exchange rates in effect on the valuation date. The fair value of the remaining derivative financial instruments can be reliably determined as of each balance sheet date because these measurements are based on observable market input factors. These valuations reflect the Level 2 criteria. The Level 2 financial instruments consist entirely of the derivatives reported under financial assets and financial liabilities (positive market values: TEUR 1,186, 2024/25: TEUR 1,354; negative market values: TEUR –3,003, 2024/25 TEUR –6,043). The risks associated with non fulfilment of the financial assets and liabilities are reflected in risk discounts if the amounts are material.

The consolidated financial statements also include an immaterial volume of financial instruments whose valuation is not based on quoted prices or input factors that can be observed on the market (Level 3). These financial instruments represent, on the one hand, smaller investments in various companies. Dividends of TEUR 19 were received during the 2025/26 financial year (2024/25: TEUR 16).

On the other hand, the other non-current liabilities of TEUR 591 (2024/25: TEUR 394) result from obligations connected with the earn-out agreement for the purchase of the remaining 52% of Inventron AG. The amount of the earn-out is dependent on the future development of EBIT at Inventron AG, and the valuation of the obligation is based on Inventron AG's forecasted EBIT.

2024/25 Financial Year

Assets

in TEUR	Carrying amount	Accounting at fair value	Accounting at amortized cost	Fair value	Level 1	Level 2	Level 3
Non-current financial assets	4,042	682	3,360	-			
Securities and similar rights	*682*	*682*	-	*682*			*682*
Loans originated and other receivables	*3,360*	-	*3,360*	-			
Current financial assets	2,757	1,354	1,403	-			
Securities and similar rights	*1,386*	-	*1,386*	-			
Loans originated and other receivables	*17*	-	*17*	-			
Positive market values of derivatives held for trading	*1,258*	*1,258*	-	1,258		*1,258*	
Positive market values of derivatives (hedge accounting)	*96*	*96*	-	96		96	
Trade receivables	162,435	1,386	161,049	1,386			1,386
Liquid funds	38,935	-	38,935	-			
Total	**208,169**	**3,422**	**204,747**				

Liabilities

in TEUR	Carrying amount	Accounting at fair value	Accounting at amortized cost	Fair value	Level 1	Level 2	Level 3
Non-current borrowings	133,844	-	133,844	-			
Loans received	81,974	-	*81,974*	*81,016*		*81,016*	
Lease liability	51,870	-	*51,870*	-			
Other non-current liabilities	394	394	-	-			394
Current borrowings	25,019	-	25,019	-			
Loans received	1,537	-	*1,537*	-			
Working capital credits	11,388	-	*11,388*	-			
Lease liability	12,094	-	*12,094*	-			
Trade payables	93,300	-	93,300	-			
Other current liabilities	6,057	6,043	14	6,043			
Negative market values of derivatives held for trading	2,533	*2,533*	-	*2,533*		*2,533*	
Negative market values of derivatives (hedge accounting)	3,510	*3,510*	-	*3,510*		*3,510*	
Other	*14*	-	*14*	-			
Total	**258,614**	**6,437**	**252,177**				

2.6.10.2 Income / expense on financial instruments (IFRS 9 categories)

in TEUR	2025/26	2024/25
Net gains or net losses	**1,331**	**(3,502)**
Financial instruments measured at amortised cost	*(803)*	*522*
Financial instruments at fair value through P&L	*2,134*	*(4,024)*
Net investment hedge – ineffective portion of changes in fair value	*0*	*0*
Realised losses from the hedge of a net investment	*0*	*0*
Interest expense	**(10,464)**	**(10,242)**
Interest expense for financial assets measured at amortised cost	*(10,426)*	*(10,242)*
Interest expense hedge accounting	*(38)*	*0*
Interest income	**643**	**913**
Interest income at amortised cost	*590*	*830*
Interest income hedge accounting	*53*	*83*
Valuation adjustments to trade receivables	**(418)**	**(346)**

Other financial income and expenses (TEUR –2,541; 2024/25: TEUR –7,543) include the net income or expense from these investments (TEUR 1,331; 2024/25: TEUR –3,502) as well as the interest component as defined in IAS 19 "Employee Benefits" after the deduction of income on plan assets (TEUR –3,872; 2024/25: TEUR –4,041).

Net income / expense as well as the total interest expense and income are included under financial results, while impairment losses on loans and receivables are reported under selling expenses.

2.6.11 Information on Risk Management

The use of financial instruments exposes the Zumtobel Group, in particular, to the following risks:

- >> Credit risk
- >> Liquidity risk
- >> Market risk

Risk management is regulated by Group guidelines. The Management Board is responsible for the preparation of appropriate guidelines and the monitoring of risk management throughout the Group.

2.6.11.1 Credit risk

>> Trade receivables

Group companies have not concluded any general settlement agreements with customers, and the total amounts reported under assets therefore represent the maximum credit and default risk. However, this risk is considered low because it is distributed over a large number of customers and financial institutions. Losses on receivables, i.e. derecognised receivables, equalled 0.09% of Group revenues in 2025/26 (2024/25: 0.06%). In 2025/26, no individual customer was responsible for more than 10% of Group revenues.

The Group has arranged for credit insurance to cover the default risk on specific trade receivables, and an application for coverage is required for every new customer with a balance of TEUR 100 or more. The deductible on this credit insurance in the event of a default incident equalled 10% of the insured receivables as of 30 April 2026. Group managers are authorised to approve credit limits for customers, whereby the amount of the credit limit corresponds to the management level.

The valuation adjustments to trade receivables developed as follows:

in TEUR	2025/26	2024/25
Beginning balance	**(6,648)**	**(6,638)**
Foreign currency translation	(1)	(318)
Addition	(1,807)	(1,334)
Utilisation	1,557	1,028
Reversal	819	614
Ending balance	**(6,080)**	**(6,648)**

Individual valuation adjustments were recognised in connection with possible default cases. These individual charges are based on the classification of receivables as doubtful or non-doubtful. The allowances for doubtful receivables are based on specific indications or confirmation of the need to recognise a valuation adjustment. The allowances for non-doubtful receivables are calculated on the basis of a six-step risk class model which includes empirically developed default probabilities.

Trade receivables gross	**167,803**
thereof Trade receivables not valued in risk-class-model	*(28,661)*
thereof Trade receivable valuation base	*139,142*

Probability of default per risk class in %		Basis for impairment	Impairment
Debtor risk class 1	0.05%	10,612	(2)
Debtor risk class 2	0.16%	35,645	(12)
Debtor risk class 3	0.47%	36,301	(54)
Debtor risk class 4	1.56%	41,836	(425)
Debtor risk class 5	10.00%	5,778	(396)
Debtor risk class 6	15.00%	8,970	(490)
Total		**139,142**	**(1,379)**
Country-specific factor	**0.67 - 1.50**		**(50)**
Total			**(1,429)**

The main components of trade receivables that are not evaluated under the risk class valuation model are as follows:

- Receivables whose impairment or default is covered by individual credit insurance are excluded in line with the deductible.
- The dilution reserve and ongoing activities for the receivables derecognised in connection with the factoring agreement which are contrasted by contract liabilities from the granting of discounts, bonuses and rebates as well as a liability to the factor.
- Trade receivables from the invoicing of partial services for which prepayments have already been recognised as liabilities.

The nominal value of trade receivables includes TEUR 4,651 (2024/25: TEUR 4,937) that were classified as doubtful. These doubtful receivables were written off in full.

>> Liquid funds, securities, derivatives and other financial assets

The Zumtobel Group minimises credit risk in this area by investing only in short-term instruments with selected banks.

>> Outstanding credit risk
The maximum risk represents the carrying amount of financial instruments and totalled TEUR 217,978 as of 30 April 2026 (2024/25: TEUR 208,169). This amount consists primarily of trade receivables and liquid funds (also see note 2.6.10.1).

>> Climate-related credit risks
The Zumtobel Group currently sees no credit risks which would be caused directly by climate change due to the short term of the loans from trade receivables which result from its business model.

2.6.11.2 Liquidity risk

Liquidity risk represents the risk that the Zumtobel Group will be unable to meet its current and/or future payment obligations in full or on a timely basis. In order to ensure the ability to meet these obligations at all times, the Zumtobel Group maintains liquidity reserves in the form of demand deposits with banks to service expected operating expenses and financial liabilities. The Group also has extensive working capital credit lines that allow it to offset liquidity fluctuations arising from business activities, both in specific months and during the year. Consequently, there are no material liquidity risks connected with short-term financing. The results of the climate and vulnerability analysis and the analysis of transitory climate risks did not identify any material liquidity risks.

As of 30 April 2028, the Zumtobel Group had the consortium credit agreement and one other credit agreement at its disposal (see note 2.6.6.15). Other sources of liquidity include TEUR 40,703 (2024/25: TEUR 43,302) of short-term unsecured credit lines with interest rates that are dependent on local market circumstances and reflect ordinary conditions in the respective countries.

The Zumtobel Group uses a cloud-based supply chain financing programme for selected suppliers. The volumes and effects from this programme were immaterial as of 30 April 2026.

The following schedule of future payments shows the periods in which the cash flows are expected to occur. The liabilities recorded as of 30 April 2026 will result in the following payments.

30 April 2026

			Contractual cash flow		
in TEUR	Carrying amount	Total	< 1 year	1–5 years	> 5 years
Borrowings	180,114	208,001	33,968	92,636	81,397
Loans from financial institutions	103,165	114,528	3,700	60,040	50,788
Loans from public authorities	5,514	5,838	1,447	4,391	0
Lease liability	57,914	74,114	15,300	28,205	30,609
Working capital credits	13,521	13,521	13,521	0	0
Trade payables	94,329	94,329	94,329	0	0
Other liabilities	4,138	4,037	3,446	591	0
Derivatives held for trading	131	58	58	0	0
thereof outflows of forward exchange contracts		*31,451*	*31,451*	*0*	*0*
thereof inflows of forward exchange contracts		*31,393*	*31,393*	*0*	*0*
Derivatives (hedge accounting)	2,872	2,844	2,844	0	0
Other financial instruments	1,135	1,135	544	591	0
Liquidity risk	**278,581**	**306,367**	**131,743**	**93,227**	**81,397**

30 April 2025

in TEUR	Carrying amount	Total	Contractual cash flow < 1 year	1–5 years	> 5 years
Borrowings	158,863	184,548	31,149	118,489	34,910
Loans from financial institutions	78,602	85,406	2,668	82,738	0
Loans from public authorities	4,909	5,146	1,594	3,552	0
Lease liability	63,964	82,608	15,499	32,199	34,910
Working capital credits	11,388	11,388	11,388	0	0
Trade payables	93,300	93,300	93,300	0	0
Other liabilities	6,451	5,012	1,935	3,077	0
Derivatives held for trading	2,533	1,974	1,974	0	0
thereof outflows of forward exchange contracts		*109,749*	*109,749*	*0*	*0*
thereof inflows of forward exchange contracts		*107,776*	*107,776*	*0*	*0*
Derivatives (hedge accounting)	3,510	2,630	(53)	2,683	0
Other financial instruments	408	408	14	394	0
Liquidity risk	**258,614**	**282,860**	**126,384**	**121,566**	**34,910**

The future cash flows from derivatives with a positive market value are as follows:

30 April 2026

in TEUR	Carrying amount	Total	Contractual cash flow < 1 year	1–5 years	> 5 years
Financial assets	1,186	1,928	1,928	0	0
Derivatives (hedge accounting)	0	0	0	0	0
Derivatives held for trading	1,186	1,928	1,928	0	0
thereof outflows of forward exchange contracts		*90,535*	*90,535*	*0*	*0*
thereof inflows of forward exchange contracts		*92,463*	*92,463*	*0*	*0*

30 April 2025

in TEUR	Carrying amount	Total	Contractual cash flow < 1 year	1–5 years	> 5 years
Financial assets	1,354	1,843	1,789	54	0
Derivatives (hedge accounting)	96	95	41	54	0
Derivatives held for trading	1,258	1,748	1,748	0	0
thereof outflows of forward exchange contracts		*82,141*	*82,141*	*0*	*0*
thereof inflows of forward exchange contracts		*83,889*	*83,889*	*0*	*0*

No securities were pledged as collateral.

2.6.11.3 Market risk

Market risk represents the risk arising from changes in market prices that are denominated in a foreign currency (in particular, from sales and procurement transactions that are not denominated in the functional currency or from net investments in Group companies with a different functional currency than the euro). Another source of market risk involves the changes in interest rates and raw material prices which could have a negative effect on Group earnings and/or the fair value of the financial instruments used by the Group. The goal of risk management in this area is to identify and minimise these risks as far as possible and economically feasible through the implementation of appropriate measures.

The Zumtobel Group uses derivative financial instruments in certain cases to provide protection against these risks. Derivative transactions are concluded only with selected banks in order to minimise the credit risk associated with the hedges. The use of derivative financial instruments is regulated by a Group hedging policy. No derivatives are used for trading or speculative purposes.

Planned cash flows that are exposed to exchange rate risks are generally hedged for an average of one to three quarters on a rolling basis. This method leads to a relatively constant volume of hedges and equalises foreign exchange exposure. Raw material price risks are reduced where possible through appropriate supplier agreements.

The Zumtobel Group concluded a cross-currency interest rate swap to hedge a net investment in Swiss francs. The fair value changes in the hedging instrument are recorded in comprehensive income under currency differences in accordance with IFRS 9 "Financial Instruments – Recognition and Measurement". The hedge was last extended on 30 June 2023 based on a historical exchange rate (EUR/CHF 1.4364) at a nominal amount of TCHF 12,780, and the term now ends on 30 June 2026. Amortisation of TCHF 500 (initially as of 29 September 2023) is recorded quarterly and included as part of the hedge. In connection with this new roll over, the CHF-denominated net investment (the business operations of the Swiss subsidiaries) was designated as an underlying transaction at a proportional amount of TCHF 12,780 without termination of the existing hedge. The designated nominal amount of the underlying transaction is also reduced quarterly by TCHF 500 in line with the amortisation of the hedge. The variable CHF SARON is used as the CHR reference interest rate for the CHF-denominated component and the variable three-month EURIBOR for the EUR component. The effectiveness of the hedge relationship is determined at the beginning of the hedge and on a regular basis through a prospective evaluation with a critical terms match. This process ensures an economic connection between the hedge and the underlying transaction. The effectiveness is assumed to equal 100% from a prospective standpoint and, consequently, no ineffectiveness was recognised.

Interest rate risk

Interest rate risk represents the possible fluctuation in the value of a financial instrument due to an increase or decrease in market interest rates or a future change in cash flows from variable interest items. The risk associated with interest rate fluctuations is related primarily to receivables and liabilities with a term of more than one year. These terms are not of material importance in the operating area but can play a role with respect to financial assets and financial liabilities.

Money market interest rates remained nearly constant in 2025/26 and, in view of the generally variable interest agreements for the major bank liabilities, resulted in an interest level that reflected the previous year. Consequently, interest expense was influenced primarily by the amounts drawn. A bilateral long-term loan concluded with the European Investment Bank (EIB) with a term ending in June 2031 was completely drawn as of June 2025. This loan as well as the consortium credit agreement carry a variable interest rate (EURIBOR money market interest rate plus a fixed interest margin). The factoring agreement is based on variable money market interest rates plus an agreed interest margin.

In February 2024, a euro interest rate swap (nominal volume: TEUR 5,000; fixed interest up to March 2027) was concluded as a limited interest hedging instrument. This interest rate swap exchanges variable interest payments for monthly fixed interest payments at 2.687% per year and was designated as a cash flow hedge for the variable interest payments from the proportional amount of the outstanding draw-down from the consortium credit agreement at the same nominal volume in accordance with IFRS 9 (contrasting identical risk components for the underlying transaction and the derivative, hedge ratio 1:1). From a prospective standpoint, the effectiveness is assumed to be almost 100% due to the similarity of the major contract terms (e.g. reference interest rate, interest rate adjustment dates, payment dates and nominal amount). Potential sources of ineffectiveness could come from a significant change in the interest landscape (e.g. if the reference rate (EURIBOR) turns negative) or if there are changes in the default risk of the counterparty to the derivative. Any ineffectiveness with regard to this EUR interest rate swap was negligible in 2025/26.

Nominal currency	Nominal value in 1,000 local currency 30 April 2026	Fair value in TEUR 2025/26	Fair value in TEUR 2024/25
EUR	5,000	0	96
Positive market values of hedging instrument (hedge accounting)		**0**	**96**
EUR	5,000	(10)	0
CHF	7,228	(2,861)	(3,510)
Negative market values of hedging instrument (hedge accounting)		**(2,872)**	**(3,510)**

The nominal amount of the EUR-CHF cross currency swap was amortised by TCHF 2,000 at the historical exchange rate of 1.4364 against an amount of TEUR 1,392 in the consolidated statement of comprehensive income.

The financial liabilities reported as fixed interest represent loans from public sources and lease liabilities as defined in IFRS 16.

>> Outstanding interest rate risk

The following table shows the classification of interest-bearing financial instruments according to fixed and variable interest rates:

in TEUR	30 April 2026	30 April 2025
Borrowings	(61,677)	(66,570)
Fixed rate instruments	**(61,677)**	**(66,570)**
Financial assets	6,124	6,799
Liquid funds	50,131	38,935
Borrowings	(118,437)	(92,293)
Variable rate instruments	**(62,182)**	**(46,559)**
Total	**(123,859)**	**(113,129)**

Rising interest rates – especially for the euro – can have a negative impact on financial results and increase the Group's average interest rate.

>> Sensitivity analysis

For variable interest instruments, a change of 100 basis points in the interest rate over a period of one year would result in a change of TEUR 521 (2024/25: TEUR 419) in interest income or interest expense on the income statement. Since fixed-interest financial liabilities are carried at amortised cost, a change in the interest rate would not have any valuation effects on the income statement or equity.

For the interest rate hedges, a change of 100 basis points in the interest rate over a period of one year would lead to a contrary valuation effect of TEUR 42.

Foreign exchange risk

Foreign exchange risk represents the risk that changes in exchange rates can lead to fluctuations in the value of financial instruments. This risk occurs when business transactions are carried out in a different currency than the functional (local) currency of the involved company.

The foreign exchange hedges had a remaining term of less than one year as of the balance sheet date. The Zumtobel Group generally uses forward exchange contracts with a term of up to one year, but options are also used in selected cases. Translation risks are not hedged.

The Group's main currencies are the EUR, USD, CHF, GBP, AUD, NOK and SEK.

Foreign exchange exposure is determined on the basis of general forecast assumptions and not on the basis of specific contracts and, for this reason, the requirements for hedge accounting are usually not met.

>> Sensitivity analysis

The following information describes the sensitivity of a change in the EUR exchange rate versus other currencies from the Group's point of view. The calculations cover all financial instruments reported on the balance sheet as of 30 April 2026 (including internal financial instruments).

Financial instruments denominated in the relevant functional currency of subsidiaries that are not located in the euro zone do not represent a risk and are therefore not included in this sensitivity analysis.

A 10% increase or decrease in the value of the euro versus the respective foreign currency as of 30 April 2026 would have had the following effect on profit after tax and equity based on the most important currency pairs. All other variables (above all interest rates) were held constant for the analysis. The effects on equity are related to long-term Group loans.

	EUR decrease of 10%		EUR increase of 10%	
in TEUR	Profit or loss	Equity	Profit or loss	Equity
EUR – GBP	(32)	(5,102)	32	5,102
EUR – USD	2,075	(436)	(2,075)	436
EUR – RSD	(695)	0	695	0
EUR – AUD	1,182	(367)	(1,182)	367
EUR – CHF	616	0	(616)	0
EUR – HKD	(1,152)	0	1,152	0

The following table shows the effects on derivatives of an exchange rate change of +/- 10%.

in TEUR	Fair value	EUR decrease of 10%	EUR increase of 10%
EUR – USD	313	1,601	(1,455)
EUR – CHF	764	(5,536)	5,033
EUR – GBP	0	0	0
EUR – NOK	(15)	(87)	79
EUR – SEK	6	(152)	138

Raw material price risk

The most important raw materials used by the Zumtobel Group are aluminium, steel, plastic granulate and energy. Fixed-term supply contracts are concluded wherever possible to minimise the risks arising from unexpected price fluctuations.

The energy price crisis and climate crisis have not had any material effects on market risk for the Zumtobel Group because energy intensity is low compared with other industrial sectors. Moreover, the Group is working to gradually increase the share of ecological energy through the use of photovoltaic equipment in production.

2.6.12 Segment Reporting

2.6.12.1 Operating segments

Components Segment. Each segment has its own global product portfolio, sales and production organisation. In the Lighting Segment, the company is one of the European market leaders with its Thorn and Zumtobel brands. The components brand Tridonic forms the basis for the Group's leading role in the production of hardware and software for lighting systems (LED light sources, LED drivers, sensors and lighting systems management).

The focus of both segments, the Lighting Segment and the Components Segment, is clearly based on applications. The Indoor Division includes applications for industry (incl. logistics, halls and car parks), offices, education and health (incl. hospitals, schools and universities) as well as the retail trade, supermarkets, art & culture and exhibition areas (incl. gastronomy). The Outdoor Division addresses applications for roads, tunnels, sport facilities and exterior lighting for public areas, including facade lighting. The Service Division bundles all project and software-oriented services under a single roof. This application-based orientation determines the form of the product portfolio and carries over into the sales organisation.

Segment reporting is principally based on the same presentation, accounting and valuation methods used to prepare the consolidated financial statements. In accordance with the management approach prescribed by IFRS 8 "Operating Segments", adjusted operating profit (EBIT) – a key indicator used for internal reporting – is included as part of the segment data. The disclosures on segment assets are therefore limited to the segment inventories which are reported regularly to management.

The column "Reconciliation" comprises assets and the related income statement items that could not be allocated to either segment as well as property, plant and equipment, financial liabilities and taxes that involve both segments.

Adjusted depreciation for the reporting period includes TEUR –71 of impairment losses (2024/25: TEUR –218) which are allocated to the Lighting Segment at TEUR –71 (2024/25: TEUR 0) and to the Components Segment at TEUR 0 (2024/25: TEUR –218). The elimination of inter-segment revenues is included in the reconciliation column.

	Lighting Segment		Components Segment		Reconciliation		Group	
in TEUR	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25
Net revenues	**832,294**	**864,035**	**266,415**	**299,346**	**(58,324)**	**(66,145)**	**1,040,385**	**1,097,236**
External revenues	*830,953*	*862,609*	*209,433*	*234,627*	*0*	*0*	*1,040,385*	*1,097,236*
Inter-company revenues	*1,342*	*1,426*	*56,982*	*64,719*	*(58,324)*	*(66,145)*	*0*	*0*
Cost of goods sold(adjusted)[1)]	(501,712)	(530,057)	(211,669)	(234,064)	61,456	67,162	(651,925)	(696,959)
Adjusted Gross profit[1)]	**330,581**	**333,978**	**54,746**	**65,283**	**3,132**	**1,016**	**388,459**	**400,277**
SG&A adjusted)[1)]	(275,908)	(282,707)	(50,181)	(51,752)	(19,969)	(18,870)	(346,058)	(353,330)
thereof Selling expenses (adjusted)[1)]	*(256,892)*	*(261,656)*	*(48,127)*	*(49,141)*	*(1,783)*	*(3,293)*	*(306,801)*	*(314,090)*
Adjusted EBIT[1)]	**54,673**	**51,271**	**4,565**	**13,530**	**(16,838)**	**(17,853)**	**42,400**	**46,948**
Special effects	(10,766)	(14,101)	(5,812)	120	(2,733)	0	(19,311)	(13,981)
Operating profit	**43,907**	**37,170**	**(1,247)**	**13,649**	**(19,571)**	**(17,853)**	**23,089**	**32,966**
Investments	**35,056**	**37,824**	**8,901**	**13,166**	**2,163**	**3,179**	**46,120**	**54,168**
Adjusted Depreciation[1)]	**(37,417)**	**(37,184)**	**(13,102)**	**(12,962)**	**(3,299)**	**(3,745)**	**(53,819)**	**(53,891)**

1) Adjusted for special effects

The special effects recognised as a result of restructuring measures are allocated to the segments as follows:

	Lighting Segment		Components Segment		Reconciliation		Group	
in TEUR	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25	2025/26	2024/25
Cost of goods sold	7,363	(10,444)	4,801	300	0	0	12,163	(10,144)
Selling expenses	2,648	(2,483)	390	(106)	0	0	3,039	(2,589)
Administrative expenses	755	(1,174)	0	(75)	2,733	0	3,488	(1,248)
Other operating results	0	0	621	0	0	0	621	0
Special effects	**10,766**	**(14,101)**	**5,812**	**120**	**2,733**	**0**	**19,311**	**(13,981)**

The special effects include impairment losses of TEUR 5,534 (2024/25: TEUR 0) which are allocated to the Lighting Segment at TEUR 395 and to the Components Segment at TEUR 5,139.

Revenues with individual external customers amount to less than 10% of total revenues in all cases.

	Lighting Segment		Components Segment		Reconciliation		Group	
	30 April 2026	30 April 2025	30 April 2026	30 April 2025	30 April 2026	30 April 2025	30 April 2026	30 April 2025
Headcount (full-time equivalent)	3,415	3,538	1,505	1,599	147	162	5,067	5,299

The above headcount includes 138 (2024/25: 89) contract workers employed by the Zumtobel Group.

The reconciliation column comprises the following:

in TEUR	2025/26	2024/25
Group parent companies	(19,684)	(17,881)
Group entries	113	28
Operating profit	**(19,571)**	**(17,853)**

The classification of inventories by segment is as follows:

	Lighting Segment		Components Segment		Reconciliation		Group	
in TEUR	30 April 2026	30 April 2025	30 April 2026	30 April 2025	30 April 2026	30 April 2025	30 April 2026	30 April 2025
Raw materials	37,387	40,121	36,057	38,406	0	0	73,444	78,527
Work in process	480	552	1,666	1,228	0	0	2,146	1,780
Semi-finished goods	10,708	11,938	453	313	0	0	11,161	12,251
Merchandise	22,812	24,475	7,057	8,552	0	0	29,869	33,027
Finished goods	52,952	51,124	39,510	40,916	(399)	(449)	92,063	91,591
Impairment loss	(21,770)	(20,357)	(19,599)	(19,921)	0	0	(41,369)	(40,278)
Inventories	**102,569**	**107,853**	**65,144**	**69,494**	**(399)**	**(449)**	**167,314**	**176,898**

2.6.12.2 Regional segments

The classification of business activities by region is based on the following: D/A/CH, Northern and Western Europe, Southern and Eastern Europe, Asia & Pacific and Americas & MEA:

in TEUR	2025/26	2024/25
D/A/CH	395,875	408,023
thereof Austria	95,002	100,762
Northern and Western Europe	243,146	265,906
Southern and Eastern Europe	264,377	279,191
Asia & Pacific	75,892	87,129
Americas & MEA	61,095	56,987
Total	**1,040,385**	**1,097,236**

2.6.13 Contingent Liabilities and Guarantees

The Zumtobel Group has issued bank guarantees totalling TEUR 16,344 (30 April 2025: TEUR 16,963) for various liabilities.

2.6.14 Subsequent Events

No material events occurred after the balance sheet date on 30 April 2026.

2.6.15 Related Party Transactions

Closely related persons are defined as persons in key positions at Zumtobel Group AG (active members of the Management Board and Supervisory Board of Zumtobel Group AG) and their close family members. No revenues were generated from the sale of goods to members of management in key positions during the reporting year (2024/25: TEUR 0). The members of the Management

Board received long-term variable remuneration (LTI) of TEUR 1,335 (2024/25:TEUR1,290). Remuneration of TEUR 661 (2024/25:TEUR 660) was paid to the members of the Supervisory Board. No loans or advances were granted to management in key positions. The members of management in key positions take on functions in other companies which allow them to exercise control or significant influence over the respective company's financial and business policies. Transactions with these companies amounted to TEUR 53 (2024/25: TEUR 73) and generated revenues of TEUR 198 (2024/25: TEUR 88).

Transactions with unconsolidated companies totalled TEUR 12 (2024/25: TEUR 3) and generated revenues of TEUR 837 (2024/25: TEUR 1,489). Moreover, the Zumtobel Group holds receivables of TEUR 771 (2024/25: TEUR 1,194) due from unconsolidated companies. There were no transactions with owners during the 2025/26 financial year.

There were no investments in associated companies as defined by IAS 28 as of 30 April 2026. In the previous 2024/25 financial year, revenues for materials and services sold to associated companies equalled TEUR 467, and the expenses for products purchased from associated companies amounted to TEUR 3,055.

Remuneration for the corporate bodies of Zumtobel Group AG

in TEUR	2025/26	2024/25
Total remuneration for the Management Board	**4,915**	**4,631**
thereof fixed component	*2,231*	*2,147*
thereof short-term variable component	*1,319*	*1,194*
thereof long-term variable component	*1,365*	*1,290*

in TEUR	2025/26	2024/25
Alfred Felder (as of 1 April 2016)	**1,670**	**1,509**
thereof fixed component	*756*	*700*
thereof short-term variable component	*449*	*389*
thereof long-term variable component	*465*	*420*
Bernhard Motzko (as of 1 February 2018)	**1,199**	**1,185**
thereof fixed component	*550*	*550*
thereof short-term variable component	*319*	*305*
thereof long-term variable component	*330*	*330*
Thomas Erath (as of 1 August 2021)	**981**	**967**
thereof fixed component	*450*	*447*
thereof short-term variable component	*261*	*250*
thereof long-term variable component	*270*	*270*
Marcus Frantz (as of 1 November 2022)	**1,065**	**970**
thereof fixed component	*475*	*450*
thereof short-term variable component	*290*	*250*
thereof long-term variable component	*300*	*270*

As a contractual fringe benefit, each member of the Management Board is entitled to participate in the collective insurance policy for work-related accidents that was concluded for these persons. The company can cover verified costs for general health insurance for the Management Board member and his family. Each Management Board member is also provided with a company car (upper middle-class) based on the respective regulation issued by Zumtobel Group AG, which can also be used for private purposes. The members of the Management Board and all other corporate bodies are covered by criminal law insurance and D&O insurance concluded by the company, which carries the related premiums.

The remuneration received by the Supervisory Board of Zumtobel Group AG is shown in the following table:

in TEUR	2025/26	2024/25
Total Supervisory Board remuneration	**661**	**660**
thereof fixed remuneration	421	420
thereof variable remuneration	240	240

2.6.16 Information on Employees and Corporate Bodies

2.6.16.1 Personnel structure

	30 April 2026		30 April 2025	
	Average	Balance sheet date	Average	Balance sheet date
Production	2,366	2,273	2,557	2,488
R&D	542	537	538	546
Sales	1,663	1,642	1,699	1,694
Administration	476	476	478	483
Miscellaneous	136	138	100	90
Total	**5,183**	**5,067**	**5,372**	**5,299**

The above number of employees also includes the contract workers employed by the Zumtobel Group.

2.6.16.2 Corporate bodies

The following persons served as members of the Supervisory Board in 2025/26:

Name	Function	Initially appointed/ delegated in	Term ends in	Service time to date
Karin Zumtobel-Chammah	Chairwoman	2019	2026	7 years
Georg Pachta-Reyhofen	1st Vice-Chairman	2020	2027	6 years
Volkhard Hofmann	2nd Vice-Chairman	2017	2028	9 years
Christian Beer	Member	2020	26.09.2025	5 years
Eva Kienle	Member	2019	2026	7 years
Thorsten Staake	Member	2020	2027	6 years
Peter Ernst Gaugg	Member	2025	2028	1 year
Dietmar Dünser	Delegated by the Employees' Council	2015		11 years
Richard Apnar	Delegated by the Employees' Council	2012		14 years
Isabel Kreilhuber	Delegated by the Employees' Council	2021		5 years

The following persons served as members of the Management Board in 2025/26:

Name	Function	Initially appointed in	Term ends in	Service time to date
Alfred Felder	CEO (Chief Executive Officer)	1 April 2016	30 September 2027	10 years
Bernard Motzko	COO (Chief Operating Officer)	1 February 2018	30 September 2026	8 years
Thomas Erath	CFO (Chief Financial Officer)	1 August 2021	30 September 2027	5 years
Marcus Frantz	CDTO (Chief Digital Transformation Officer)	1 November 2022	30 September 2028	4 years

2.7 Scope of Consolidation

No.	Total	Country	Share in %	Consolidation method	Balance sheet date	Currency
1	ZG Operations Australia Pty. Ltd.	Australia	100	full	30 April	AUD
2	Tridonic Australia Pty. Ltd.	Australia	100	full	30 April	AUD
3	Tridonic Oceania Holding Pty. Ltd.	Australia	100	full	30 April	AUD
4	ZG Lighting Australia Pty Ltd	Australia	100	full	30 April	AUD
5	LEDON Lighting GmbH	Austria	100	full	30 April	EUR
6	RailSignia GmbH	Austria	75.1	full	30 April	EUR
7	Tridonic GmbH	Austria	100	full	30 April	EUR
8	Tridonic GmbH & Co KG	Austria	100	full	30 April	EUR
9	Tridonic Holding GmbH	Austria	100	full	30 April	EUR
10	Zumtobel Group AG	Austria	100	full	30 April	EUR
11	Zumtobel Holding GmbH	Austria	100	full	30 April	EUR
12	Zumtobel Insurance Management GmbH	Austria	100	full	30 April	EUR
13	Zumtobel LED GmbH	Austria	100	full	30 April	EUR
14	RFZ Holding GmbH	Austria	100	full	30 April	EUR
15	ZG Lighting Austria GmbH	Austria	100	full	30 April	EUR
16	Zumtobel Lighting GmbH	Austria	100	full	30 April	EUR
17	Zumtobel Pool GmbH	Austria	100	full	30 April	EUR
18	ZG Lighting Benelux SA	Belgium	100	full	30 April	EUR
19	ZG ILUMINACION LATAM LIMITADA	Chile	100	full	30 April	CLP
20	Thorn Lighting (Guangzhou) Ltd.	China	100	full	31 December	CNY
21	ZG Lighting Hong Kong Limited	Hong Kong	100	full	30 April	HKD
22	Tridonic (Shanghai) Co. Ltd.	China	100	full	31 December	CNY
23	TridonicAtco (Shenzhen) Co. Ltd.	China	100	full	31 December	CNY
24	TridonicAtco Hong Kong Ltd.	Hong Kong	100	full	30 April	HKD
25	ZG Lighting d.o.o.	Croatia	100	full	30 April	EUR
26	ZG Lighting Czech Republic, s r.o.	Czech Republic	100	full	30 April	CZK
27	ZG Lighting Denmark A/S	Denmark	100	full	30 April	DKK
28	Thorn Lighting OY	Finland	100	full	30 April	EUR
29	ZG Lighting France SAS	France	100	full	30 April	EUR
30	Tridonic France Sarl	France	100	full	30 April	EUR
31	ZG Europhane SAS	France	100	full	30 April	EUR
32	Reiss Lighting GmbH	Germany	100	full	30 April	EUR
33	Tridonic Deutschland GmbH	Germany	100	full	30 April	EUR
34	Zumtobel Holding GmbH	Germany	100	full	30 April	EUR
35	Zumtobel Group Deutschland GmbH	Germany	100	full	30 April	EUR
36	Zumtobel Lighting GmbH	Germany	100	full	30 April	EUR
37	ZG Lighting Greece	Greece	100	full	30 April	EUR
38	Rewath Ltd.	Great Britain	100	full	30 April	GBP
39	Thorn Lighting Group	Great Britain	100	full	30 April	GBP
40	Thorn Lighting Holdings Ltd.	Great Britain	100	full	30 April	GBP
41	Thorn Lighting International Ltd.	Great Britain	100	full	30 April	GBP
42	Thorn Lighting Ltd.	Great Britain	100	full	30 April	GBP
43	Tridonic UK Ltd.	Great Britain	100	full	30 April	GBP
44	Wengen-One Ltd.	Great Britain	100	full	30 April	GBP
45	Wengen-Two Ltd.	Great Britain	100	full	30 April	GBP
46	Wengen-Three Ltd.	Great Britain	100	full	30 April	GBP
47	Wengen-Four Ltd.	Great Britain	100	full	30 April	GBP
48	Wengen-Five Ltd.	Great Britain	100	full	30 April	GBP

49	ZG Lighting (UK) Limited	Great Britain	100	full	30 April	GBP
50	ZG Lighting Hungary Kft.	Hungary	100	full	30 April	HUF
51	Thorn Lighting India Private Limited	India	100	full	30 April	INR
52	ZG Lighting (Ireland) Ltd.	Ireland	100	full	30 April	EUR
53	Tridonic Italia SRL	Italy	100	full	30 April	EUR
54	ZG Lighting Srl socio unico	Italy	100	full	30 April	EUR
55	Tridonic (Malaysia) Sdn, Bhd.	Malaysia	100	full	30 April	MYR
56	ZG Lighting Netherlands B.V.	Netherlands	100	full	30 April	EUR
57	Thorn Lighting Asian Holdings BV	Netherlands	100	full	30 April	EUR
58	ZG Lighting (N.Z.) Limited	New Zealand	100	full	30 April	NZD
59	ZG Lighting Norway AS	Norway	100	full	30 April	NOK
60	ZG Lighting Polska sp.z o.o.	Poland	100	full	30 April	PLN
61	Europhane Portugal LDA	Portugal	100	full	31 March	EUR
62	Tridonic Portugal Unipessoa LDA	Portugal	100	full	30 April	EUR
63	ZG Lighting Trading WLL	Qatar	49	full	30 April	QAR
64	Zumtobel Lighting Romania SRL	Romania	100	full	30 April	RON
65	ZG Lighting Singapore Pte Limited	Singapore	100	full	30 April	SGD
66	Tridonic (S.E.A.) Pte Ltd.	Singapore	100	full	30 April	SGD
67	ZG Lighting Slovakia s.r.o.	Slovakia	100	full	30 April	EUR
68	ZG Lighting d.o.o.	Slovenia	100	full	30 April	EUR
69	ZG Lighting SRB d.o.o.	Serbia	100	full	30 April	RSD
70	Tridonic SRB d.o.o.	Serbia	100	full	30 April	RSD
71	Tridonic SA (Proprietary) Limited	South Africa	100	full	30 April	ZAR
72	TRIDONIC Korea LLC	South Korea	100	full	30 April	WON
73	ZG Lighting Iberia S.L.	Spain	100	full	30 April	EUR
74	Tridonic Iberia SL	Spain	100	full	30 April	EUR
75	ZG Lighting Nordic AB	Sweden	100	full	30 April	SEK
76	TLG Sweden Holdings AB	Sweden	100	full	30 April	SEK
77	Tridonic AG	Switzerland	100	full	30 April	CHF
78	Zumtobel Licht AG	Switzerland	100	full	30 April	CHF
79	Inventron AG	Switzerland	100	full	31 December	CHF
80	ZG Lighting (Thailand) Ltd	Thailand	100	full	30 April	THB
81	Tridonic Aydinlatma Ticaret Limited Sirketi	Turkey	100	full	30 April	TRY
82	Thorn Gulf LLC	UAE	49	full	31 December	AED
83	Tridonic (ME) FZE	UAE	100	full	30 April	AED
84	Tridonic Inc., US	USA	100	full	30 April	USD
85	Lemgo Realty Corp.	USA	100	full	30 April	USD
86	Zumtobel Lighting Inc.	USA	100	full	30 April	USD

The following companies were not included in the scope of consolidation in 2025/26 due to materiality considerations:

1	Atlas International Limited	Great Britain	100	30 April	GBP
2	Smart & Brown Limited	Great Britain	100	30 April	GBP
3	Oriole Emergency & Fire Protection Limited	Great Britain	100	30 April	GBP
4	Thorn Lighting Pension Trustees Limited	Great Britain	100	30 April	GBP
5	TLG Supplemental Pension Trustees Limited	Great Britain	100	30 April	GBP
6	TLG Limited	Great Britain	100	30 April	GBP
7	British Lighting Industries Limited	Great Britain	100	30 April	GBP
8	Thorn Lighting Overseas	Great Britain	100	30 April	GBP
9	ATCO Controls (India) Pvt. Lt.	India	100	31 March	INR
10	ZG Lighting Russia	Russia	100	31 December	RUB
11	ALL - Advanced Lights Limited AG	Switzerland	100	31 December	CHF

The following company was liquidated in 2025/26:

1	Tridonic Jennersdorf GmbH	Austria	100	full	30 April	EUR

2.8 Statement by the Management Board in accordance with § 124 (1) No. 3 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.

Dornbirn, 13 July 2026

The Management Board

Alfred Felder
Chief Executive Officer (CEO)

Thomas Erath
Chief Financial Officer (CFO)

Bernard Motzko
Chief Operating Officer (COO)

Marcus Frantz
Chief Digital Transformation Officer (CDTO)

We draw attention to the fact that the English translation of this auditor's report according to section 274 UGB (Austrian Company Code) is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Auditors Report

Report on the Consolidated Financial Statements

Audit Opinion

We have audited the accompanying consolidated financial statements of Zumtobel Group AG, Dornbirn, and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 30 April 2026, the separate consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of cash flows and the consolidated statement of changes in equity 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 30 April 2026, 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 allocated to the Lighting segment as well as recoverability of the assets allocated to the Components segment

>> Description

In the consolidated financial statements of Zumtobel Group AG, the item "Goodwill" in the consolidated balance sheet reports goodwill in the amount of EUR 194.9 million, thus representing 20% of the Group's total assets. As at the reporting date 30 April 2026, this goodwill only relates to the goodwill of the Lighting segment which particularly results from the acquisition of the Thorn Lighting Group in the financial year 1999/2000. In order to determine a potential need for impairment, the Company tests goodwill for impairment each year at the reporting date or if there is any indication that an asset may be impaired. The impairment test of Lighting goodwill is performed on the level of the Lighting segment to which goodwill is allocated as a cash-generating unit. The cash-generating unit Components which corresponds to the segment Components identified pursuant to IFRS 8.5, does not report any goodwill as at the reporting date 30 April 2026 (prior year: EUR 2.0 million). The carrying amount of the cash-generating unit Components amounted to EUR 126.4 million (including allocated corporate assets in the amount of EUR 6.3 million) as at the reporting date 30 April 2026. Due to indications of impairment, the Group tested the assets allocated to the cash-generating unit Components for impairment in order to determine a potential need for impairment as at the reporting date 30 April 2026.

In the course of the impairment test, the carrying amount of the cash-generating unit is compared with the respective recoverable amount. The recoverable amount is determined based on the value in use. Measurement is based on the present value of future cash flows of the cash-generating unit. The Group determines the present value by means of a discounted cash flow model. In doing so, expectations regarding the future market development, the general economic situation and assumptions regarding the development of macroeconomic factors as well as the expected impact of current and future business development on the business activities of the segment are also taken into account. Discounting is made based on the weighted average capital costs of the cash-generating unit. The impairment test did not result in any need for impairment of goodwill in the Lighting segment and of the assets allocated to the cash-generating unit Components.

The result of this measurement substantially depends on estimates made by management with regard to the future cash flows of the Lighting segment and the Components segment, the discount rate used, the growth rate as well as further assumptions, especially given the stagnating business development in the Lighting segment and the recent decline in business development in the Components segment. Against this backdrop and given the complexity of the measurement, we considered this matter to be a key audit matter in the course of our audit.

>> Audit approach and key observations

In the course of our audit and by involving internal measurement specialists, we verified – among others – the methodical approach in identifying indications for a need for impairment and in performing the impairment test. After reconciling the future cash flows used in the calculation with the medium-term planning approved by the Supervisory Board for the Lighting segment and the Components segment, we evaluated the appropriateness of the calculation, in particular by comparing it with general and industry-specific market expectations. In this context, we also verified management's estimates regarding the impact of the current and future business development on the business activities of the segments and verified its consideration in determining the future cash flows. Knowing that small changes in the discount rate used may already have a material impact on the amount of the recoverable amount thus calculated, we examined the parameters applied in the determination of a discount rate in line with the risk level and the assumptions relating to the long-term growth rate by means of external market data as well as examined the calculation method for mathematical accuracy. To take into account the existing forecast uncertainties, we verified the sensitivity analyses prepared by the Company. In doing so, we noted that, considering the information available, the carrying amounts of the cash-generating units were sufficiently covered by the discounted future cash flows.

Overall, the measurement parameters and assumptions used by management are in line with our expectations and are within the acceptable ranges from our point of view.

>> Reference to related disclosures

The Company's disclosures on the impairment test are included in section 2.6.6.1 in the notes to the consolidated financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual financial report exceeding the statutory scope 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 skepticism throughout the audit.

We also:

- 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.
- 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.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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.
- 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.
- 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, except for the requirements regarding the sustainability reporting. Regarding the consolidated sustainability 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, except for the requirements regarding the sustainability reporting, comprising the details in accordance with section 243a UGB, 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 26 September 2025. We were appointed by the Supervisory Board on 7 January 2026. We have audited the Company for an uninterrupted period since 2020/2021.

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 Peter Pessenlehner, Austrian Certified Public Accountant.

Vienna
13 July 2026

PwC Wirtschaftsprüfung GmbH

Peter Pessenlehner
Austrian Certified Public Accountant

signed

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 UGB apply.

We draw attention to the fact that the English translation of this independent assurance report is presented for the convenience of the reader only and that the German wording is the only legally binding version.

Independent Assurance Report on the Assurance Engagement of the Consolidated Sustainability Reporting

Zumtobel Group AG
Höchsterstraße 8
6850 Dornbirn

We have performed a limited assurance engagement of the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement" of Zumtobel Group AG, Dornbirn, for the financial year ended as at 30 April 2026.

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 "Consolidated Sustainability Statement" does not comply, in all material aspects, with the statutory requirements, including:

- compliance with the European Sustainability Reporting Standards (hereinafter ESRS),
- carrying out the process to identify the information to be reported pursuant to ESRS (hereinafter "Materiality Assessment Process"), and its presentation in disclosure "IRO-1 & SBM-3 – Description of the processes to identify and assess material impacts, risks and opportunities" pursuant to ESRS 2, 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 the supplementary expert opinion on selected issues relating to the assurance engagement of the sustainability reporting. 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 Limited Assurance Engagement of the Consolidated Sustainability Reporting" 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.

Our assurance activities are subject to professional and regulatory requirements, which essentially correspond to the requirements pursuant to the International Standard on Quality Management (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 this 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, but does not include the consolidated sustainability reporting and our related independent assurance report.

Our conclusion on the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated 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 "Consolidated 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 section "Consolidated 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 on the other information that we obtained prior to the date of this independent assurance 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 Supervisory Board/Audit Committee

Management is responsible for the preparation of the consolidated 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 consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement" complying with the statutory requirements, including compliance with the ESRS,
- including disclosures in accordance with the EU Taxonomy Regulation in the consolidated sustainability reporting as well as
- designing, implementing and maintaining such internal controls as management determines is relevant to enable the preparation of consolidated sustainability reporting included in the management report for the Group in the section "Consolidated 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.

The Supervisory Board/Audit Committee is responsible for overseeing the consolidated sustainability reporting process, including the Materiality Assessment Process as well as for the assurance engagement relating to the consolidated sustainability statement included in the management report for the Group.

Inherent Limitations for the Preparation of the Sustainability Reporting

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.

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 BP-2.

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 objectives are to obtain limited assurance about whether the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated 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 consolidated sustainability reporting.

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 those internal controls relevant to sustainability aspects and to the preparation of the sustainability reporting 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 consolidated 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 consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement". The nature, timing and scope of the selected procedures depend on professional judgement including identifying disclosures in the consolidated sustainability reporting where material misstatements may arise, whether due to fraud or errors.

In our limited assurance engagement regarding the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement" we proceed as follows:

- We obtain an understanding of the Company's procedures relevant for the preparation of the consolidated sustainability reporting.
- We obtain an understanding of the Materiality Assessment Process and evaluate whether all relevant information identified in the Materiality Assessment Process were included in the consolidated sustainability reporting.
- We evaluate whether the evidence obtained through our audit procedures on the Materiality Assessment Process implemented in the Group complies with the description in the disclosure IRO-1 pursuant to ESRS 2.
- We evaluate whether the structure and presentation of the consolidated sustainability reporting comply with the statutory requirements and the ESRS.
- We interview relevant employees and perform analytical audit procedures regarding selected disclosures in the consolidated sustainability reporting.
- We perform sample-based substantive procedures regarding selected disclosures in the consolidated sustainability reporting.
- 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 consolidated sustainability reporting.

Responsible Engagement Partner

Responsible for the proper performance of the limited assurance engagement of the sustainability reporting is Mr. Peter Pessenlehner, Austrian Certified Public Accountant.

Vienna
13 July 2026

PwC Wirtschaftsprüfung GmbH

Peter Pessenlehner
Austrian Certified Public Accountant

signed

This report is a translation of the original report in German, which is solely valid. Publication and sharing with third parties of the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement" together with our independent assurance report is only allowed if the consolidated sustainability reporting included in the management report for the Group in the section "Consolidated Sustainability Statement" is identical with the German audited version and together with the consolidated financial statements, the remaining sections of the management report for the Group and our auditor's report issued thereon. This independent assurance report is only applicable to the German and complete consolidated sustainability reporting in the context of the management report for the Group and the consolidated financial statements. For deviating versions, the provisions of section 281 para. 2 UGB apply.

3. Corporate Governance

Contents

3. Consolidated Corporate Governance Report 2025/26

The Zumtobel Group views corporate governance as a holistic concept within the context of responsible, transparent management and the related comprehensive controls. This consolidated corporate governance report explains the rules, structures and processes implemented by the Zumtobel Group in the interest of well functioning corporate governance. The legal framework is based on Austrian stock corporation law and the Austrian Code of Corporate Governance as well as the articles of association, the rules of procedure for the corporate bodies and the company's internal guidelines.

3.1 Commitment to the Austrian Code of Corporate Governance

The Zumtobel Group has voluntarily committed to compliance with the Austrian Code of Corporate Governance (ACGC) in the respective current version (January 2025). The company meets all binding L-Rules (Legal Requirements) and observes all C-Rules (Comply or Explain). The Austrian Code of Corporate Governance is available on the website of the Austrian Working Group for Corporate Governance under www.corporategovernance.at and on the Zumtobel Group's website under https://z.lighting/en/group/investor-relations/corporate governance/.

3.1.1 Compliance management at Zumtobel Group AG[15]

Compliance is a central element of good corporate management and a basic requirement for a company's sustainable success. The Zumtobel Group has implemented a wide-ranging compliance system, which is described in the consolidated sustainability statement that forms part of the management report.

Data protection & cybersecurity

Data protection has been organisationally integrated in the information & data security team since 2024. This bundling standardises security and data protection processes and creates the foundation for consistent management. New training courses, guidelines and operational measures were systematically developed during the reporting year to further increase the organisation's level of maturity for information security and data protection.

The information & data security team follows a decentralised concept for competence development at the company's locations to guarantee the efficient processing of inquiries and operational requirements and the professional realisation of regulations. Data protection is fully incorporated in the integrated Information Security Management System. This ensures the consistent application of the relevant standards and strengthens the effectiveness of internal control mechanisms.

Awareness measures were implemented throughout the Group and various training formats were developed to inform employees. Central guidelines, procedures and documentation for the data protection and information security organisation were also updated or newly released to clearly describe regulatory requirements and internal processes.

In addition, the software development process in Portugal was certified under ISO 27001. Corporate IT also started a project to certify the Information Security Management System under ISO 27001 by the beginning of 2027.

[15] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-5 §36a).

3.1.2 Shareholders and the annual general meeting

Shareholders protect their interests and exercise their voting rights at the annual general meeting. The shares of Zumtobel Group AG are issued in accordance with the "one share - one vote" principle.

The annual general meeting is announced at least 28 days in advance and is held at the headquarters of the company, in Vienna or in another Austrian provincial capital. The information required by the Austrian Stock Corporation Act is published on the company's registered website at the latest 21 days prior to the annual general meeting.

The shares issued by Zumtobel Group AG are bearer shares. Therefore, information on the shareholder structure can only be compiled when shareholders deposit their shares prior to an annual general meeting or when Zumtobel Group AG collects information on these shareholdings. The available information on the shareholder structure is provided in the section "The Zumtobel Group AG share".

The Zumtobel Group places high priority on a comprehensive, timely information policy that is based on equal treatment for all shareholders. In addition to meeting all legal requirements (e.g. the annual financial report, half-year report, quarterly reports and ad-hoc announcements), information on the latest company developments is provided through press releases, telephone conferences and investor events. All reports, announcements and key presentations are published on the Zumtobel Group website under https://z.lighting. A detailed financial calendar and other share-related information can be found on this website under the menu point "Investor Relations".

3.1.3 The corporate bodies of Zumtobel Group AG

The Management Board, the Supervisory Board, and the annual general meeting form the corporate bodies of Zumtobel Group AG. These three independent corporate bodies met their obligations with the greatest diligence during the 2025/26 financial year in accordance with the relevant legal regulations, the articles of association, and the rules of procedure for the Management and Supervisory Boards.

3.2 The Management Board[16]

3.2.1 Composition of the Management Board of Zumtobel Group AG as of 30 April 2026

Left to right: Alfred Felder (CEO), Thomas Erath (CFO), Marcus Frantz (CDTO) and Bernard Motzko (COO)

The Management Board of Zumtobel Group AG during the 2025/26 financial year consisted of the following four male members, all of whom (100%) were independent:

Alfred Felder (1963)

Chairman, Chief Executive Officer (CEO)	Initially appointed in: 2016
Nationality: Italy	End of current term: 2027

Alfred Felder has been a member of the Management Board since 1 April 2016 and Chairman and Chief Executive Officer (CEO) of Zumtobel Group AG since 8 June 2018. He has extensive, international professional and management experience. He studied electrical engineering at the Vienna University of Technology, where he also received his doctorate.

Assigned corporate functions:
Corporate strategy, M&A, business divisions, sales, marketing & corporate communications, product marketing, human resources, technology & development, Group sustainability

Additional functions or corporate positions outside the Zumtobel Group:
None

[16] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-1 §21b, d and e).

Thomas Erath (1971)

Chief Financial Officer (CFO)	Initially appointed in: 2021
Nationality: Austria	End of current term: 2027

Thomas Erath has served as Chief Financial Officer (CFO) of Zumtobel Group AG since 1 August 2021. Prior to joining the Zumtobel Group, he studied business management at the Vienna University of Economics and Business and worked for a leading international accounting firm.

Assigned corporate functions:
Accounting & taxes, finance & controlling, treasury, risk management, compliance & internal audit, insurance, facility management, legal, investor relations

Additional functions or corporate positions outside the Zumtobel Group:
None

Bernard Motzko (1962)

Chief Operating Officer (COO)	Initially appointed in: 2018
Nationality: Germany	End of current term: 2026

Bernard Motzko was appointed to the Management Board of Zumtobel Group AG as Chief Operating Officer (COO) on 1 February 2018. He studied mechanical engineering and business management at Paderborn University, where he received his doctorate.

Assigned corporate functions:
Plants (operations), supply chain & logistics, quality, procurement

Additional functions or corporate positions outside the Zumtobel Group:
- Schwering & Hasse Elektrodraht GmbH, member of the advisory board
- Warespace GmbH & Co. KG, member of the advisory board

Marcus Frantz (1964)

Chief Digital Transformation Officer (CDTO)	Initially appointed in: 2022
Nationality: Germany	End of current term: 2028

Marcus Frantz has served as Chief Digital Transformation Officer (CDTO) of Zumtobel Group AG since 1 November 2022 where he is responsible for IT & digitalisation. He studied economics and management at the Universities of Constance and Trier.

Assigned corporate functions:
Business processes & digital transformation, IT, information security & data protection, information & data management

Additional functions or corporate positions outside the Zumtobel Group:
- Digital Factory Vorarlberg GmbH, member of the management board
- HSG-Institut für Computer Science in Vorarlberg (ICV-HSG), member of the advisory board
- Plattform V, member of the management board

The Management Board combines business and technical expertise and is responsible for the Group's strategic orientation and financial equilibrium. With their different educational backgrounds and extensive leadership experience, these four members cover the necessary spectrum of professional and executive competence and contribute their in-depth international experience.

They have the necessary qualifications for correct and risk-conscious management, especially in the areas of finance and accounting, corporate strategy and governance, including risk management and internal control systems. Moreover, they are able to intelligently analyse and evaluate financial and regulatory matters.

Each of the Management Board members has the specific professional skills for his assigned responsibilities, including the relevant sustainability know-how to assess and manage risks and opportunities. Regular independent training ensures that the members are always able to meet current legal and business requirements.

The members of the Management Board range in age from 54 to 63, have many years of international management experience in various corporate functions, and do not exceed the statutory retirement age of 65 years. The Management Board members are appointed by the Supervisory Board for a maximum term of five years, whereby reappointment is permitted. The Zumtobel Group currently has no formal target for the share of women on the Management Board.

3.2.2 Working procedures of the Management Board

The members of the Management Board are jointly responsible for the direction of Zumtobel Group AG. Their work is based on collegiality, openness, the continuous exchange of information and short decision paths as guiding principles. The Management Board determines the company's goals, strategic orientation and corporate policies as well as the Group's structure and organisation.

Resolutions by the Management Board are generally adopted in meetings which are usually held twice each month. The Management Board requests the approval of the Supervisory Board in advance for transactions which require approval under law or specific Supervisory Board resolutions. The rules of procedure for the Management Board and Supervisory Board contain an extensive catalogue of these transactions.

The Management Board provides the Supervisory Board as well as its committees with regular, complete and timely reports in accordance with organisational requirements. These reports cover, above all, the following topics: the current and expected development of business, the company's financial position and performance, major investments, acquisitions and divestment projects and corporate planning as well as progress on the implementation of the corporate and sustainability strategies. The Management Board also provides information on material risks and opportunities, risk and compliance management, and the internal control system. Apart from the scheduled meetings, the chairwoman of the Supervisory Board is in regular contact with the Management Board, above all with the CEO.

3.3 Supervisory Board[17]

3.3.1 Composition of the Supervisory Board of Zumtobel Group AG as of 30 April 2026

The Supervisory Board of Zumtobel Group AG has nine members – six shareholder representatives elected by the annual general meeting and three members delegated by the Employees' Council for an unlimited period. The shareholder representatives are elected up to the end of the general meeting which votes on the release from liability for the fourth year after their election, unless they were selected for a shorter period.

The 49th annual general meeting of Zumtobel Group AG on 26 September 2025 re-elected Volkhard Hofmann to the Supervisory Board for a further three years. Peter Ernst Gaugg was newly elected to the Supervisory Board, and Christian Beer resigned from the Supervisory Board at the end of the annual general meeting for the 2024/25 financial year.

Name 1)	Initially appointed in	End of current term	Mandates in listed companies and other mandates
Karin Zumtobel-Chammah (Chairwoman)	26.07.2019	AGM 2026	None
Georg Pachta-Reyhofen (First Vice-Chairman)	18.05.2020	AGM 2027	Benteler International AG, member of the supervisory board SJP Holding GmbH, member of the advisory board
Volkhard Hofmann (Second Vice-Chairman)	21.07.2017	AGM 2028	None
Eva Kienle	26.07.2019	AGM 2026	Schott Pharma AG & Co. KGaA, member of the supervisory board
Thorsten Staake	18.05.2020	AGM 2027	Hoval AG, member of the administrative board BEN Energy AG, member of the administrative board
Peter Ernst Gaugg	26.09.2025	AGM 2028	Doppelmayr Holding SE, member of the administrative board Fixit AG, member of the administrative board Doppelmayr Seilbahnen GmbH, member of the supervisory board
Dietmar Dünser 2)	24.07.2015	2)	2)
Richard Apnar 2)	26.06.2012	2)	2)
Isabel Kreilhuber 2)	01.04.2021	2)	2)

1) The full curricula vitae are available under https://z.lighting/en/group/company/management-board/.
2) Delegated by the Employees' Council

3.3.2 Supervisory Board – Experienced, Diverse, Independent[18]

Experienced
Appointments to the Supervisory Board are designed to ensure that this corporate body, as a whole, has the necessary knowledge, skills and professional experience to correctly perform the required duties. The Supervisory Board believes its current composition meets the specifications of the competence profile in full. All relevant competence areas are represented multiple times.

[17] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-1 §21b, c, d).
[18] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-1 §21b, c, d).

Included here, in particular, is the material branch and market expertise required for an understanding of the business activities of the Zumtobel Group as well as experience in the management and control of international companies. The Supervisory Board also has the necessary specialised knowledge in the areas of accounting and auditing, including the consolidated sustainability statement and the related auditing, which are required to monitor management activities. This guarantees that the Supervisory Board can effectively meet its control and monitoring responsibilities in accordance with legal regulations.

Competence area	Karin Zumtobel-Chammah	Georg Pachta-Reyhofen	Volkhard Hofmann	Eva Kienle	Thorsten Staake	Peter Ernst Gaugg
Management / leadership		X	X	X	X	X
Corporate development and organisation	X	X	X	X	X	X
M&A transactions	X	X	X	X	X	X
Finance and accounting	X	X	X	X	X	X
Compliance / corporate governance		X	X	X	X	X
Capital market	X	X	X	X	X	X
Branch experience	X	X	X		X	X
Sustainability (ESG)	X	X	X	X	X	X
Digitalisation / IT				X	X	X

Diverse

The Supervisory Board has a balanced age structure which ranges from 47 to 73 years. Six of the nine members are Austrian citizens and three are German citizens. The share of women on the Supervisory Board of Zumtobel Group AG equals 33.3%.

Name [1)]	Diversity factors [2)]		
Karin Zumtobel-Chammah	female	born 1963	Austria
Georg Pachta-Reyhofen	male	born 1955	Austria
Volkhard Hofmann	male	born 1952	Germany
Eva Kienle	female	born 1967	Germany
Thorsten Staake	male	born 1978	Germany
Peter Ernst Gaugg	male	born 1960	Austria
Dietmar Dünser [3)]	male	born 1966	Austria
Richard Apnar [3)]	male	born 1974	Austria
Isabel Kreilhuber [3)]	female	born 1977	Austria

[1)] The full curricula vitae are available under https://z.lighting/en/group/company/management-board/.
[2)] The diversity factors are gender, age and nationality.
[3)] Delegated by the Employees' Council.

Independent[19]

The Supervisory Board believes its current composition meets the independence requirements in full. The following Supervisory Board members are independent as defined by C-Rule 53 of the ACGC and neither shareholders nor representatives of shareholders with an investment of more than 10%: Volkhard Hofmann, Georg Pachta-Reyhofen, Thorsten Staake, Eva Kienle and Peter Ernst Gaugg. The criteria for determining the independence of the Supervisory Board members are available for review on the Zumtobel Group's website under https://z.lighting under "Investor Relations".

3.3.3 Working procedures of the Supervisory Board

The Supervisory Board appoints the Management Board members and regularly advises and oversees the board on the direction and development of the Zumtobel Group. It is involved in decisions of fundamental importance for the company. This involvement is guaranteed by the definition of issues requiring the approval of the Supervisory Board and through voting on the strategic orientation of the company. The work of the Supervisory Board is regulated by rules of procedure. To specifically define the submission requirements of the Management Board, the Supervisory Board has prepared a catalogue of transactions and actions requiring its approval. This catalogue represents an integral part of the rules of procedure for the Supervisory and Management Boards.

The Supervisory Board met in six sessions during the 2025/26 financial year: four scheduled meetings, one unscheduled meeting and one constituent meeting.

As part of its legal and statutory responsibilities, the Supervisory Board dealt extensively with all major issues involving the Zumtobel Group during the 2025/26 financial year. Central topics included the consolidated and separate financial statements for the 2024/25 financial year and reports by the Management Board on the development of business and the financial position of the company. The Supervisory Board also monitored the development of major location and investment projects and analysed their strategic and financial impact.

The Supervisory Board evaluated and discussed measures to promote cost efficiency, including programmes for cost reduction and ongoing restructuring and expansion plans. The effectiveness of the risk management and internal control systems was regularly evaluated. Compliance-relevant aspects, especially the prevention of corruption, represented a fixed part of these activities. Sustainability subjects and important regulatory ESG requirements were addressed in detail. The strategic development of the Zumtobel Group was also analysed at great length in order to strengthen the company's structural resilience and long-term value-creating capability.

3.3.4 Contracts with Supervisory Board members which require approval

The following contracts between Zumtobel Lighting GmbH and companies attributable to individual Supervisory Board members required approval and were submitted to the Supervisory Board of Zumtobel Group AG during 2025/26 in accordance with the Austrian Stock Corporation Act and the Austrian Code of Corporate Governance (C-Rule 49):

A contractual relationship for the provision of support and maintenance services between Servus Intralogistics GmbH, Dornbirn, which was attributable to the economic ownership of Christian Beer during his membership on the Supervisory Board, and Zumtobel Lighting GmbH was in effect during the 2025/26 financial year. The remuneration for the support and maintenance services provided under the existing contract during the

[19] This section fulfils the disclosure requirements of the European Sustainability Reporting Standards (ESRS), which are applied in the consolidated sustainability statement as part of Zumtobel Group AG's Group Management Report (ESRS 2-GOV-1 §21e).

service period from 1 May 2025 to 30 April 2026 amounted to a total of TEUR 53. The business relationship was subject to standard market conditions.

3.3.5 Measures to avoid conflicts of interest

C-Rule 46 of the ACGC requires the members of the Supervisory Board to immediately report any conflicts of interest to the chairwoman of the Supervisory Board. No such conflicts of interest were reported in 2025/26.

3.3.6 Evaluation of the Supervisory Board's activities

The Supervisory Board evaluates the efficiency of its activities, especially its organisation and working procedures, annually (self-evaluation) in accordance with C-Rule 36 of the ACGC.

3.3.7 Supervisory Board Committees

The rules of procedure for the Supervisory Board permit the establishment of committees to facilitate the efficient treatment of complex issues. The Supervisory Board can also delegate the right to take specific decisions. The employee representatives on the Supervisory Board are entitled to assign members to these committees. However, this right does not apply to committees which deal with relations between the company and the members of the Management Board.

Attendance of the Supervisory Board members at the meetings in 2025/26:

Attendance FY 2025/26	SB	AC	CMB	SC	DC
Shareholder representatives					
Karin Zumtobel-Chammah [1)]	6/6	6/6	11/11	-	1/2
Georg Pachta-Reyhofen	6/6	6/6	11/11	2/2	-
Volkhard Hofmann	6/6	6/6	11/11	2/2	2/2
Eva Kienle	6/6	6/6	-	-	2/2
Thorsten Staake	6/6	-	-	2/2	2/2
Christian Beer [2)]	2/6	-	5/11	-	1/2
Peter Ernst Gaugg [3)]	4/6	-	6/11	2/2	
Employee representatives					
Dietmar Dünser	4/6	3/6	-	1/2	-
Richard Apnar	6/6	2/6	-		2/2
Isabel Kreilhuber	6/6	6/6	-	2/2	2/2

Abbreviations: SB = Supervisory Board, AC = Audit Committee, CMB = Committee for Management Board Matters, SC = Strategy Committee, DC = Digitalisation Committee

1) Karin Zumtobel-Chammah succeeded Christian Beer as a member of the Digitalisation Committee following his resignation from the Supervisory Board.

2) Christian Beer's term of office ended with the close of the annual general meeting on 26 September 2025 which voted on the release from liability for the 2024/25 financial year. During his term of office, he attended all meetings of the Supervisory Board and its committees (CMB and DC).

3) Peter Ernst Gaugg was elected to the Supervisory Board by the 49th annual general meeting of Zumtobel Group AG on 26 September 2025. He succeeded Christian Beer on the Supervisory Board and on the Committee for Management Board Matters. He attended all meetings of the Supervisory Board and this committee in 2025/26 following his election.

Audit Committee

The Audit Committee of Zumtobel Group AG is responsible for the duties defined by § 92 (4a) of the Austrian Stock Corporation Act. It met six times during the 2025/26 financial year, where discussions focused primarily on the consolidated and separate financial statements, subjects related to accounting and IFRS, the internal control system and risk management as well as the reports and annual schedule for internal audit. The committee also dealt extensively with the requirements for sustainability reporting and its implementation in the company and evaluated the cooperation with the auditor.

The Audit Committee carried out a new tender for the auditing mandate in a one-step selection process based on pre-defined criteria. PwC Wirtschaftsprüfung GmbH emerged as the preferred candidate and was subsequently elected by the annual general meeting on 26 September 2025 to audit the consolidated and separate financial statements together with the consolidated sustainability statement of Zumtobel Group AG for the 2025/26 financial year. The Audit Committee discussed the assessment of audit risk, the audit strategy and scheduling as well as the results of the completed audits together with this auditor. The continuous monitoring of audit activities was confirmed by the regular exchange of information between the chairwoman of the audit committee and the auditor.

Committee for Management Board Matters

The Committee for Management Board Matters is responsible for subjects concerning the members of the Management and Supervisory Boards and also serves as a remuneration committee. In accordance with C-Rule 43, the chairwoman of the Supervisory Board, Karin Zumtobel-Chammah, is a member of this committee. It is also responsible for the tasks delegated to a nomination committee by C-Rule 41 of the ACGC. Central topics at the eleven meetings included personnel and organisational issues at the Management Board and Supervisory Board levels, especially structured succession planning and the assignment of departments and distribution of responsibilities among the members of the Management Board. The committee follows a transparent, comprehensible and long term-oriented remuneration policy for the members of the Management Board. This policy includes, in particular, the definition of target criteria for the variable remuneration components, the evaluation of target attainment, and the preparation of a remuneration report. The committee also addresses the monitoring and further development of the remuneration policy for both corporate bodies. Preparations for the proposed election of Supervisory Board members reflect ACGC recommendations, whereby the committee focuses especially on professional and personal qualifications, the necessary independence, integrity and the balanced, diversity-based composition of the Supervisory Board. The committee also confirms that persons are not recommended if their reliability and personal suitability – in particular due to criminal convictions (as defined by § 87 (2a) of the Austrian Stock Corporation Act) – contradict ACGC requirements.

Strategy Committee

The members of the Strategy Committee dealt with various aspects of the strategic development of the Zumtobel Group in two meetings during 2025/26, with a special focus on the components business. Discussions concentrated on the portfolio strategies of the Zumtobel and Thorn brands, the evaluation of strategic partnerships, and the analysis and prioritisation of selected growth initiatives. In these meetings, the committee also examined the overall corporate and business strategy and the general market climate as well as the current development of the individual business segments and their impact on the Zumtobel Group.

Digitalisation Committee

The Digitalisation Committee dealt with the "digitalisation roadmap" for the years up to 2030 and the further development of the customer-oriented digital strategy, above all through the relaunch of the website and the expansion of e-commerce activities, at two meetings in 2025/26.

Other topics included the progress on programmes to improve operating performance, the digital transformation of HR functions, and the expansion of data-based control and reporting instruments. The committee also extensively examined strategic possibilities for the use of artificial intelligence. In this connect, the Group-wide AI task force will continue its work to systematically identify opportunities for efficiency improvement and new application areas.

3.4 Diversity, Equal Opportunity and Inclusion

The Zumtobel Group sets specific measures and impulses for the consistent equal treatment of and equal opportunities for all employees – independent of gender, age, cultural or socio-economic background, religious conviction or ideology, physical or mental abilities, or sexual orientation.

The Management Board issued the Zumtobel Group's first diversity, equity & inclusion (DE&I) strategy in 2024 and defined clear targets. Its implementation is supported by a central DE&I platform in the Intranet which provides all employees with relevant information, e-learning offers, and an overview of current initiatives for the individual DE&I focal points. This reinforces active participation in an inclusive and respectful working environment.

The Zumtobel Group focuses on three dimensions of diversity:

- >> Gender equality: We support equal opportunities for all genders, especially the access of women to management positions and their talent development.
- >> Inclusive cooperation: We promote respectful cooperation between different ethnic groups and the exchange of know-how within the organisation to establish and maintain a positive and innovative working environment.
- >> Age diversity: We recognise the value of an inter-generational workforce and encourage the exchange of knowledge between different age groups.

Inclusion

The Zumtobel Group believes in the active inclusion of employees with physical or mental impairment. The plant in Dornbirn has operated a two-year career support programme for over 30 years that helps young people take their first steps on the employment market. Employees with different limitations also work in administration and production and make an important contribution to the company's success.

Measures to support women

The Zumtobel Group is committed to gradually increasing the share of women in management and has implemented numerous measures to reach this goal.

- >> Targeted contacts: The Zumtobel Group supports the appointment of women to management positions by addressing all genders in job advertisements. Internal and external recruiting also includes offers for flexible working time models and wide-ranging training programmes where possible.
- >> Work-life balance: Equal opportunity means giving all employees a smooth re-entry path after a time-out and also encouraging the use of parental leave. This supports the balance between work and individual life situations.
- >> Career advancement: The Management Board of Zumtobel Group AG currently includes no female members. However, numerous women currently hold positions on the first and second management levels – among others in corporate treasury, human resources, legal, marketing & corporate communication, information technology and finance.

The Zumtobel Group has set a goal to achieve an annual increase in the share of women in managerial positions. The share of women in key positions equalled 23.5% in 2025/26 and represents an increase over the previous financial year (22.9%). The share of women in the Group's workforce remained unchanged at 36.4%. The goal is to achieve and maintain a balanced and diverse workforce.

3.5 External Evaluation of the Consolidated Corporate Governance Report

In accordance with C-Rule 62 of the ACGC, the company must regularly – at least every three years -arrange for an evaluation of compliance with the C-Rules of the ACGC by an external institution. Zumtobel Group AG commissioned PwC Wirtschaftsprüfung GmbH, Vienna, to evaluate the corporate governance report for 2025/26, with the exception of Rules 77 to Rule 83. Compliance with Rules 77 to 83, to the extent C-Rules are involved, was evaluated by Schönherr Rechtsanwälte GmbH.

The results of the evaluations confirmed that Zumtobel Group AG meets all C-Rules ("Comply or Explain" Rules) of the ACGC in the version issued in January 2025. The reports on the external evaluations are also available on the Zumtobel Group's website (https://z.lighting/).

3.6 Changes after the Closing Date

There were no changes in reportable issues between the closing date on 30 April 2026 and the preparation of this corporate governance report.

Dornbirn, 13 July 2026

The Management Board

Alfred Felder Chief Executive Officer (CEO)	Thomas Erath Chief Financial Officer (CFO)
Bernard Motzko Chief Operating Officer (COO)	Marcus Frantz Chief Digital Transformation Officer (CDTO)

Report by the Supervisory Board of Zumtobel Group AG for the 2025/26 Financial Year

Dear Shareholders,

The economic climate was again influenced by a high degree of uncertainty during the past financial year. Geopolitical tensions, increasing trade restrictions and structural challenges in key economic regions led to a noticeable strain, negatively influenced investment decisions and weakened demand. These global conditions also had a significant impact on key markets and, consequently, on the Zumtobel Group's results.

The Management Board reacted quickly and decisively to steer the company securely through this demanding environment. Clear priorities, focused actions and the consequent implementation of the stated efficiency programme protected the stability of the Zumtobel Group and, at the same time, supported the continued pursuit of measures to drive the company's long-term, sustainable growth.

We, the members of the Supervisory Board, actively and responsibly accompanied the development of the Zumtobel Group throughout the 2025/26 financial year and performed the duties required by law, the articles of association and the rules of procedure with the greatest possible diligence. The Management Board provided the Supervisory Board with regular, timely and extensive information on the Group's financial position and performance, major business developments and strategic initiatives, and risk position. I was also in regular personal contact with the CEO and the other members of the Management Board to discuss the opportunities and risks for the Zumtobel Group.

The main focal points of the Supervisory Board's activities in 2025/26 included the continuing development of the corporate strategy, in particular with a view towards strengthening

structural resilience, the further improvement of operational efficiency, and the concentration on relevant international growth markets.

Cooperation within the Supervisory Board and its committees and with the Management Board was characterised by a trustful, respectful and productive dialogue. In the future, the Supervisory Board will also constructively accompany the strategic orientation and sustainable development of the Zumtobel Group and consequently support the Management Board as part of its monitoring and advising activities.

Details on the composition and working procedures of the Supervisory Board and its committees and on the individual focal points of our activities can be found in the consolidated corporate governance report for 2025/26 financial year.

Meetings of the Supervisory Board

The Supervisory Board held four scheduled, one unscheduled and one constituent meeting during the 2025/26 financial year.

The issues handled by the Supervisory Board in 2025/26 included the current development of business, above all against the backdrop of geopolitical and economic conditions, as well as major investment and divestment decisions, strategic projects and partnerships, development and optimisation projects and trends in Group-wide risk management.

The annual self-evaluation by the Supervisory Board again confirmed the excellent cooperation between the individual Supervisory Board members and with the Management Board.

There was one change among the shareholder representatives on the Supervisory Board in 2025: The annual general meeting on 26 September 2025 elected Peter Ernst Gaugg to the Supervisory Board. He fills the seat vacated by Christian Beer. Volkhard Hofmann was re-elected to the Supervisory Board and remains second vice-chairman of this body. There were no changes in the employee representatives delegated to the Supervisory Board.

Strategy Committee

The Strategy Committee met twice in 2025/26 and dealt with key issues related to the strategic development of the Zumtobel Group with a particular focus on the components business. Other central points included the portfolio and brand strategies, selected growth initiatives, strategic partnerships and the overriding corporate and business strategy for market development.

Audit Committee

The Audit Committee of the Supervisory Board fulfilled its monitoring and review responsibilities and met six times during the 2025/26 financial year.

The issues covered during the reporting period included, among others, the monitoring of financial and consolidated sustainability statement and the quality of the year-end audit. A key element of this work centred on the consolidated and separate financial statements, major accounting subjects including IFRS, the internal control and risk management systems, and the reports by and scheduling for internal audit. Other focal points involved the implementation of sustainability reporting requirements and preparations for the implementation of the new IFRS 18.

The Audit Committee carried out a new tender for the auditing mandate in a one-step selection process based on pre-defined criteria. Seven auditing firms were invited to submit an offer and, after the process was completed, PwC Wirtschaftsprüfung GmbH emerged as the preferred candidate and was subsequently elected by the annual general meeting on 26 September 2025 to audit the consolidated and separate financial statements for the 2025/26 financial year. The Audit Committee maintained close contact with the auditor of these financial statements, above all as regards audit risks, audit planning and the results of the audits, and continuously accompanied the audit process.

Committee for Management Board Matters

The Committee for Management Board Matters held eleven meetings during the 2025/26 financial year.

The key issues in these meetings included structured succession planning and the assignment of departments and the distribution of responsibilities among the members of the Management Board.

The committee also monitored the design of a transparent, comprehensible and long term-oriented remuneration policy for the members of the Management Board. This policy includes, in particular, the definition of target criteria for the variable remuneration components, the evaluation of target attainment, and the preparation of a remuneration report. The committee also addressed the further development of the remuneration policy for the Management and Supervisory Boards.

Digitalisation Committee

The Digitalisation Committee held two meetings during the 2025/26 financial year and examined key aspects of the digital transformation. Discussions centred on the implementation of the "digitalisation roadmap" for the years up to 2030 and the further development of the customer-oriented digital strategy. Other topics included the digital transformation of central functions, the expansion of data-based control instruments and strategic opportunities for the use of artificial intelligence.

Consolidated and Separate Financial Statements

The separate financial statements and the management report as well as the consolidated financial statements and the group management report, which were prepared in accordance with International Financial Reporting Standards (IFRS), of Zumtobel Group AG for the 2025/26 financial year, were audited by PwC Wirtschaftsprüfung GmbH, Vienna, and awarded an unqualified opinion. The audit indicated that the bookkeeping, the separate financial statements and the management report of Zumtobel Group AG complied with legal requirements and the provisions of the articles of association.

The Supervisory Board stated its agreement with the separate financial statements and the consolidated financial statements for the 2025/26 financial year in accordance with § 96 (1) of the Austrian Stock Corporation Act. The consolidated financial statements of Zumtobel Group AG for the 2025/26 financial year including the Group management report, the consolidated corporate governance report, the remuneration report and the consolidated sustainability statement were subsequently approved by the Supervisory Board. The separate financial statements of Zumtobel Group AG for the 2025/26 financial year are therefore considered finalised in accordance with § 96 (4) of the Austrian Stock Corporation Act.

The consolidated corporate governance report for the 2025/26 financial year was evaluated by PwC Wirtschaftsprüfung GmbH, Vienna, whereby no indications of deviation from the Austrian Corporate Governance Code were identified. Moreover, a separate evaluation by Schönherr Rechtsanwälte GmbH of C-Rules 77 to 83 of the code relating to the auditor confirmed compliance with these requirements.

The Supervisory Board supports the recommendation by the Management Board to the annual general meeting which is scheduled for 25 September 2026 to waive the dividend due to the very limited positive results recorded for the 2025/26 financial year.

Dear Shareholders: In spite of the challenging economic environment we are looking to the future with optimism – based on our excellent products and lighting solutions, great innovative strength and the impressive commitment of our employees. I want to thank them personally for their continuing trust and support for the Zumtobel Group.

On behalf of my colleagues on the Supervisory Board, I would like to thank the Management Board and the many women and men who work for Zumtobel Group AG for their extraordinary commitment during the past financial year. My thanks also go out to my colleagues on the Supervisory Board for their confidence and assistance.

For the Supervisory Board

Karin Zumtobel-Chammah
Chairwoman of the Supervisory Board

Dornbirn, 14 July 2026

4. Service

Contents

4. Service

General Information

The use of automatic data processing equipment can lead to rounding differences.

Financial Terms

CAPEX	Capital expenditure
Debt coverage ratio	= Net debt divided by EBITDA
EBIT	Earnings before interest and taxes
Adjusted EBIT	EBIT adjusted for special effects
Adjusted EBIT margin	= Adjusted EBIT as a percentage of revenues
EBITDA	Earnings before interest, taxes, depreciation and amortisation
Adjusted EBITDA	EBITDA adjusted for special effects
Equity ratio	= Equity as a percentage of assets
Gearing	= Net debt as a percentage of equity
Net debt	= Non-current borrowings + current borrowings – liquid funds – current financial receivables from associated companies – receivables from credit institutions from a continuing involvement based on the factoring agreement
Working capital	= Inventories + trade receivables – trade payables – prepayments received – customer bonuses, discounts and rebates

Financial Calendar

Quarterly Report Q1 2026/27 (1 May 2026 – 31 July 2026)	03 September 2026
Record Date for the Annual General Meeting	15 September 2026
50th Annual General Meeting	25 September 2026
Ex-Dividend Day	29 September 2026
Record Date Dividend	30 September 2026
Dividend Payout Day	02 October 2026
Half-Year Financial Report 2026/27 (1 May 2026 – 31 October 2026)	03 December 2026
Quarterly Report Q1 – Q3 2026/27 (1 May 2026 – 31 January 2027)	04 March 2027

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Financial Reports

Our financial reports are available in English and German for download under: https://z.lighting/.

More Information

on Zumtobel Group AG and our brands can be found on the Internet under: https://z.lighting/

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