TAKKT

FORWARD

ANNUAL REPORT OF TAKKT GROUP 2025

Key figures of TAKKT Group

in EUR million	2025	2024	2023	2022	2021
Sales	**964.3**	**1,052.9**	**1,240.0**	**1,336.8**	**1,178.0**
Change in %	– 8.4	– 15.1	– 7.2	13.5	10.4
Gross profit	**368.7**	**413.9**	**493.4**	**525.7**	**473.1**
in % of sales	38.2	39.3	39.8	39.3	40.2
EBITDA	**19.8**	**55.7**	**111.9**	**132.1**	**112.6**
in % of sales	2.1	5.3	9.0	9.9	9.6
EBIT	**– 138.9**	**– 40.5**	**38.9**	**80.8**	**73.9**
in % of sales	– 14.4	– 3.8	3.1	6.0	6.3
Profit before tax	**– 148.6**	**– 50.8**	**30.1**	**75.9**	**72.8**
in % of sales	– 15.4	– 4.8	2.4	5.7	6.2
Profit	**– 120.2**	**– 41.3**	**24.6**	**59.3**	**57.0**
in % of sales	– 12.5	– 3.9	2.0	4.4	4.8
Capital expenditure for investments	9.0	11.9	17.1	14.6	18.3
Free cash flow	10.3	68.0	74.0	55.0	23.8
Capital expenditure for acquisitions	0.0	0.0	0.0	0.0	0.0
Depreciation, amortization and impairment	158.7	96.2	73	51.3	38.7
Earnings per share in EUR	– 1.88	– 0.64	0.38	0.90	0.87
Free cash flow per share in EUR	0.16	1.06	1.14	0.84	0.36
Dividend per share in EUR	– *	0.60	1.00	1.00	1.10
Non-current assets	**500.1**	**669.4**	**730.3**	**781.5**	**812.2**
in % of total assets	69.8	72.5	72.5	69.7	72.8
Total equity	**362.3**	**542.6**	**642.7**	**699.8**	**694.0**
in % of total assets	50.6	58.8	63.8	62.4	62.2
Net financial liabilities	**131.5**	**114.0**	**106.0**	**116.7**	**105.0**
Total assets	**716.4**	**922.7**	**1,006.8**	**1,121.5**	**1,115.4**
ROCE (Return on Capital Employed) in %	– 20.4	– 4.9	4.2	8.4	8.0
TAKKT value added	– 158.7	– 90.0	– 30.6	– 1.5	– 3.1
Employees (full-time equivalent) at year-end	**1,982**	**2,154**	**2,385**	**2,437**	**2,496**

* The Management Board proposes that no dividend be paid for the 2025 financial year.

Content

FORWARD »

A clear focus for a stronger TAKKT

FOCUS » GROWTH » PERFORMANCE »

With **TAKKT Forward**, we are systematically aligning our business model toward greater efficiency, sustainable growth, and a stronger customer focus. The strategy is based on three key priorities.

Focus: We are clearly directing our resources toward the areas where we see the greatest potential for long-term value creation. The focus is on strengthening our core European business. At the same time, we are strategically expanding selected activities in the US while consistently withdrawing from less profitable areas. Through these clear priorities, we are reducing complexity, sharpening our profile, and laying the foundation for a more focused and resilient corporate structure.

Growth: We are working purposefully to improve our growth potential once again. To this end, we are strengthening our access to medium-sized and large corporate customers and further developing our product portfolio more clearly in line with their specific requirements. At the same time, we are increasing the relevance of our brands across all sales channels and aligning our offerings more strongly with service-oriented project and customer solutions. The continued simplification and expansion of our product range is intended to help strengthen our market position and achieve a return to profitable and sustainable growth.

Performance: We are creating a resilient foundation for leaner cost structures and more profitable results. To this end, we are implementing our new operating model, consolidating IT, data, and AI expertise within the TAKKT Competence Center, and automating and relocating transactional processes. At the same time, we are optimizing our logistics and procurement structures, consolidating volumes, and relocating procurement activities to more cost-efficient regions.

3 DIVISIONS

14 BRANDS

425,000 PRODUCTS

20 COUNTRIES

TAKKT AG is the leading omnichannel distributor for business equipment in Europe and North America. The Group is represented in more than 20 countries with its divisions Industrial & Packaging, Office Furniture & Displays and Foodservices. The product range of the subsidiaries comprises more than 400,000 products for the areas of plant and warehouse equipment, office furniture, transport packaging, display articles and equipment for the food service industry, hotel market and retailers.

INDUSTRIAL & PACKAGING	OFFICE FURNITURE & DISPLAYS	FOODSERVICES	DIVISIONS
kaiserkraft, Gerdmans, FRANKEL kaiserkraft, Runelandhs, BiGDUG, VINK LISSE kaiserkraft, Office Furniture Online, ratioform, Davpack	nbf National Business Furniture, DISPLAYS2GO	Hubert, central, XXL HORECA	BRANDS

Our Divisions

Industrial & Packaging

› 9
Brands

› 140,000
Products

› 1,386
Employees

The I&P division offers a focused product portfolio of operational, warehouse, and office equipment for commercial customers in Europe, complemented by services such as consulting, project support, and digital procurement solutions. Typical customers include manufacturing companies such as machinery manufacturers and automotive suppliers, as well as businesses in the retail and service sectors and public institutions. I&P is gradually evolving into the leading European B2B provider of a broad portfolio of MRO products (maintenance, repair, and operations products) and aims to further distinguish itself from the competition. The goal is to serve as a one-stop shop, enabling customers to procure a wide range of operational equipment easily, reliably, and from a single source. This reduces customers' procurement efforts in their day-to-day business, allowing them to focus on what is crucial to their own success.

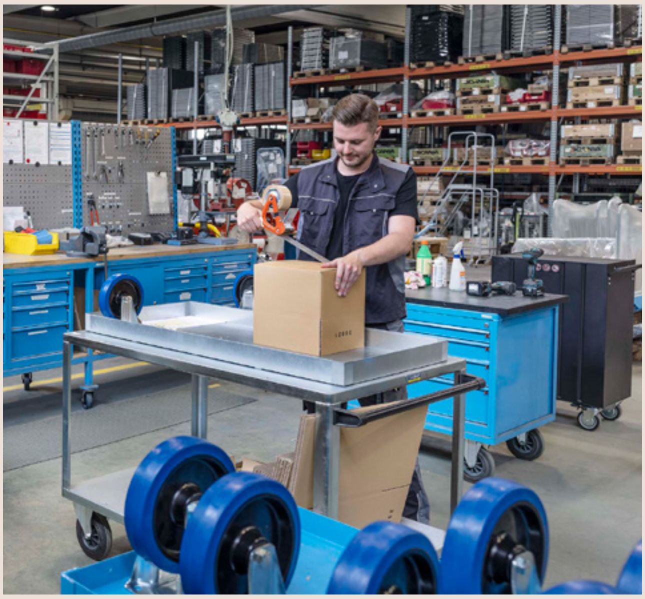
I&P addresses the European market through a so-called "House of Brands" approach, featuring multiple sales brands tailored to different product groups and regions.

Division **Industrial & Packaging**

kaiserkraft

80 Years

kaiserkraft has been active in the market for 80 years and serves as an umbrella brand under which a wide range of transportation, industrial, warehouse, and office equipment is sold. Its customers include industrial companies as well as businesses in the service and retail sectors and public institutions. In France and the Netherlands, the same product portfolio is offered through a co-branding arrangement with the regionally prominent brands Frankel and Vink Lisse, each of which has been active in their local markets for over 50 years.



» kaiserkraft.de

FRANKEL
kaiserkraft

VINK LISSE
kaiserkraft

Division **Industrial & Packaging**

BIGDUG

Headquartered in the UK, BigDUG is a provider of storage and workplace solutions for industrial, commercial, and office settings. Its product range includes shelving, workbenches, transport equipment, and packaging solutions, as well as office furniture such as desks, chairs, and lockers. Its customers are primarily small and medium-sized businesses.

» **bigdug.co.uk**

Office Furniture Online

Office Furniture Online, which is also based in the UK, offers office supplies. Its customers include educational institutions, among others.

» **officefurnitureonline.co.uk**

Division **Industrial & Packaging**

Gerdmans

The Gerdmans brand supplies office and industrial equipment to businesses in the Scandinavian countries Denmark, Norway, Sweden, and Finland. Typical customers include warehousing and logistics companies, as well as government agencies and public institutions. Gerdmans helps customers design functional and efficient workspaces.

» **gerdmans.se**

Runelandhs

TAKKT also operates in Sweden under the Runelandhs brand, though it focuses more on equipment for warehouses and production facilities. Typical products include shelving, workshop equipment, transport and environmental solutions, and functional office furnishings. Runelandhs also offers customized solutions.

» **runelandhs.se**

Division **Industrial & Packaging**

ratioform

As a packaging specialist in Europe, ratioform offers a variety of products for companies across a wide range of industries, as well as packaging solutions tailored to individual customer needs. Sample products include folding cartons, cushioning materials, shipping pallets, and stretch film, as well as innovative and sustainable alternatives such as straw panels and wood wool. In this way, ratioform combines efficient packaging solutions with customers' individual requirements for responsibility and sustainability.

ratioform.de

Davpack

Davpack offers a product portfolio similar to that of ratioform in the UK.

davpack.co.uk

Our Divisions

Office Furniture & Displays

The OF&D division comprises the two brands National Business Furniture (NBF) and Displays2go (D2G). At NBF, we offer a diverse range of products and services for modern office environments in businesses, government agencies, schools, and the healthcare sector. In addition to ergonomic office furniture, this includes spaces for personal interaction, technologically equipped areas for virtual and hybrid meetings, and zones for focused work. We also provide solutions for reception areas, break rooms, and storage spaces. Our customers benefit not only from a broad product range across various price points but also from personalized consulting and support in planning, design, and layout development. Short delivery times and supplier standards ensure a seamless purchasing experience.

At D2G, we distribute products for effective point-of-sale promotion as well as for appealing presentations at events. Our clients include large industrial companies as well as smaller service providers, such as law firms and architectural firms, and public institutions like government agencies and schools.

› **2**
Brands

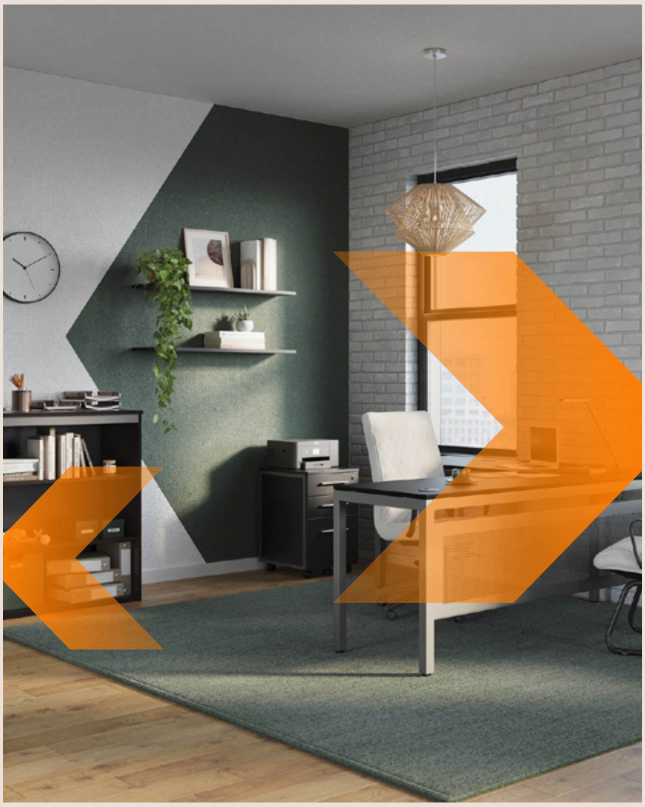
› **15,000**
Products

› **355**
Employees

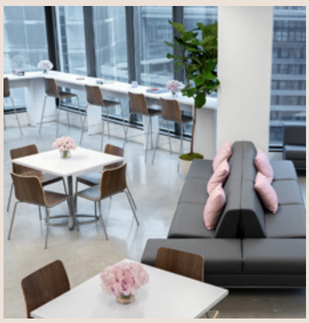
Division **Office Furniture & Displays**

National Business Furniture

National Business Furniture (NBF) offers office furniture products to small and medium-sized businesses in the US. Its customers include companies and service providers such as law firms and architectural firms, as well as public institutions such as government agencies and schools. Examples of its products include office chairs and desks, conference tables, and reception area furniture. Customers also benefit from personalized design consultation.



nationalbusinessfurniture.com



Division **Office Furniture & Displays**

DISPLAYS2GO

Displays2go offers point-of-sale promotional products in the US. Examples of these products include custom-made advertising banners, stands for digital displays, portable trade show booths, and display stands. Typical customers include retailers, event organizers, educational institutions, and companies that require professional solutions for retail spaces, events, or brand presentations.

displays2go.com

Our Divisions

Foodservices

› **3**
Brands

› **270,000**
Products

› **316**
Employees

The FS division operates in the market under three sales brands: Hubert, Central, and XXLhoreca. Hubert and Central distribute their products in North America, while XXLhoreca does so in Europe. The company offers a full range of products required for the preparation and presentation of food and beverages. The product portfolio for the HoReCa sector (hotels, restaurants, and catering) includes smaller items such as pots and pans as well as larger equipment such as ice cube machines or deep fryers. Customers include school and university cafeterias, food service operations at event venues such as sports facilities, food retailers, and small family-run restaurants.

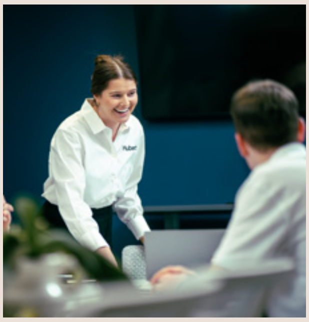
For the two American brands, Hubert and Central, market- and customer-oriented functions are largely integrated to realize synergies. This applies in particular to the areas of purchasing, product management, and marketing. In this way, the group aims to benefit from improved purchasing terms and offer customers a broad range of kitchen and restaurant equipment.

Division **Foodservices**

Hubert®

Hubert offers equipment for the food service industry and food retail sector, as well as promotional items. Its customers primarily include operators of large-scale cafeterias, food service establishments, and food retailers. Examples of its product range include items for buffet setups, such as serving platters and display baskets.

hubert.com



Division **Foodservices**

Central sells restaurant equipment. Its product range includes all the equipment needed to operate small to medium-sized restaurants. Increasingly, smaller restaurant chains are also among Central's customers. Examples of its products include kitchen ranges, freezers, and small kitchen utensils.

centralrestaurant.com

Division **Foodservices**

XXL HORECA

XXLhoreca is an e-commerce retailer specializing in commercial kitchen equipment, based in the Netherlands. The company primarily supplies hotels, restaurants, cafeterias, and catering companies. Its product range focuses on kitchen equipment such as refrigerators and freezers, as well as kitchen accessories and small appliances.

» **xxlhoreca.com**

Our Core Behaviors

Our Core Behaviors define and explain what is expected of each employee in their daily work. They drive the cultural change within the TAKKT Group and serve as a basis for regular performance reviews.

Think customer first

» We make it easy to do business with. Our customer is the center of everything we do.

Empower others

» We engage our employees through open feedback, collaboration, transparency and teamwork.

Improve every day

» We challenge the status quo and quickly embrace change. We keep it simple and impactful.

Compete for success

» We are determined to win with a clear drive to reach our goals. We have the courage to make difficult decisions.

Take ownership

» We are accountable for our targets and always deliver on our commitments.

To the Shareholders

Letter from the Management Board

Andreas Weishaar
CEO

DEAR SHAREHOLDERS,
LADIES AND GENTLEMEN,

2025 was an exceptionally demanding year for TAKKT. This was reflected in both our earnings and share performance. Organic sales development was at minus 6.6 percent. While this was an improvement compared to the previous year, it was below the originally forecast range of minus 4 to plus 6 percent. The adjusted EBITDA margin decreased to 3.8 percent. Thanks to consistent working capital management, we were still able to generate positive free cash flow of EUR 10.3 million. Due to the market environment in the US, we recorded impairments of around EUR 125 million in our US operations. As a result, earnings per share were significantly negative.

This disappointing performance was driven by a combination of external and internal factors. External challenges included a persistently weak industrial climate in Europe, tariff disputes and political uncertainty in the US, and declining demand in several customer segments. At the same time, we continued working internally to address structural legacy issues, including realigning our brand and sales structures, modernizing our systems and processes, and increasing efficiency by streamlining cost structures.

We used 2025 to implement important changes and put TAKKT on a solid footing for the future. By introducing the new I&P operating model, establishing the TAKKT Competence Center, consolidating our logistics footprint, and driving progress in automation and data- and AI-powered processes, we have laid the groundwork for lasting improvements in efficiency, scalability and customer proximity.

» **We used 2025 to implement important changes and put TAKKT on a solid footing for the future.**

These measures are part of our TAKKT Forward strategy and provide the foundation for building a more operationally robust, focused and scalable TAKKT in 2026 and the years ahead. In view of the ongoing volatile environment, further strengthening our performance is our key focus. We are taking the next steps in implementing the new operating model, pooling our IT, data and service expertise, and accelerating the automation of processes to make them more resilient and cost-efficient. At the same time, we are optimizing purchasing and logistics, consolidating volume and gradually shifting purchasing volume to countries with lower manufacturing costs. These initiatives help to sustainably reduce our cost base and strengthen cash generation.

We are also working to improve our ability to drive growth. This includes expanding access to mid-sized and large corporate customers, aligning our product ranges more closely with their needs and increasing the relevance of our brands across sales channels. We are sharpening our focus on service-oriented project and customer solutions while simplifying and broadening our product range. Our goal is a return to profitable and sustainable growth.

A third area of focus is our portfolio. We are clearly prioritizing areas where we see the greatest potential for long-term value creation. This mainly involves strengthening our European core business, while continuing to develop our US activities and exiting less profitable areas, such as the project business in the Foodservices division.

These measures support our ongoing efforts to significantly improve performance and achieve our medium-term goals. While we remain committed to these targets, the developments of the past year and ongoing market volatility mean that we do not expect to fully achieve them by 2028. We continue to aim for organic growth above the market average. Over the medium term, our adjusted EBITDA margin is expected to improve significantly. Depending on economic conditions, we aim to increase profitability from around 4 percent to between 8 and 10 percent. In case of very favorable market conditions and strong growth, we continue to aim for a profitability rate of over 10 percent. Cash conversion is expected to average 50 to 60 percent of EBITDA. This lays the foundation for resuming sustainable dividend payments.

Important changes have also been made at the management level. Lars Bolscho informed the Supervisory Board that he would not be seeking an extension of his contract as CFO, which expired at the end of 2025. He left the company in July. We would like to express our sincere gratitude for his many years of service and the successful partnership. His successor, Timo Krutoff, brings strong leadership, commercial expertise and extensive experience in successful transformation processes and turnarounds – exactly the leadership qualities we need at this stage. In addition, we have further strengthened our divisional leadership. The new division presidents for Industrial & Packaging and Foodservices bring additional operational excellence and customer proximity to the organization.

» **Given the current environment, we are directing investments towards our transformation and ongoing improvement of systems and processes.**

Given the current environment, we are directing investments towards our transformation and ongoing improvement of systems and processes. Consequently, we will not be proposing a dividend for the 2025 fiscal year to the Shareholders' Meeting. We believe this is the right long-term decision for TAKKT and our shareholders, and we are committed to resuming attractive and sustainable dividend payments once our earnings and cash flow have improved.

The first months of 2026 have already shown that economic uncertainty will continue to define the year. In addition to tariffs and trade policy, the war in the Middle East could influence developments in our markets. We expect a subdued start with declining sales, followed by a gradual improvement as the year progresses. For organic sales performance, we anticipate a range of between minus 7 and plus 3 percent. We will continue to focus on improving our cost base in 2026, with structural adjustments that will involve one-time expenses. Adjusted for these expenses, the EBITDA margin will depend on how sales and gross profit margin develop and is expected to be between 2.0 and 5.0 percent. Free cash flow will be significantly influenced by earnings performance. We expect positive free cash flow, although it could be slightly negative if profitability falls at the lower end of the stated range.

The year 2026 will therefore be a transitional one for TAKKT. After that, in the years to come, we expect a tangible improvement in performance. I would like to thank you, our valued shareholders, for your trust and support. Our thanks also go to our employees worldwide, whose unwavering commitment in a challenging environment is helping TAKKT return to a path of sustainable growth, step by step.

Andreas Weishaar

Members of the Management Board

Andreas Weishaar
CEO

Timo Krutoff
CFO

›› Andreas Weishaar (born 1973) started his career in 1999 at Arthur D. Little, a Business Consulting Firm in Zurich, Switzerland, and then worked more than a decade at the agricultural machinery group AGCO Corporation, holding various management positions in Europe and Asia. He then served three years as Member of the Executive Board of the global foodservice equipment manufacturer Welbilt. From 2019 to 2023, he was Officer and member of the Executive Team at CNH Industrial, where he was responsible for strategy, HR, IT and digitalization, before being jointly responsible for the successful de-merger and IPO of Iveco Group. Andreas Weishaar has been CEO of TAKKT AG since August 1, 2024.

›› Timo Krutoff (born in 1978) began his career in 2005 at the thyssenkrupp Group. After holding management positions in corporate development and finance, he took on the role of CFO at ThyssenKrupp Presta Camshafts in 2012. From 2015, he was CFO and later also CEO at thyssenkrupp Bilstein before moving to Deutz AG as CFO in 2022. There, he was responsible for finance as well as human resources and information services. Timo Krutoff has been Chief Financial Officer of TAKKT AG since July 7, 2025.

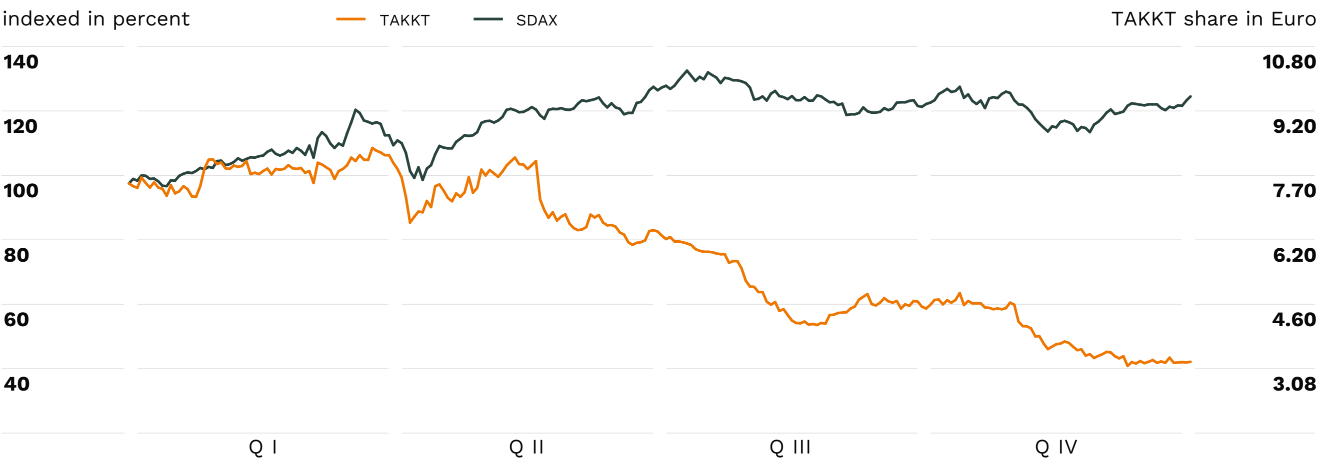
TAKKT Share and Investor Relations

Share Performance and Trading

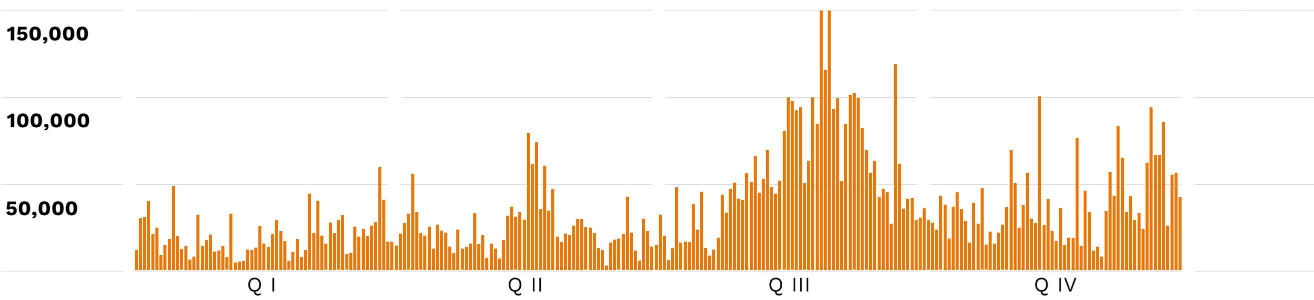
German and international share indices posted very strong returns in 2025, despite periods of high volatility. Favorable factors included falling inflation rates in the Eurozone and the US, as well as interest rate cuts in both regions. US trade policy contributed significantly to the high volatility in the markets. This led to significant capital outflows from US markets at times. Despite geopolitical and economic uncertainties, the German benchmark index DAX reached new record highs and rose by 23.0 percent for the full year. The small-cap index SDAX gained 25.3 percent. Capital inflows from the US markets played a significant role here, and companies in the defense industry, energy sector, and artificial intelligence also recorded significant gains.

After closing at EUR 7.70 on December 30, 2024, the TAKKT share started 2025 with slightly rising prices. In the first half of the year, it largely tracked the SDAX. On March 24, the share reached its annual high of EUR 8.49. In April, the share price reacted negatively to the announcement of US tariff policy. By the time of the Shareholders' Meeting on May 21, the share had recovered to a level similar to that at the start of the year. Following the ex-dividend adjustment and the forecast adjustment in July, the TAKKT share entered a downward trend. This trend continued through the end of the year following the release of financial results for the first nine months in October and the announcement of goodwill impairment in November.

Performance of the TAKKT share (52-week comparison, SDAX as benchmark)



Trading volume of the TAKKT share (daily volume on Xetra in number of shares in 2025)



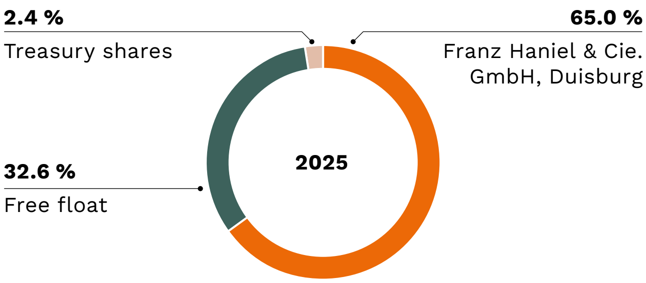
* On individual days, more than 150 thousand TAKKT shares were traded on Xetra.

On December 30, 2025, the share closed at EUR 3.70, trading 51.9 percent lower than a year earlier. Taking the dividend into account, the return was minus 44.2 percent. Trading volume was significantly higher than in the previous year, particularly in the second half of the year. On Xetra, the primary trading venue, an average of 39.6 thousand (2024: 22.0 thousand) TAKKT shares were traded per trading day. All price figures refer to daily closing prices on Xetra.

Shareholder structure

The shareholder structure of TAKKT AG changed only slightly in 2025. As the majority shareholder, Franz Haniel & Cie. GmbH continued to hold 65.0 percent of the shares at year-end. Among free-floating shares, the largest shareholder, Fidelity Management and Research LLC, reported on July 28, 2025, that it had reduced its stake to a total of 8.5 percent of TAKKT shares. The second-largest shareholder in the free float, Lazard Frères Gestion SAS, announced on July 11, 2025, a slight increase in its stake to a total of 3.0 percent. No other significant changes in the free float are known. As of the balance sheet date, TAKKT AG held 2.4 percent of its own shares.

Shareholder structure as of December 31, 2025



Key figures relating to TAKKT share (five year perspective)

	Unit	2025	2024	2023	2022	2021
Trade data						
Year-end closing price	EUR	3.70	7.70	13.50	13.54	15.36
Highest price	EUR	8.49	14.52	15.00	16.40	15.36
Lowest price	EUR	3.61	7.23	12.00	9.05	10.02
Market value at year-end	EUR million	242.8	505.2	885.7	888.4	1,007.8
Average daily turnover	thousand shares	39.6	22.0	19.6	50.0	61.0
Issued shares at year-end	million shares	65.6	65.6	65.6	65.6	65.6
Dividend						
Dividend per share in EUR	EUR	– *	0.60	1.00	1.00	1.10
Payout ratio	percent	n/a	– 93.0	264.2	110.7	126.6
Dividend yield	percent	n/a	7.5	7.0	7.4	7.2
Valuation ratios						
Earnings per share (EPS)	EUR	– 1.88	– 0.64	0.38	0.90	0.87
Free cash flow per share	EUR	0.16	1.06	1.14	0.84	0.36

* The Management Board proposes that no dividend be paid for the 2025 financial year.

Basic data of the TAKKT share

WKN (securities identification code)	744600
ISIN	DE0007446007
Ticker symbol	TTK
Reuters symbol	TTKG.F (Frankfurt)
Bloomberg symbol	TTK.GR
Number and type of shares	65,610,331 no-par-value bearer shares
Share capital	EUR 65,610,331
First listing	September 15, 1999
Market segment	Prime Standard
Designated Sponsors	MWB, ODDO BHF

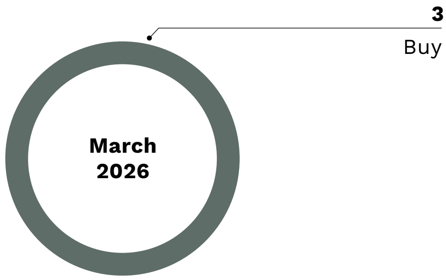
Comprehensive Dialogue with Investors and Analysts

TAKKT maintains regular communication with capital market participants, including institutional and private investors, financial analysts, and the financial press. Its goal is to achieve transparent, consistent, and reliable communication. At the end of March 2025, TAKKT presented its new TAKKT Forward strategy as part of a Capital Markets Update. Following this, the Management Board answered questions from analysts and investors. Approximately one month after the end of each quarter, the Management Board discusses interim results and progress in implementing the strategy during earnings calls. In addition, TAKKT regularly participates in capital markets conferences. In 2025, these included the Montega Investor Days in Hamburg, the Equity Forum's Spring Conference, the German Corporate Conference organized by Berenberg and Goldman Sachs, and the German Equity Forum. In addition, the company held numerous investor meetings as part of digital roadshows. All documents presented at events, in earnings calls, or during conference calls, as well as financial reports, regulatory disclosures, press releases, stock information, and other content are available on the company's website at takkt.de.

In March 2026, three analysts were regularly publishing research on the TAKKT share. All three recommended buying the share at the time of this report. The average price target was EUR 5.47.

Analysts' recommendations

Institution	Analyst
MWB	Thomas Wissler
Landesbank Baden-Württemberg	Thomas Hofmann
Montega	Christian Bruns



Shareholders' Meeting and Dividend

The 2025 Shareholders' Meeting was held virtually on May 21. Shareholders were able to follow the Meeting live online via video and audio streaming and exercise their voting rights through the shareholder portal.

In his speech, CEO Andreas Weishaar provided an overview of the new TAKKT Forward strategy, the Group's significant potential, and its medium-term goals. During the general discussion, the Executive Board answered questions from shareholders and shareholder representatives. In the vote on the agenda items, all items were approved by a large majority. The shareholders thus approved the payment of a dividend of EUR 0.60 per share.

In the current environment, TAKKT is prioritizing investments in strengthening its business model. The Executive Board therefore proposes not to pay a dividend for the 2025 fiscal year. TAKKT intends to resume substantial dividend payments as soon as earnings and free cash flow allow for this on a sustainable basis.

Financial calendar 2026

The financial calendar for 2026 is included at the end of this annual report and is regularly updated and available on the TAKKT website.

Contact Investor Relations

The investor relations team is available to answer any questions related to the TAKKT share and can be reached at:

Investor Relations
Benjamin Bühler / Nadine Gerach
Presselstraße 12, 70191 Stuttgart
Telephone: +49 711 3465-8223
Email: investor@takkt.de
Internet: http://www.takkt.de

Supervisory Board report

Hubertus M. Mühlhäuser
Chairman of the Supervisory Board

LADIES AND GENTLEMEN,

The 2025 fiscal year was once again defined by a challenging economic environment, which weighed on demand in the markets that are relevant for the Group. Performance across sales, earnings and cash flow remained well below initial expectations. In this environment, the Supervisory Board worked closely with the company and advised and supervised the Management Board in depth on the development and execution of the TAKKT Forward strategy. The Management Board provided the Supervisory Board with regular, timely and comprehensive updates on the situation of the company, key operational developments and progress of the transformation. Despite the difficult conditions, TAKKT drove forward extensive structural measures in the past year to strengthen operational performance and put the organization back on a profitable growth path. In the Supervisory Board's view, the implementation of these measures is essential for improving the Group's competitiveness and efficiency over the long term.

Changes in the Management Board

In March 2025, CFO Lars Bolscho informed the Supervisory Board that he would not be seeking a renewal of his contract, which expired at the end of 2025. We would like to express our sincere gratitude to Lars Bolscho for the highly successful and trusting collaboration. Effective July 7, 2025, Timo Krutoff assumed the role of CFO. He brings extensive experience from previous roles in leading and developing finance organizations and supporting transformation processes. We are very pleased to have him on board at TAKKT. By appointing Timo Krutoff alongside CEO Andreas Weishaar, the Supervisory Board has ensured continuity in the Group's leadership for the next three years amid the current volatile environment.

Work of the Supervisory Board

During the past year, discussions between the Management Board and Supervisory Board centered on sales and earnings performance, the impact of US tariffs, cash flow management and implementation of the TAKKT Forward strategic agenda adopted in the previous year. The Supervisory Board also closely monitored operational developments in the divisions and progress in the rollout of the new operating model to increase scalability and efficiency.

In the year under review, the Supervisory Board focused extensively on the implementation and further development of the strategy during several ordinary meetings and additional strategy sessions. At the Strategy Day in July, the strategic framework for the divisions and relevant functions were defined.

In addition, the Supervisory Board devoted more attention to geopolitical risks, market changes and incorporating these factors into the risk management process.

The main focus of the Personnel Committee was the departure of Lars Bolscho as CFO and the appointment of Timo Krutoff as his successor. The Supervisory Board also began the process of updating the existing Management Board remuneration system.

The audit committee specifically addressed the Group's economic performance, the results of the audit conducted by Deloitte GmbH Wirtschaftsprüfungsgesellschaft, financial reporting and the non-financial statement. The committee also discussed matters such as potential impairment risks, the internal control system, the further development of cybersecurity and regulatory requirements related to sustainability reporting (CSRD).

Intensive and constructive collaboration

There was constant communication between the Management Board and Supervisory Board during the 2025 fiscal year. The meetings were thorough and constructive. The Supervisory Board was involved in all decisions of fundamental importance to the company in a timely manner and passed formal resolutions where necessary.

Good corporate governance as part of our identity

As in previous years, the Management Board and Supervisory Board once again signed the declaration of conformity with the German Corporate Governance Code in December 2025. The declaration is published on the company's website. The Supervisory Board conducted its regular self-assessment using questionnaires, discussed the results and proposed measures to improve collaboration.

Consolidated financial statements and financial statements of TAKKT AG approved

The Shareholders' Meeting has followed the proposal of the Supervisory Board and appointed Deloitte GmbH Wirtschaftsprüfungsgesellschaft, Stuttgart, as the auditors for the 2025 fiscal year. The auditors issued a declaration of independence to the Supervisory Board. The Supervisory Board, represented by the audit committee, reviewed the independence of the auditor as per section 107(3) sentence 2 of the German Stock Corporation Act (AktG).

The key audit topics for the 2025 fiscal year were the impairment of goodwill at the Group level and the impairment of shares in affiliated companies at the AG level. The auditors in charge from Deloitte GmbH Wirtschaftsprüfungsgesellschaft reviewed the financial statements of TAKKT AG in addition to the consolidated financial statements of the Group and the combined management report and issued an unqualified audit certificate.

The auditors in charge attended the audit committee's annual accounts meeting on March 20, 2026. They informed the members of the audit committee about the key findings of the audit and answered further questions. The audit committee discussed the auditors' findings at length and approved them. It reported its results to the Supervisory Board at the meeting of March 20, 2026. At this meeting, the Supervisory Board approved the consolidated financial statements, the financial statements of TAKKT AG and the management report of TAKKT AG and the TAKKT Group, including the non-financial statement. The financial statements of TAKKT AG were thus adopted and the consolidated financial statements approved.

In the current environment, TAKKT's priority is to invest in the business model. The Supervisory Board will therefore follow the Management Board's proposal for the appropriation of profits and recommend to the Shareholders' Meeting that no dividend be paid for the 2025 fiscal year. The Supervisory Board is confident that this decision is in the long-term interest of the company and its shareholders.

Personnel changes on the Supervisory Board

Following the departure of Dr. Johannes Haupt from the Supervisory Board at the conclusion of the 2025 Shareholders' Meeting, Henk Derksen was elected as his successor. Henk Derksen brings extensive expertise in corporate governance, accounting and auditing from his experience as an auditor and CFO, and he is intimately familiar with the company through his role as CFO at Haniel, TAKKT's majority shareholder. Stefan Räbsamen assumed the office of Deputy Chairman. Thomas Kniehl was appointed to succeed Dr. Johannes Haupt as Deputy Chairman of the Personnel Committee.

A word of thanks from the Supervisory Board

The Supervisory Board would like to thank the employees of the TAKKT Group for their hard work and dedication and the shareholders for their continued trust.

Stuttgart, Germany, March 2026

Hubertus M. Mühlhäuser
(Chairman of the Supervisory Board of TAKKT AG)

Members of the Supervisory Board

Hubertus M. Mühlhäuser
Chairman

Member of Supervisory Boards, full-time

Stefan Räbsamen
Deputy Chairman (since May 21, 2025)

Member of Supervisory Boards, full-time

Dr. Johannes Haupt (until May 21, 2025)
Deputy Chairman

Consultant and Chairman of the Advisory Board of Regionique Produktfabrik GmbH, Ettlingen, Germany

Henk Derksen (since May 21, 2025)

CFO of Franz Haniel & Cie. GmbH, Duisburg, Germany

Thomas Kniehl

Employee Customer Support (detached works council) of TAKKT Industrial & Packaging GmbH, Stuttgart, Germany

Alyssa Jade McDonald-Bärtl

Managing Director of BLYSS GmbH, Berlin, Germany

Aliz Tepfenhart

Managing Director of karriere tutor GmbH (since March 01, 2025)
Managing Director of Tepfenhart Digital UG

Members of the personnel committee

Hubertus M. Mühlhäuser, Chairman

Dr. Johannes Haupt, Deputy Chairman (until May 21, 2025)

Thomas Kniehl, Deputy Chairman (since May 21, 2025)

Aliz Tepfenhart

Members of the audit committee

Stefan Räbsamen, Chairman (since May 21, 2025)
Deputy Chairman (until May 21, 2025)

Dr. Johannes Haupt, Chairman (until May 21, 2025)

Henk Derksen, Deputy Chairman (since May 21, 2025)

Alyssa Jade McDonald-Bärtl (since May 21, 2025)

Thomas Kniehl (until May 21, 2025)

Board members' participation in Supervisory Board meetings in the fiscal year 2025[1]

	Supervisory Board		Personnel committee		Audit committee	
	Meetings	in %	Meetings	in %	Meetings	in %
Hubertus M. Mühlhäuser	5 / 5	100	4 / 4	100	–	–
Stefan Räbsamen	5 / 5	100	–	–	6 / 6	100
Henk Derksen	3 / 3	100	–	–	3 / 3	100
Dr. Johannes Haupt	2 / 2	100	2 / 2	100	3 / 3	100
Thomas Kniehl	5 / 5	100	2 / 2	100	3 / 3	100
Alyssa Jade McDonald-Bärtl	5 / 5	100	–	–	3 / 3	100
Aliz Tepfenhart	5 / 5	100	4 / 4	100	–	–

1 Note: Due to changes in personnel, the outgoing and incoming members of the Supervisory Board naturally attended only those meetings for which they were still in office or had already been elected.

Combined management report

for TAKKT AG and the TAKKT Group

Unless stated otherwise, the following information applies to both the TAKKT Group and TAKKT AG. Statements that refer exclusively to TAKKT AG are indicated accordingly and can be found in the Management system, Corporate Governance and further legal information, and Economic development of TAKKT AG sections.

Business activities

Fiscal year

Outlook

Business activities

ORGANIZATION AND BUSINESS AREAS

The TAKKT Group (hereinafter referred to as "TAKKT") operates in Europe and North America, and specializes in B2B retail for business equipment. The Group is organized into three divisions, each of which sells products for a specific work environment through several independently positioned sales brands. The marketing and sales activities are mainly carried out within an omnichannel model, where the brands combine e-commerce channels such as web shops and e-procurement with print marketing, outreach by key account managers and telesales. The Group's sales brands focus on selling to corporate customers in various industries and regions. The products they offer mainly consist of durable and less price-sensitive equipment as well as special items that are needed on a regular basis. The product ranges offered mostly encompass durables that companies use for their business activities. The TAKKT companies supply products such as pallet-lifting trucks to German automobile suppliers, computer cabinets to Swiss mechanical engineering companies, adjustable-height desks to US government agencies, shipping cartons to European industrial companies and food service equipment to commercial kitchens in the US.

Organizational structure

The TAKKT Group is segmented into three divisions:

- Industrial & Packaging (I&P)
- Office Furniture & Displays (OF&D)
- Foodservices (FS)

In addition to the divisions where the market-oriented functions are bundled, supporting Group functions such as IT & digital (digitalization, IT infrastructure, security and data), finance and human resources are uniformly coordinated and managed across the entire Group through a matrix organization structure.

Three divisions for three specific work environments

The divisions offer a focused product portfolio that is primarily geared to a specific work environment. In I&P, the work environment is the factory floor or warehouse in the manufacturing and logistics industries. OF&D specializes in products for service providers. This includes equipment for working at the office or from home. The FS area offers products required for meal and food preparation and presentation in hotels, restaurants and catering establishments. The Group's customers include small and medium-sized companies, international corporations, government institutions such as agencies and educational providers, and non-governmental organizations such as associations and clubs. Through its diverse portfolio of sales brands, TAKKT strives to provide comprehensive, efficient, reliable and tailored solutions for customers' business equipment needs in order to help them minimize procurement process costs and save time.

One of the aims of the organizational alignment along product categories and work environments is to realize sales and purchasing potential such as by leveraging synergies and bundling product ranges and purchasing volumes.

The activities of the divisions focus on market and customer-related functions such as sales, marketing, procurement and category management, as well as operations (warehousing and logistics). Where appropriate, these tasks are coordinated across the individual sales brands within the divisions and managed centrally in some cases.

Bundling Group-wide functions to generate greater synergies

TAKKT integrates and bundles relevant support functions at the Group level. The focus is on IT & Digital, Finance, and Human Resources. TAKKT aims to realize greater synergies through a more integrated organization of these functions. The focus is particularly on centralized planning and implementation of the IT infrastructure required by the various sales brands. In addition to more efficient use of resources, the integration of Group functions is also expected to result in more effective and standardized systems and processes compared to a decentralized organization.

The Operations department was reorganized in 2025 and, due to the importance of order processing and delivery for customer satisfaction, is now organized into the divisions and thus closer to the customer.

The corporate structure with divisions and Group functions is shown in the following figure.

Group structure

INDUSTRIAL & PACKAGING	OFFICE FURNITURE & DISPLAYS	FOODSERVICES	DIVISIONS
kaiserkraft, Gerdmans, FRANKEL kaiserkraft, Runelandhs, BiGDUG, VINK LISSE kaiserkraft, Office Furniture Online, ratioform, Davpack	nbf National Business Furniture, DISPLAYS2GO	Hubert, central, XXL HORECA	BRANDS

Overview of divisions and sales brands

The **I&P division**, by far the Group's largest segment, generated more than half of sales in 2025. Given its significant importance for the company's business success, I&P represents TAKKT's core business and will be a key investment priority in the coming years. I&P addresses the European market through a "house of brands" approach with multiple sales brands tailored to different product groups and regions:

- **kaiserkraft** operates as the umbrella brand under which TAKKT markets a broad range of transport, plant, warehouse, and office equipment. By 2025, the Group had strengthened the presence of various retail brands by restoring a more independent market presence to those brands relevant to specific product groups or regions (Frankel for France and Vink Lisse for the Netherlands). kaiserkraft's customers include industrial enterprises such as automotive suppliers, service and retail companies, and public institutions. Some examples of products are pallet-lifting trucks, universal cabinets and swivel chairs, as well as special-purpose products such as environmental cabinets and containers for hazardous materials. In addition to its core product range, kaiserkraft offers a focused selection of MRO (Maintenance, Repair & Operations) products. This offering will be further expanded in the future.
- In the United Kingdom, TAKKT sells workplace equipment and office furniture such as desks, chairs, cabinets, and workbenches, primarily to small and medium-sized companies under the two brands **BiGDUG** and **OfficeFurnitureOnline**.
- Under the **Gerdmans** brand, office and workplace equipment is sold to companies in Denmark, Norway, Sweden, and Finland. In Sweden, TAKKT also operates **Runelandhs** as a secondary brand, which is more focused on equipment for warehouses and production.
- Packaging specialists **ratioform** and **Davpack** offer a variety of products for companies in different industries as well as customer-specific packaging solutions. Their portfolio includes collapsible boxes, package padding, shipping pallets and stretch film. ratioform is part of the **kaiserkraft** umbrella brand, while **Davpack** operates in the UK together with **BiGDUG**.

The division's various activities are partially integrated at the organizational level. Market and customer-related functions such as sales, marketing and category management are largely coordinated and managed uniformly across the various sales brands. The respective responsibilities and services are carried out by individual teams for multiple brands.

The **OF&D division** is mainly active in the US and consists of two independent sales brands:

- **National Business Furniture** (NBF) offers office furniture products in the US. The customers include companies and service providers such as lawyers and architects as well as public institutions like government agencies and schools. Some examples of products are office chairs and desks, conference tables and furniture for reception areas.
- **Displays2go** (D2G) offers sales promotion products in the US. Examples of products include customized advertising banners, digital display stands, mobile trade booths and fixtures.

The **FS division** primarily focuses on North America, where it operates in the market with the three sales brands **Hubert**, **Central** and **XXLhoreca**. As in the I&P division, market and customer-related functions at the two American brands Hubert and Central are largely integrated to realize synergies. This mainly involves the areas of procurement, product management, marketing as well as order processing and delivery. The Group's aim is to benefit from improved purchasing conditions and offer customers a broad range of kitchen and restaurant equipment.

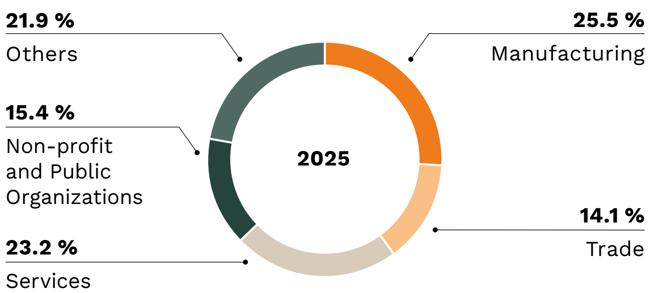
- **Hubert** offers equipment for the food service industry and food retail sector as well as sales promotion. Customers mainly include operators of large cafeterias, food service businesses and food retailers. Products include buffet equipment such as serving platters and food baskets.
- **Central** sells products for restaurant equipment. The product range includes all the equipment and supplies required for the operation of small to mid-sized restaurants. An increasing number of smaller restaurant chains are also among Central's customers. Examples of products include kitchen stoves, freezers, and small kitchen utensils.
- **XXLhoreca** is an e-commerce direct marketing specialist for food service equipment based in the Netherlands and therefore not integrated into the structures of Hubert and Central. The company primarily supplies hotels, restaurants, cafeterias and catering companies. The product range focuses on kitchen appliances such as refrigerators and freezers, as well as kitchen accessories and small appliances.

Diversified positioning

Due to its presence in different regions and the focus on different product and customer groups, the TAKKT Group is broadly positioned.

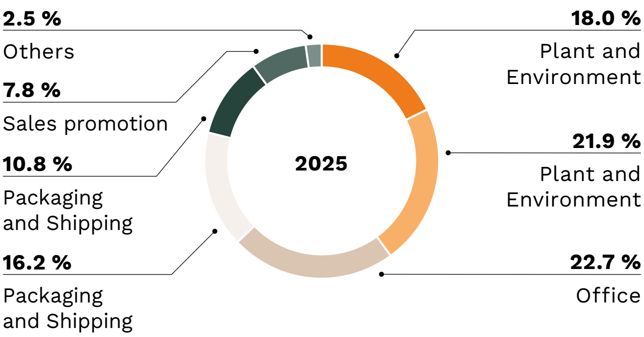
At the customer level, the divisions serve a broad customer base consisting of manufacturing businesses, retailers and service providers as well as nonprofit and public organizations to compensate for the cyclical fluctuations experienced by the individual target groups. TAKKT wants to continue to generate a balanced share of sales with the manufacturing industry, the retail and service sectors, and nonprofit and government institutions.

Diversification of customer groups



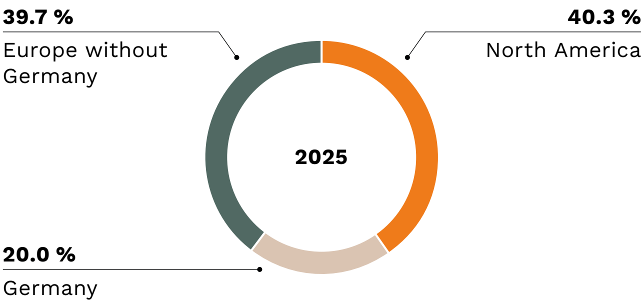
At the product level, TAKKT differentiates between products for operations & environment, warehouse & transportation, office, packaging & shipping, food service and sales promotion. The company has expanded its product portfolio in a targeted manner through acquisitions to new product groups in order to participate in industry trends.

Diversification of product ranges



At the regional level, TAKKT differentiates between Germany, Europe without Germany and North America. As a result, economic fluctuations in certain target markets could be partially offset by opposite developments in other regions.

Diversification of regions



MARKET POSITION AND COMPETITIVE ENVIRONMENT

TAKKT positions itself in the market as an omnichannel direct marketing specialist for business equipment with a comprehensive range of services. This positioning in fragmented markets allows the Group companies to create added value for customers and suppliers while generating gross profit margins of around 40 percent.

Market differentiation	Market attributes	TAKKT
...by customer	› B2B › B2C	› B2B
...by type of distribution	› Store-based retail › Omnichannel retail › Online-only retail	› Omnichannel retail
...by product range depth	› Generalists › Direct marketing specialists	› Direct marketing specialists
...by industry focus	› Horizontal alignment (product specialists) › Vertical alignment (industry specialists)	› Product specialists and industry specialists
...by service	› Pure distributors › Marketplaces › Distribution of goods and additional services	› Distribution of goods, advising, comprehensive service and in-house production

TAKKT's market environment can be defined using the criteria shown in the table above. The majority of the Group's brands position themselves as specialized omnichannel retailers (excluding store-based retail) of business equipment with a comprehensive range of services. TAKKT's main competitors in the medium-sized to large B2B customer market are other service-oriented retailers. For this customer group, important factors in addition to price include high product quality, a reliable procurement process, comprehensive product advice and complementary services.

In addition to the brands that prioritize high quality and comprehensive service, the Group also includes brands that target more transaction-oriented, price-sensitive and generally smaller corporate customers. These brands, which include BiGDUG in the UK, mainly use an e-commerce sales approach. TAKKT positions these brands as product experts. They are expected to possess relevant expertise with respect to their specific product range and provide customers with appropriate guidance in their selection and purchasing process. The aim is to offer customers an attractive price level, while standing out from marketplace models by providing advice and product expertise.

The TAKKT companies use a fragmented supplier pool of product specialists and maintain long-term relationships with suppliers that they work well with. The customer base is also broadly diversified, which means that the TAKKT companies cater to customers of various sizes and from different industries. As a result, they are not overly reliant on individual large orders or corporate customers.

Added value for customers

Most companies in the TAKKT Group primarily target service-oriented B2B customers with their offerings. According to TAKKT's assessment, in addition to product price, quality, service, reliability, and the width and relevance of the product range also play an important role in these customers' purchasing decisions. The services are listed in the table below. To measure customer satisfaction, TAKKT collects the Customer Net Promoter Score (cNPS) across all business units. The cNPS can range from minus 100 to 100. Based on a study by B2B International, average scores in the B2B sector are around 35 points. Positioning itself as a highly reliable and service-oriented provider, TAKKT aims for scores of at least 60 points. In 2025, the Group increased its average cNPS from 58 to 62 points. All three divisions contributed to this positive development and improved their own cNPS. Further information on the collection and calculation of the cNPS can be found in the Management System section.

Added value for customers

One-stop shop with efficient ordering process	› Broad and carefully curated product range across very different categories that allows customers to select a significant portion of their plant and business equipment needs precisely and easily › Option for integration in customers' approval and purchasing processes (e.g., via e-procurement)
Partner for sustainable business activities	› In the I&P: Use and disclosure of a product rating focused on sustainability, which enables customers to make informed purchasing decisions regarding products that are manufactured in a resource-efficient manner, use recycled materials, and come from fair supply chains › Meeting the sustainability requirements of international customer markets through the use of recognized certifications and assessments such as EcoVadis
Good availability and fast delivery	› Proprietary warehouses and broad regional coverage of storage locations ensure ready availability and quick delivery of many products to customers
Personalized advice and individual offers	› Sales employees and product experts advise customers on selecting the right products and provide tailored offers
Customized solutions and project order execution	› Special procurement and custom-made products are possible if there is no immediate solution available for the specific customer request › Option to plan and implement customer-specific procurement projects taking into consideration special service requirements (e.g., when equipping several locations) › Delivery to point of use, assembly service and mobile customer service (spare parts, repair, maintenance) for some sales brands
Long warranty periods	› Warranty periods for many products beyond the legal requirements and availability guarantee of several years

Added value for suppliers

In addition to focusing on service-oriented customers, supplier relationship management also plays an important role in the Group's positioning (see table below). For many suppliers, inclusion in the product range of a TAKKT company offers advantages compared to selling their products independently. They gain direct access to a very large number of customers in different countries, enabling them to realize significantly greater sales potential. Particularly for smaller manufacturers in Europe, being included in TAKKT's product range offers advantages over establishing their own international sales operations and navigating the challenges arising from different currencies, languages and legal frameworks.

Added value for suppliers

Unlocking even greater customer potential	› Access to entire customer base of the sales company › Opportunity to benefit from cross-selling with product categories of other manufacturers › Consolidation of sales brands and supplier base allows selected suppliers to benefit from access to an even larger customer base and increasing sales volumes
Targeted marketing of sustainable products	› In the I&P: Labeling products in the online store with a clearly visible sustainability rating, supplemented by clear explanations of the rating methodology and criteria
Presence in many different domestic markets	› Customers are reached through web shops and other sales channels in all countries where the TAKKT company operates
Greater efficiency	› One-time shipment of larger volumes to a central warehouse instead of many individual deliveries to customers

Fragmented competitive environment

The competitive environment[1] of TAKKT is characterized by a high degree of fragmentation. In addition to the large number of providers in the market, there is also considerable diversity with regard to retail and sales models. Besides omnichannel direct marketing specialists like TAKKT, other models include store-based retail, online-only providers merely and online marketplaces. Even the largest providers have a market share of only a few percent points. The various brands of the TAKKT Group position themselves in the competitive landscape primarily as service and quality-oriented providers and have distinct market positions.

- The European market for plant and business equipment, which is relevant for I&P, is characterized by a highly fragmented competitive environment with a large number of different companies. In addition to smaller local providers, there are several larger B2B retailers, some of which also operate in multiple European countries. They differ in that some are specialists focused on a specific product group, while others are generalists with a broader product range. Furthermore, there are differences in the use of marketing and sales channels between market participants primarily focused on e-commerce and omnichannel providers.
- The US office furniture market is divided into different product segments (very affordable entry-level products, mid-range segment with quality products at reasonable prices, and high-end, design-oriented branded furniture at premium prices), each served by different providers. NBF's range focuses on the mid-range product segment. There are a few providers operating nationwide in this segment, though the environment is largely shaped by many smaller local retailers.
- In TAKKT's view, the display market in the US is highly fragmented, with no single provider clearly dominating the market. Market participants differentiate themselves less on the basis of the products they offer and more through additional services such as consulting, customization, and project support. Demand is also shifting increasingly toward digital and very high-quality displays.
- The US market for food service equipment remains fragmented. Alongside providers that focus on specific customer groups such as larger restaurant chains or independent restaurants, there are also retailers with a broad market approach. TAKKT has observed increasing consolidation pressure in the market, which is reflected in periods of heightened acquisition activity among some competitors.

The table below gives an overview of the competitive environment of the TAKKT companies and lists examples of competitors.

TAKKT market environment and exemplary competitors

		Competitors in Europe		Competitors in the US		
		Plant and warehouse equipment	Packaging solutions	Merchandising and food service equipment	Sales displays	Office equipment
Store-based retailers		Numerous store-based retailers				
Distance sellers	Omnichannel providers	› Manutan › Schäfer Shop › Jungheinrich Profishop	› Raja › Transpak	› Trimark › Edward Don › Wasserstrom	› Allen Display › Braeside Displays	› Staples › Office Depot
	Online-only retailers	› Contorion › Rapid Racking › Profishop	› Karton.eu › Hilde24	› Webstaurant Store › Katom	› Ace Displays › DisplayIt	› BizChair › Cymax
	Online marketplaces	Various marketplaces such as Amazon Business and Mercateo				

1 Information regarding the competitive environment is based on TAKKT's market analyses and evaluations of the markets relevant to the divisions. The sources used for said market evaluations include reports from Grand View Research, Mordor Intelligence and Future Market Insights.

CORPORATE GOALS AND STRATEGY

A difficult market environment and internal challenges have led to declining sales at TAKKT over the past three years. Since the beginning of 2025, the Group has been pursuing its new TAKKT Forward strategy. Key components include focused positioning of the organization and company portfolio, greater emphasis on medium-sized and larger customers with more complex procurement needs and better performance through more efficient structures, systems and processes. The financial goals of the strategy are a return to positive growth and improved profitability and cash flows.

Focus, growth and performance as strategic priorities

In the current environment of subdued customer demand, TAKKT is concentrating on improving financial performance. This includes further stabilizing sales performance, streamlining cost structures and strengthening cash generation. With regard to the company portfolio, TAKKT's focus remains on growing the strategically attractive core business of the I&P division while realizing the potential of the US operations.

Portfolio focus

TAKKT continues to focus its activities on the most profitable and strategically attractive areas. The long-term strategic positioning of the individual divisions is regularly reviewed to ensure that available capital is allocated to areas with the highest value creation potential. Strengthening the core business in the I&P division is part of this approach. The European activities under the kaiserkraft umbrella brand contribute more than half of the Group's sales and are significantly more profitable than the US business. TAKKT believes that the fragmented environment and its position in the European market for warehouse, plant and business equipment offer the greatest potential for sustainable sales and earnings growth. In addition to organic initiatives, TAKKT plans to improve its positioning and offerings through acquisitions again in the future. The focus here is on strengthening I&P, alongside the targeted development of attractive potential areas in the US divisions. While TAKKT sees solid growth opportunities in these activities, it also recognizes that adjustments will be necessary to realize their full potential in terms of growth, profitability and cash generation. Optimization of the company portfolio also involves discontinuing small and less profitable activities to reduce complexity within the Group. Accordingly, TAKKT decided to discontinue the large-scale project business in the FS division. This business involved participating in tenders for large-volume project orders through competitive bidding processes.

TAKKT is also refining the organizational structure of the Group. In particular, TAKKT AG will be streamlined as a holding company, in part by transferring operations to the divisions, and move closer together operationally with the I&P division to shorten decision-making processes and simplify the management of the core business. At the same time, TAKKT is broadening the scope of responsibility within the divisions to embed operational accountability and performance management more firmly within the individual brands and regional units. Functions previously centralized within Operations have been transferred to the divisional organization, placing expertise and decision-making authority closer to the business and customers. Overall, TAKKT is pursuing an approach that grants operating units greater decision-making and organizational autonomy, while central functions perform coordinating, supporting and strategic tasks. This structure is designed to accelerate the execution of strategic priorities, better leverage the growth potential in the respective markets, and strengthen the Group's competitive position over the long term.

Growth

TAKKT's aim with the TAKKT Forward strategy is to return to positive growth rates and accelerate organic growth. At the core of this strategy is a uniform, Group-wide approach focused on larger and medium-sized business customers with complex procurement needs, a broader and better-structured product range, and enhanced omnichannel capabilities. In addition, TAKKT is placing greater emphasis on data and service to better anticipate customer needs and expand into higher-value customer segments.

TAKKT is intensifying the implementation of growth initiatives across all divisions. These initiatives focus on optimizing customer engagement across sales channels, expanding selected product areas, and enhancing consulting and services. The aim is to drive growth through improved customer acquisition and retention, and stronger positioning in attractive product categories.

I&P

In the I&P division, the Group's core business, the focus is on improving customer access and significantly increasing the relevance of the product range and brands. This includes initiatives to systematically acquire and support larger corporate customers, simplify and broaden the product portfolio, and make greater use of data to support sales activities. By further developing key brands and managing attractive product categories, I&P aims to increase its visibility in important target markets and improve repurchase rates.

OF&D

In the OF&D division in the US, NBF is concentrating on two areas: First, it is optimizing its largely transactional web shop business by improving the product range structure and user navigation to boost lead generation. Second, it is expanding its project business with a clear emphasis on key accounts and customers requiring office equipment for multiple locations. These measures are designed to solidify NBF's market position and drive growth in higher-demand segments. For D2G, the focus is on acquiring new customers and expanding the consulting and service-oriented business. In addition, the division is working on improving customer interfaces and service quality to boost conversion rates and strengthen customer relationships. Together, these measures are expected to further bolster the business's organic growth momentum.

FS

The Foodservices division is focusing on further expanding customer relationships with medium-sized, growing restaurant chains, increasing outreach to larger key accounts, and reactivating sales through the call center. The division is also enhancing its product range through the targeted expansion of private labels and the addition of spare parts for kitchen equipment. The aim of these measures is to increase relevance and customer loyalty in a competitive market environment.

Performance

As part of the TAKKT Forward strategy, TAKKT is implementing a series of structural and operational measures to strengthen profitability and cash flows. In view of the declining sales development in recent years, the priority in 2026 is on achieving a sustainable cost base, increasing operational efficiency through faster and more reliable processes, and ensuring robust cash generation.

Streamlining structures and further development of the operating model

In 2025, TAKKT took significant steps to introduce a leaner and more scalable operating model, through which the Group aims to streamline its internal structures, automate processes, and outsource transactional activities. A key component is the newly established TAKKT Competence Center (TCC). Strategically relevant competencies, particularly in IT, data and AI, are developed centrally and made available to the divisions. At the same time, standardized administrative and transactional processes are being bundled across the Group and, where appropriate, transferred to cost-efficient locations or external service providers. This two-part structure combining centralized competencies with scalable service structures is designed to leverage economies of scale, increase process quality and free up the operational units.

Optimized purchasing structures

TAKKT sees significant potential for cost improvements in purchasing. This includes further professionalizing internal structures, streamlining the product range, consolidating volumes with a smaller number of suppliers, and shifting purchasing volumes to countries with lower manufacturing costs (best cost country sourcing). These measures are expected to gradually lower procurement costs and enable more differentiated and competitive pricing.

Automation and digitalization of processes

TAKKT is driving forward the automation of processes to improve efficiency and reduce costs. Initial applications include automated order entry, translations for catalogs and web shops, and AI-powered preparation and integration of product and supplier data into internal PIM systems. The aim of these measures is to achieve faster turnaround times, lower error rates and less manual effort. Throughout 2026, additional processes will be successively automated and accelerated with the help of AI.

Optimization of logistics and freight structures

TAKKT is also working on consolidating its warehouse and logistics network. This includes the potential closure of selected locations in Europe and the US, new tenders for freight capacity, and greater integration of freight rates into pricing. Over the medium term, the Group expects these measures to deliver lower fixed costs and more efficient management of logistics processes.

Improvement of cash generation and working capital

TAKKT is pursuing further structural improvements in the management of net working capital to strengthen cash generation. This includes the sale of slow-moving inventory, consistent management of payment terms and additional cash initiatives to release non-operating funds. At the same time, investing activities are being managed with discipline. The aim of these measures is to ensure that the Group continues to generate positive free cash flow despite higher transformation-related investments.

Strategic goals

Sustainably increasing the company’s value remains TAKKT’s overarching strategic goal. The foundation for this is an improved customer experience, a clearly differentiated product range, operational excellence and efficiency, and reliable cash generation. The growth and profitability ambitions communicated in the previous year are generally confirmed. In 2025, most of the key figures linked to these targets declined amid challenging macroeconomic conditions. As a result, and in light of the continued uncertainty for the 2026 fiscal year, TAKKT now expects to fully achieve the targets originally set for 2028 at a later date. The new medium-term targets therefore apply to the years 2029 and 2030. At the same time, TAKKT is incorporating greater flexibility across the economic cycle in its target setting to ensure effective management.

Financial targets

A consistent focus on customer needs and the implementation of growth initiatives are expected to deliver above-market organic growth over the cycle. The Group continues to anticipate long-term market growth in line with nominal GDP. TAKKT confirms the profitability target in the medium term of an adjusted EBITDA margin of 10 percent, while taking greater account of economic cycles in the current, still volatile environment. During recessions with only slightly positive or negative sales growth, the company aims for a profitability of around 8 percent in the medium term; in a strong economic environment with significant positive growth, TAKKT intends to increase the adjusted EBITDA margin to levels above 10 percent. Alongside efforts to increase operating profitability, TAKKT continues to implement structural improvements in cash generation. Over the cycles, the Group aims for an average cash conversion rate of 50 to 60 percent. TAKKT intends to resume substantial dividend payments as soon as earnings and free cash flow allow for this on a sustainable basis. Free cash flow will also be used for selective acquisitions and, where appropriate, share buybacks.

Non-financial targets

TAKKT continues to pursue the goal of strengthening the customer experience as a key lever for growth. The Group aims to consistently maintain a customer-centric Net Promoter Score (cNPS) of 60 points or higher. TAKKT wants to continue offering customers an attractive range of sustainable products, targeting a 30 percent share of sustainable products in its range over the medium term. In the previous year, this target was based on the share of sales generated by the relevant products.

MANAGEMENT SYSTEM

The management system of the TAKKT Group comprises financial and non-financial performance indicators. The indicators are divided into different perspectives (organic growth, costs and earnings, cash flow, as well as customer and employee perspective). The Group's three divisions are primarily managed based on the same key figures. The relevant key figure for TAKKT AG is the investment result.

The management system described here for the TAKKT Group and TAKKT AG has as the primary objective to ensure reliable and forward-looking corporate governance and to support the Group's strategic development. It establishes the framework for systematically planning, monitoring, and managing operational performance, financial stability, and a focus on customers and employees. By combining financial and non-financial metrics, the management system is designed to provide a comprehensive view of the Group's business success and value drivers. The selected performance indicators serve as a central basis for management decisions. Through consistent reporting, they also ensure transparency for internal and external stakeholders.

Financial Performance Indicators

Organic growth

- Organic sales development is the relevant key figure for the company's growth. The figure is adjusted for potential effects from acquisitions and disposals as well as the impact of fluctuating exchange rates. The short-term development of sales is influenced by economic cycles.
- TAKKT continues to track and report organic growth of e-commerce order intake (e-commerce growth), but no longer uses this indicator as a key performance indicator.

Costs and earnings

- Gross profit is calculated by deducting the material costs (cost of sales and freight costs) from sales and adding changes in inventories of finished goods and work in progress and other own work capitalized. TAKKT uses the gross profit margin (gross profit in relation to sales) as the performance indicator.
- The EBITDA margin adjusted for one-time expenses serves as the relevant key figure for the short-term operating earning power of the individual Group companies. The advantage of using this key figure for controlling purposes is that it is not influenced by effects arising from country-specific differences in tax rates and financing structures. This indicator also allows for a direct comparison between existing and newly acquired companies, as it does not take into account asset impairments resulting from purchase price allocation.

Cash flow

- Cash generation is managed via free cash flow. The value is calculated from the cash flow generated from operating activities, which includes effects from changes in net working capital, less operating capital expenditures in non-current assets (capital expenditures in non-current assets excluding investments in shareholdings) and adding operating proceeds from disposals of non-current assets (excluding non-operating inflows from potential sales of shareholdings), and subtracting payments for the repayment of lease liabilities under IFRS 16. This provides information about the cash surplus that the company can use for the repayment of bank debts, dividend payments and financing acquisitions.
- The capital requirements for maintenance, expansion and modernization of the business operations are comparatively low for the companies of the TAKKT Group in the retail sector. At the same time, IT infrastructure is becoming more important, fueling a corresponding need for investment in areas like web shop technology and ERP. Increased investments in processes and systems are part of the strategy and aim to deliver a higher degree of automation and greater efficiency. TAKKT uses the capital expenditure ratio (the ratio of payments for operating capital expenditures in non-current assets to sales) as performance indicator.

Non-financial Performance Indicators

Customer and employee perspective

- TAKKT collects and analyzes the customer net promoter score (cNPS) in all business units as an indicator and key figure for customer satisfaction. For the survey, customers are asked how likely they would be to recommend the respective brand to others. The likelihood was rated using a scale from 0 to 10 and customers were then grouped into three categories (promoters, detractors and passives). Those with a score of less than 7 are considered detractors, while customers with a 9 or 10 are labeled promoters. Customers scoring a 7 or 8 are classified as passives. The cNPS is calculated by subtracting the percentage of detractors from the percentage of promoters, and dividing the difference by the number of customer surveys. It can thus generate a score between minus 100 and plus 100.
- While the cNPS indicates a customer's willingness to recommend, the employee net promoter score (eNPS) provides information about the willingness of employees to recommend and is used as a key figure in this context. The method used to determine the eNPS is the same as that for the cNPS. In employee surveys, employees are classified as promoters, passives or detractors based on their willingness to recommend. The eNPS is calculated based on the responses. Since the eNPS measures the relationship between employee and employer rather than a single isolated transaction, eNPS values are generally lower than cNPS values. Employees can be dedicated and motivated top performers, even if they are dissatisfied with some working conditions and therefore not considered promoters based on their rating. A score of over 0 means that the majority of employees would recommend their employer to others.

Sustainability

Sustainability remains a top priority for TAKKT. This includes ensuring comprehensive internal and external reporting to provide corporate customers with reliable data on products and the supply chain, as well as a commitment to developing a climate protection strategy within the framework of the SBTI (Science Based Targets Initiative). In addition, the Group uses a sustainability rating for products in Europe and leverages this specifically in its marketing efforts. TAKKT will continue to track and report on the share of sales generated by sustainable products, but will no longer use it as a key management indicator.

Management of TAKKT AG

The management indicator for TAKKT AG is the investment result, which consists primarily of the investment income from subsidiaries and is therefore dependent on their performance and dividend policies. The dividend policy of the subsidiaries is geared towards ensuring a retained profit for TAKKT AG that is sufficient to pay dividends to its shareholders, if a distribution of dividends is intended.

Changes to the management system

As part of a simplification of the management system, TAKKT no longer uses e-commerce growth and the share of sales generated by sustainable products for management purposes. As in the previous year, the most significant key performance indicators are organic sales growth, the gross profit margin, the adjusted EBITDA margin, and free cash flow. The reporting on key performance indicators for the past fiscal year includes the indicators from the management system described in last year's management report. A presentation and analysis of the development of these indicators are included in the sections Market Position and Competitive Environment, Employees, Sales and Earnings Review, and Financial Position. The indicators related to the customer and employee perspective are non-financial indicators used for the Group's management. The expected development of the most significant performance indicators for the year 2026 is presented in the forecast report.

Overview of the Management Indicators

Most significant management indicators

- Organic sales development
- Gross profit margin
- EBITDA margin adjusted for one-time expenses
- Free cash flow

Further management indicators

Financial	Non-financial
› Capital expenditure ratio	› cNPS › eNPS

EMPLOYEES

Employees remain a key factor in TAKKT's success. In light of the challenging market environment and declining sales, the Group implemented comprehensive measures to strengthen its operational performance during the past fiscal year. These included the implementation of a new operating model in the Industrial & Packaging division and the adjustment of capacities. The focus of HR efforts was on further developing processes and structures. In addition, TAKKT further harmonized HR operations at the Group level.

Against the backdrop of changing market conditions and sales levels, TAKKT adjusted its workforce structure (rightsizing) during the reporting year. In Europe, this adjustment was linked to the implementation of a new operating model within the I&P division. TAKKT expects this to result in greater efficiency, shorter decision-making processes, and a sustainable increase in the organization's performance. To implement the new operating model, comprehensive structural and procedural adjustments were made within I&P. In addition to a streamlined workforce structure, this also includes the establishment and expansion of the TAKKT Competence Center (TCC) in Hungary. Through the TCC, TAKKT is consolidating central functions and building the competencies necessary for the Group's strategic development. This involves greater standardization and automation of processes, as well as the outsourcing and offshoring of selected transactional activities to more scalable structures. The implementation took place in close consultation with employee representatives.

Personnel structure and development of number of employees

As of the end of 2025, the TAKKT Group employed 1,982 full-time employees (previous year: 2,154). The decline was primarily due to the measures described above aimed at adjusting the workforce structure and implementing the new operating model.

Number of employees

	12/31/2025	12/31/2024
in full-time equivalent	**1,982**	**2,154**
thereof Industrial & Packaging division	1,267	1,358
thereof Office Furniture & Displays division	350	399
thereof Foodservices division	313	347
thereof other	52	50
in headcount	2,115	2,299

Corporate culture and HR development

HR management at TAKKT follows a group-wide coordinated approach. It is designed to support the company's transformation and thereby contribute to improving profitability and sales growth. To achieve this goal, TAKKT is working on the digitalization and optimization of processes, the development and strengthening of future-oriented skills, and positioning the Group as an attractive employer. Key elements include a culture of appreciation in leadership, transparent talent management processes and competency models, attractive development opportunities, and flexible work models.

To measure employer attractiveness and employee satisfaction, the TAKKT Group uses the Employee Net Promoter Score (eNPS). A definition and classification of this metric are provided in the Management System section. The eNPS declined during the reporting year and stood at minus 16 (minus 5) at year-end. In TAKKT's view, this development is primarily attributable to the persistently challenging economic situation as well as the multitude of parallel change and transformation processes.

In response, targeted countermeasures based on employee surveys were initiated. These include, among other things, the development of structured measures within the teams, intensified internal communication, targeted support for managers, and the strengthening of feedback and participation formats. The first positive effects of these measures are already evident in a slight improvement in ratings over the course of the year. The eNPS is firmly established as a key metric in the TAKKT Group’s management and control system. Improving employee satisfaction is a key element in positioning the Group as an attractive employer and is therefore also part of the individual performance agreements for senior management for the year 2026.

CORPORATE GOVERNANCE AND FURTHER LEGAL INFORMATION

Good corporate governance increases the company's value in the long run. TAKKT supports the aims and requirements of the German Corporate Governance Code (DCGK). Detailed information regarding corporate governance at TAKKT can be found in the Declaration on Corporate Governance on the company's website at www.takkt.de/en/investors/corporate-governance/declaration-on-corporate-governance. It also includes the current declaration of conformity with the German Corporate Governance Code.

Disclosures required under takeover law

According to section 289a(1) no. 1–9 and section 315a(1) no. 1–9 of the German Commercial Code (HGB), the following details must be disclosed regarding TAKKT AG and the TAKKT Group:

TAKKT AG's share capital totaling EUR 65,610,331 is divided into 65,610,331 no-par-value bearer shares with voting rights, with a notional nominal value of EUR 1.00 per share. These are not subject to any restrictions regarding voting rights or the transfer of shares. The number of shares outstanding remained virtually unchanged at 64,037,325 (64,025,355) as of the balance sheet date. The slight increase is attributable to the issuance of treasury shares as part of an employee stock ownership plan.

As of December 31, 2025, TAKKT AG is a subsidiary of Franz Haniel & Cie. GmbH, Duisburg, Germany, which holds 65.0 percent of the shares. No other shareholder holds more than 10.0 percent of the voting rights.

Sections 84 and 85 of the German Stock Corporation Act (AktG) and section 5 of the company's articles of association apply for appointing and removing members of the Management Board, while sections 179, 133 and 119 AktG apply for changing the articles of association.

In accordance with the resolution passed at the Shareholders' Meeting of May 18, 2022, the Management Board of TAKKT is authorized to increase the share capital through the use of authorized capital, subject to the approval of the Supervisory Board, once or several times, by an amount of up to EUR 32,805,165 by issuing new no-par-value bearer shares by May 17, 2027, taking shareholders' subscription rights into account.

In addition, the Management Board is authorized, according to the resolution of the Shareholders' Meeting on May 18, 2022, subject to section 71(1) no. 8 AktG, to acquire treasury shares up to an amount of ten percent of share capital. There is no reverse subscription right or a right to tender in the case of purchasing, nor is there a subscription right for shareholders in the case of selling. The company can exercise this authorization in total or in smaller amounts, once or several times, in the pursuit of one or more objectives until May 17, 2027. Between October 6, 2022, and December 20, 2024, TAKKT exercised its authorization and repurchased a total of 1.6 million of its own shares for EUR 19.4 million. This represents 2.5 percent of the current share capital. Further information on the share buyback can be found on the company's website at www.takkt.de/investoren/aktie/aktienrueckkauf.

At the end of the reporting period, an amount of EUR 64.9 million in liabilities from various financial institutions was subject to a change of control clause as per sections 289a(1) no. 8 and 315a(1) no. 8 HGB. If the majority shareholder's stake in TAKKT AG falls below 50 percent, the maturity of the relevant liabilities with a term of more than one year would be reduced to 364 days. In this event, new negotiations with the banks regarding the terms and maturity have already been agreed upon.

The additional disclosures as required by section 315a(1) no. 2 HGB (limitation of voting rights), no. 4 (shares with special rights), no. 5 (controlling voting rights of employees) and no. 9 (compensation agreement with the Management Board or employees in case of a takeover offer) are not relevant for TAKKT AG or the TAKKT Group.

Dependence report issued

Franz Haniel & Cie. GmbH, Duisburg is the majority shareholder of TAKKT AG. The Management Board has therefore provided the Supervisory Board with a report on relations with affiliated companies as stipulated in section 312 AktG. The dependence report comes to the following conclusion: “The Executive Board declares that, based on the circumstances known to the Executive Board at the time of the respective transactions, the Company received appropriate consideration for each transaction listed in the report on relationships with affiliated companies and was not disadvantaged. No measures within the meaning of Section 312(1), second sentence, of the German Stock Corporation Act (AktG) were taken or omitted during the reporting period.”

Sustainability report

The TAKKT Group is publishing a sustainability report for the 2025 fiscal year, thereby complying with the requirements of Sections 315b and 315c of the German Commercial Code (HGB). The sustainability report will be available on the following website no later than four months after the fiscal year-end: www.takkt.de/nachhaltigkeit.

Fiscal year

GENERAL CONDITIONS

The economic environment in the markets that are relevant for TAKKT was marked by high volatility in 2025 and remained challenging. Trade disputes over US import tariffs were a primary source of uncertainty. GDP development in Europe, and especially in Germany, was only slightly positive. Although US economic growth slowed, it remained higher than in Europe. The office furniture and food service equipment markets developed less favorably.

Overall economic conditions

As presented in the forecast section of last year's management report, at the beginning of 2025, TAKKT anticipated a slight improvement in growth for Europe and Germany, contrasted by somewhat lower momentum in the US. Overall, this expectation was confirmed. The restrictive and volatile US trade policy created uncertainty in the markets and had a significant negative impact on global trade. According to the Federal Reserve Bank of St. Louis, a considerable portion of US economic growth is attributable to the expansion of AI technology. Outside of this sector, business customers in both the US and Europe held back on spending and investment. Economic performance in the eurozone was higher than in the previous year, slightly surpassing expectations from the start of 2025. The German market, which is key for TAKKT, again performed below average and remained flat compared with the previous year.

GDP growth[1] for the Eurozone, Germany, and the US

	GDP growth in percent		
	Actual 2025	Forecast 2025	Actual 2024
Eurozone	1.3	0.9	0.8
Germany	0.2	0.3	– 0.2
USA	2.1	2.2	2.8

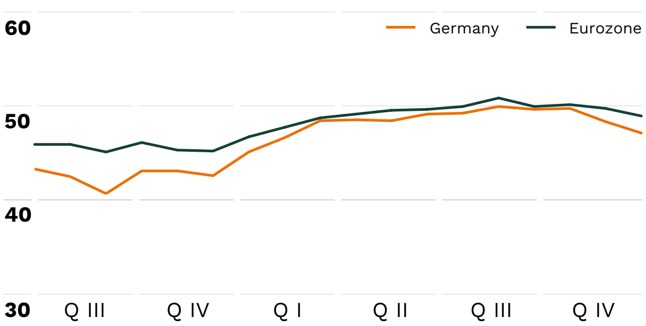
Industry-specific conditions

TAKKT uses different Purchasing Managers' Indexes (PMIs), as well as other tools, in order to better assess the anticipated development in the sales regions in the medium term. This refers to data from the manufacturing industry, which is compiled by different research institutes together with national associations and aggregated in an index. For TAKKT, Purchasing Manager Indexes are indicators for order intake from the manufacturing industry with a delay of three to six months. They are therefore particularly relevant for the activities of the European Industrial & Packaging division.

- Values below the reference level of 50 points indicate that market volumes are in decline and that sales potential is deteriorating.
- By contrast, values over 50 suggest increased market volume and a better business outlook.

In 2025, purchasing managers' assessments improved. However, PMI values in the manufacturing and industrial sector relevant for TAKKT remained largely below the expansion threshold. By the end of the year, the values declined slightly again and stood at 48.8 points for the eurozone in December 2025. In Germany, assessments were once again consistently lower than in the eurozone. In contrast to the overall positive trend in PMI values, EY's Industry Barometer for Germany showed a decline in business activity as well as a continuation and acceleration of job cuts in the sector.

Purchasing Managers' Indexes July 2024 to December 2025

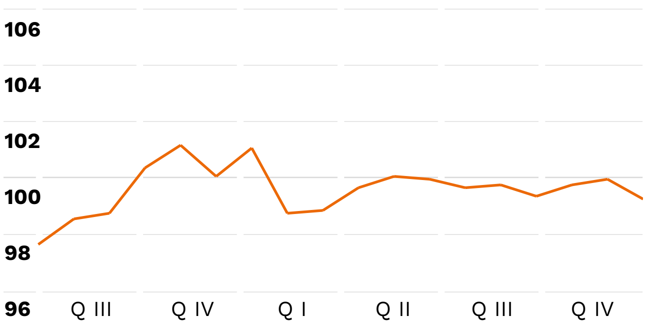


For the US companies Hubert and Central in the Foodservices division, the Restaurant Performance

1 Sources GDP growth: Statistisches Bundesamt: https://www.destatis.de/DE/Home/_inhalt
European Commission: https://economy-finance.ec.europa.eu/economic-forecast-and-surveys/economic-forecasts_en
US Bureau of Economic Analysis: https://www.bea.gov/data/gdp/gross-domestic-product

Index (RPI) is a relevant industry indicator. The RPI is based on a survey of restaurant operators in the United States and takes into consideration assessments of the future as well as the current situation. A value greater than 100 indicates market growth, whereas a value lower than 100 represents a downward trend. In the 2025 fiscal year, the RPI generally remained at or was just below the expansion threshold of 100, with no clear trend. Most recently, it stood at 99.3 points in December, indicating continued subdued demand for Foodservices activities. In TAKKT's view, the market environment for office furniture in the US was challenging during the 2025 fiscal year. Contributing factors included uncertainty stemming from tariff disputes and reduced ordering activity from federal customers. In the first half of the year, this was related to activities of the Department of Government Efficiency (DOGE), while in the second half orders declined significantly during the temporary US government shutdown.

Restaurant Performance Index July 2024 to December 2025



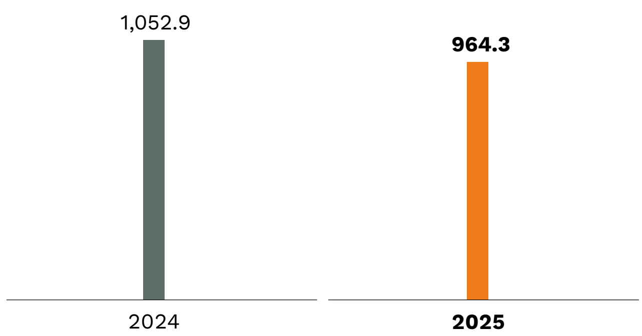
SALES AND EARNINGS REVIEW

Amid a persistently difficult and volatile environment, TAKKT recorded a significant decline in sales and earnings in 2025. Organic sales development was minus 6.6 percent. The gross profit margin reached 38.2 (39.3) percent. In 2025, TAKKT implemented extensive measures to streamline its cost base, which involved considerable one-time expenses. Due to the decline in sales and lower gross profit margin, EBITDA decreased significantly to EUR 19.8 (55.7) million. The EBITDA margin, adjusted for one-time expenses, was 3.8 (6.9) percent.

General environment impacts Group's sales development

Against the backdrop of weak economic growth and heightened uncertainty, demand from corporate customers for plant and business equipment continued to decline in 2025. In Europe, this was reflected in the purchasing managers' indexes, which largely remained below the expansion threshold. In TAKKT's view, factors such as tariff disputes and inflation contributed to the weak market environment for office and restaurant equipment in the US. In this environment, TAKKT's organic sales decreased by 6.6 percent. Although sales performance was better than in the previous year, it remained markedly negative. Organic sales development is adjusted for currency and portfolio effects, which had a combined negative impact of 1.8 percentage points. Group sales came to EUR 964.3 (1,052.9) million, or 8.4 percent below the previous year.

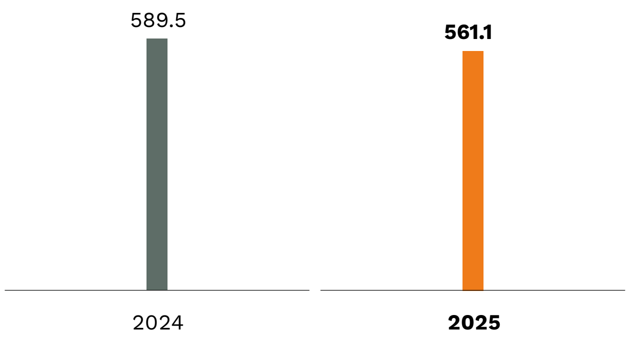
Sales in EUR million



Industrial & Packaging: Weak economy in Germany

In the year under review, sales in the I&P division came to EUR 561.1 (589.5) million, corresponding to a 4.8 percent decrease over the previous year. With a share of nearly 60 percent of Group sales, I&P remained by far the Group's largest division. Changes in exchange rates had a slight positive effect of 0.3 percentage points on sales development. Organic sales development was minus 5.1 percent. Due to weak economic momentum and heightened uncertainty from trade disputes, corporate customers, particularly in the industrial and manufacturing sectors, were reluctant to place orders. The most significant decline within I&P was observed in the home market of Germany. Declining sales and employment figures in German industry resulted in a high single-digit percentage decline in sales. Business in other regions such as Scandinavia and the UK fared better, with only a slight decline compared to the previous year.

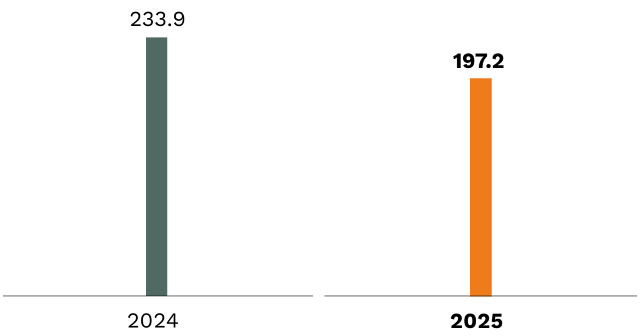
Sales Industrial & Packaging in EUR million



Office Furniture & Displays: Significant stabilization in the display business

In the OF&D division, sales development was shaped by the weaker US dollar and lack of momentum in the office furniture business. Sales decreased by 15.7 percent to EUR 197.2 (233.9) million. Currency effects negatively impacted the growth rate by 3.6 percentage points. The sale of Mydisplays in Europe at the end of 2024 had a negative impact of 1.7 percentage points. Organic sales development at OF&D therefore came to minus 10.4 percent. NBF's office equipment business saw a low double-digit percentage decline. Demand from federal institutions in the US was very weak, with the cost-cutting measures by the Department of Government Efficiency (DOGE) and the government shutdown in October having a particularly negative impact. In addition, business customers were also reluctant to place orders amid a highly volatile environment driven by tariff disputes. Displays2go's business performed significantly better. Following a decline in organic sales in the first half of the year, TAKKT increasingly benefited in the second half from expanding its online marketplace business and optimizing web shop performance, thereby achieving slightly positive sales growth. Organic sales performance for the year as a whole was still slightly negative.

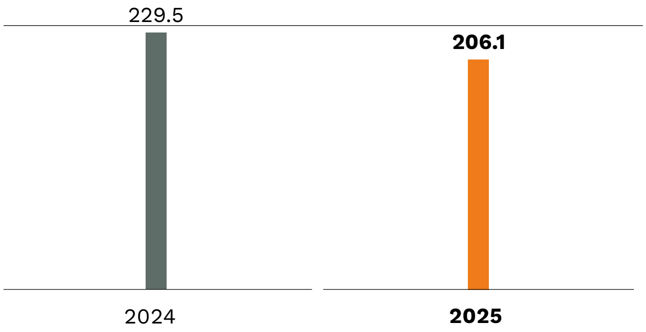
Sales Office Furniture & Displays in EUR million



Foodservices: Negative trend for restaurant visits

At EUR 206.1 (229.5) million, sales in the FS division were 10.2 percent below the previous year's level and were impacted by currency effects of 3.6 percentage points. Organic sales development was minus 6.6 percent. In an environment of continued high inflation, restaurants in the US recorded a decline in customer traffic. In addition, US trade policy contributed to uncertainty and the pass-through of import tariffs led to higher prices. Orders for both the Hubert and Central sales brands declined accordingly. Active sales via the call center in particular were significantly below the previous year. TAKKT generated additional sales through growth initiatives such as expanding its spare parts business and increasing its focus on smaller restaurant chains. Given the challenging environment, volumes were lower than originally planned.

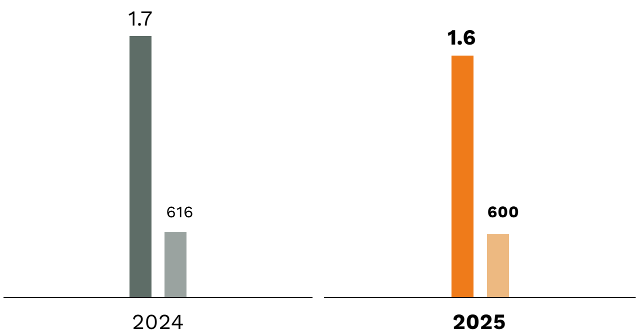
Sales Foodservices in EUR million



Composition of order intake

Order intake developed very similarly to sales in 2025 and saw an organic decline of 7.3 percent. The average order value decreased slightly to EUR 600 (616), partly due to changes in exchange rates. The number of orders came to 1.6 (1.7) million. At minus 5.0 percent, order intake via e-commerce remained somewhat more stable than overall order intake and benefited from strong positive growth in the online marketplace business. The e-commerce share rose slightly to 61.2 (60.0) percent.

Number of orders in EUR million
Average order value in EUR



Share of sustainable products

The Group uses a rating system to classify products, which takes into account criteria such as climate protection, the circular economy and biodiversity. At the Group level, products classified as sustainable accounted for 29.3 (30.9) percent of sales, slightly below the previous year. In Europe, TAKKT focuses on selling sustainable products and increased their share in the I&P division, where the kaiserkraft brand sells sustainable products through a dedicated category in the web shop. At OF&D, the share was significantly below the previous year. In the previous year, TAKKT included sales from the pass-through of carbon-neutral freight costs. This was not done in the year under review. TAKKT aims to increase the share of sustainable products in its product range in the medium term. In 2025, this share was 21.5 percent.

Gross profit margin impacted by freight effects and US import tariffs

In 2025, TAKKT generated a gross profit margin of 38.2 (39.3) percent. All three divisions recorded a margin decline. In the US, TAKKT passed on most of the higher costs from import tariffs to customers. However, this had a slightly negative impact on the margin. Other factors contributing to the decline were effects from the valuation of inventories at FS and more attractive pricing for customers at I&P.

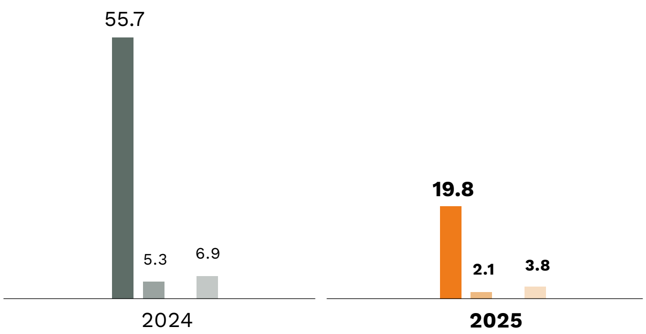
One-time expenses due to streamlining cost structures

In 2025, TAKKT implemented a series of measures to streamline the cost base and improve efficiency. This included adjusting the employment figures in all three divisions. At I&P, TAKKT has also begun implementing a new operating model, and has automated and relocated processes. These measures were associated with considerable one-time expenses, which totaled EUR 16.5 (17.1) million at the EBITDA level. Adjusted for one-time expenses, personnel costs were around EUR 7 million below the previous year, while other operating expenses remained roughly at the previous year's level. Savings in marketing expenses were mainly offset by higher IT costs.

Decline in adjusted EBITDA margin

Earnings before interest, taxes, depreciation and amortization (EBITDA) declined significantly to EUR 19.8 (55.7) million. Changes in exchange rates had a positive impact on EBITDA of EUR 0.2 million. The EBITDA margin was 2.1 (5.3) percent. Adjusted for one-time effects, the EBITDA margin decreased significantly to 3.8 (6.9) percent. In addition to the lower gross profit margin, the decline is mainly attributable to higher cost ratios resulting from the sharp decrease in sales.

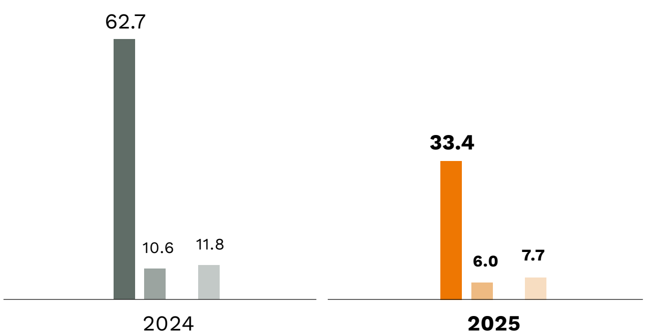
EBITDA in EUR million, **margin** in %, **adjusted margin** in %



Industrial & Packaging: Transformation costs have a negative impact on earnings

In the past fiscal year, EBITDA in the I&P division decreased significantly to 33.4 (62.7). The main reason for the decline in earnings was the negative sales trend. The lower gross profit margin and higher transformation costs also had an impact on earnings. The latter resulted from one-time expenses and investments in IT. One-time expenses amounted to EUR 9.8 (6.8) million. In the year under review, the EBITDA margin came to 6.0 (10.6) percent, and the adjusted EBITDA margin of 7.7 (11.8) percent was significantly below the previous year.

Industrial & Packaging
EBITDA in EUR million, **margin** in %, **adjusted margin** in %



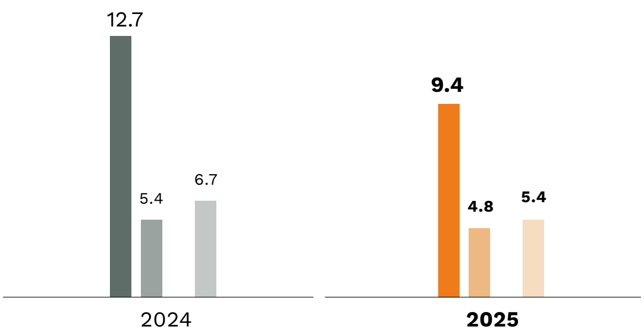
Office Furniture & Displays: Cost management makes an impact

Through consistent cost management, TAKKT was able to largely offset the impact of declining sales and lower gross profit margin on earnings in the OF&D division.

Personnel expenses and other operating costs were noticeably lower than in the previous year. EBITDA was at EUR 9.4 (12.7) million. One-time expenses amounted to EUR 1.2 (2.8) million. The EBITDA margin decreased to 4.8 (5.4) percent and the adjusted EBITDA margin came to 5.4 (6.7) percent.

Office Furniture & Displays

EBITDA in EUR million, **margin** in %, **adjusted margin** in %

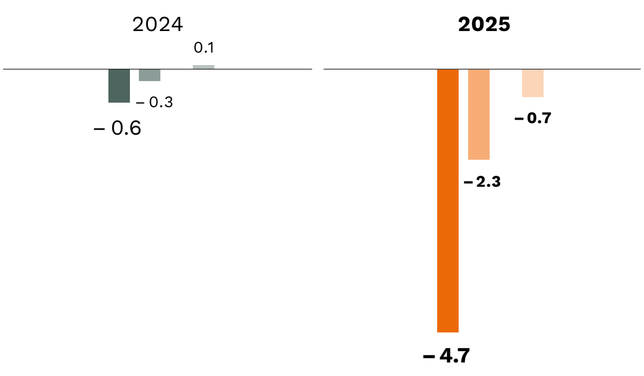


Foodservices: EBITDA significantly negative

In the FS division, EBITDA remained negative at minus EUR 4.7 (minus 0.6) million and was below the level of the previous year. The decline was partly due to higher one-time expenses. Adjusted for one-time effects, TAKKT was able to significantly reduce costs and thus largely offset the impact of the negative sales development on earnings. One-time expenses totaled EUR 3.2 (0.8) million in the reporting period. The EBITDA margin was minus 2.3 (minus 0.3) percent and the adjusted EBITDA margin came to minus 0.7 (plus 0.1) percent.

Foodservices

EBITDA in EUR million, **margin** in %, **adjusted margin** in %



Impairments on the US business

Due to the difficult and volatile market environment in the US and lower planning assumptions for the coming years, TAKKT recognized extensive impairment losses totaling EUR 126.9 (62.9) million. The reasons for the impairment were worsened earnings forecasts based on the sharp decline in sales. While the majority of the impairments were attributable to the activities of the FS division, TAKKT also made adjustments at Displays2go and NBF. In the year under review, depreciation and amortization increased to EUR 158.7 (96.2) million due to the higher impairment. Adjusted for the impairment losses in both years, depreciation would have decreased slightly to EUR 31.8 (33.3) million.

EBIT (Earnings before interest and tax) was significantly negative due to non-operating effects and came to minus EUR 138.9 (minus 40.5) million. The EBIT margin decreased accordingly to minus 14.4 (minus 3.8) percent. The financial result of minus EUR 9.7 (minus 10.3) million was slightly better than in the previous year. Profit before tax amounted to minus EUR 148.6 (minus 50.8) million.

Tax gains due to impairments

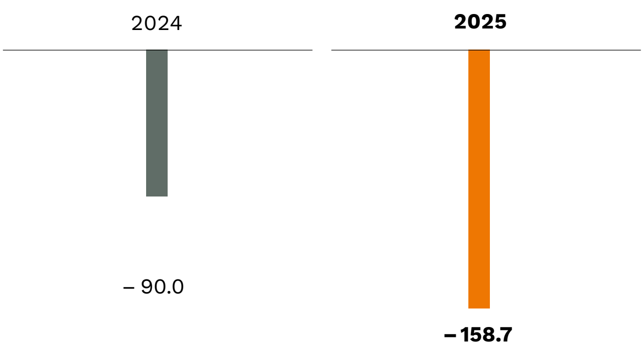
Tax expense/income was significantly influenced by the impairments. As in the previous year, this resulted in deferred tax income in 2025 due to the tax effect of depreciations in the cash generating units in the US. Overall, this resulted in tax income of EUR 28.4 (9.5) million for the Group. At minus EUR 120.2 (minus 41.3) million, profit for the period was significantly negative and below the previous year. Earnings per share decreased to minus EUR 1.88 (minus 0.64) based on the slightly lower weighted average number of shares issued of 64,034,333 (64,450,594). The number of shares issued decreased due to the share buy-back program in effect until December 2024.

Value-based key figures: Negative TAKKT Value Added and ROCE

TAKKT considers TAKKT Value Added and return on capital employed (ROCE) to be relevant value-based key figures. The TAKKT Value Added is defined as the difference between the operating profit after tax generated and the cost of capital on the average capital employed. Due to the higher impairment losses and lower EBITDA, the TAKKT Value Added decreased significantly to minus EUR 158.7 (minus 90.0) million in the past year. Adjusted for the impairment losses in the past three years, the TAKKT Value Added would have decreased by around EUR 26 million.

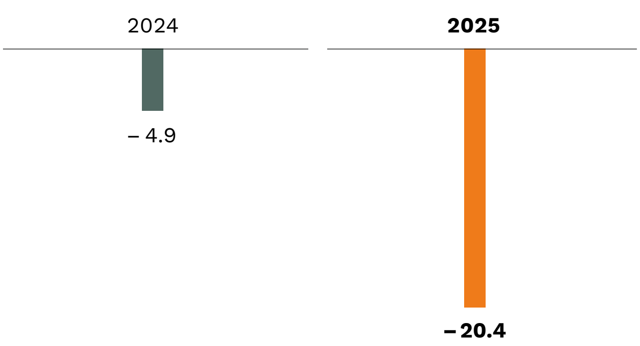
The operating result after tax generated for calculation of the TAKKT Value Added was considerably lower than in the previous year at minus EUR 110.5 (minus 32.2) million. The average capital employed also decreased. The weighted average cost of capital (WACC) used to calculate the total cost of capital remained unchanged at 7.5 (7.5) percent. TAKKT assumed a value-based capital structure of 70 percent equity and 30 percent debt capital for this. The cost of shareholders' equity was 9.0 percent. An imputed cost of 4.0 percent was used for debt capital. Total cost of capital in 2025 thus came to EUR 48.2 (57.8) million.

TAKKT Value Added in EUR million



ROCE provides information about the profitability of capital employed before taxes. The key figure shows the EBIT in relation to capital employed, which is defined as total assets reduced by the non-interest-bearing current liabilities. ROCE therefore reflects the operational profitability of the capital employed and was minus 20.4 (minus 4.9) percent in the year under review. As in the previous year, the return was in negative territory due to the impact of impairments on intangible assets and the negative operative result. Adjusted for the impairment losses in the past three years, ROCE was minus 1.4 (plus 2.5) percent.

ROCE in %



FINANCIAL POSITION

TAKKT has a centralized financial management system whose primary goal is to ensure the creditworthiness, liquidity and financing capability of the Group for the long term. Its primary purpose is to meet payment obligations in the operating business and finance capital expenditure. Another objective is to ensure sufficient financial flexibility to make dividend payments and pursue value-increasing acquisitions as opportunities arise. Free cash flow in the 2025 fiscal year was influenced by the negative sales and earnings performance. Due to the reduction in net working capital in the second half of the year, the Group nevertheless achieved a positive cash inflow of EUR 10.3 (68.1) million.

Centralized financial management limits financial risks

The financial management of the TAKKT Group includes the management and allocation of all financial resources with the primary goal of ensuring that liquidity is available at all times. In addition, TAKKT pursues the following goals within the scope of financial management:

› Safeguarding the independence and flexibility of the Group and of all the Group companies through a diversified financing structure with sufficient available credit lines at all times.
› Limiting financial risks through the hedging of currency risks as well as limiting counterparty risks.
› Optimization of financing conditions through an appropriate mix of short and long-term financing instruments.
› Efficient use of the Group's internal liquidity through the use of cash pooling agreements, whereby liquidity surpluses of the individual companies are used for financing the liquidity requirements of other Group companies.

Free cash flow impacted by negative earnings performance

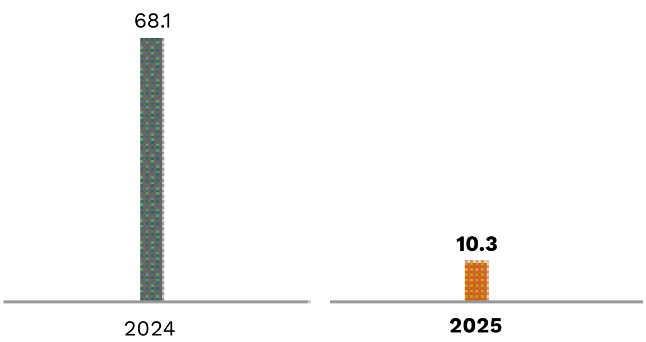
One of the strengths of the TAKKT business model is its strong internal financing power. Despite the weak earnings performance, TAKKT still generated positive free cash flow in 2025 by reducing net working capital.

Cash flow before changes in net working capital was largely in line with the development of EBITDA and decreased significantly to EUR 7.2 (40.3) million in the year under review. In 2025, TAKKT continued its measures to improve the cash conversion cycle by optimizing net working capital. Despite the substantial release of net working capital in the previous year, the Group still generated cash inflow of EUR 23.7 (53.6) million in the past financial year. The reduction in inventories generated EUR 9.4 million and the decrease in trade receivables contributed EUR 14.9 million. Due to the negative cash flow impact of lower EBITDA and reduced cash inflows from net working capital, cash flow from operating activities decreased significantly to EUR 30.9 (93.9) million.

Capital expenditures of EUR 9.0 (11.9) million were slightly lower than in the previous year. Significant amounts were allocated to projects including modernizing and upgrading warehouse facilities, IT hardware and software and improvements to the web shops. The capital expenditure ratio (capital expenditures for the maintenance, expansion and modernization of business operations relative to sales) decreased slightly to 0.9 (1.1) percent. Cash inflow from disposals came to EUR 2.1 (0.7) million and resulted mainly from the sale of real estate by a Swedish subsidiary in 2025.

The repayment of lease liabilities resulting from rental payments for buildings amounted to EUR 13.6 (14.7) million. After deducting operating capital expenditures and lease payments from cash flow from operating activities and adding the inflows from disposals, the Group had free cash flow of EUR 10.3 (68.1) million in the year under review.

Free cash flow in EUR million

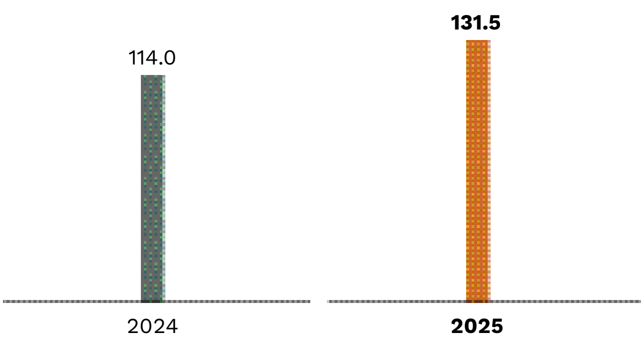


Managerial presentation of free cash flow in EUR million

	2025	2024	2023	2022	2021
Cash flow before change of net working capital	**7.2**	**40.3**	**86.0**	**115.1**	**94.3**
Change in net working capital as well as other adjustments	23.7	53.6	20.4	– 30.7	– 38.0
Cash flow from operating activities	**30.9**	**93.9**	**106.4**	**84.4**	**56.3**
Capital expenditure in non-current assets	– 9.0	– 11.9	– 15.9	– 14.6	– 18.3
Proceeds from disposal of non-current assets	2.1	0.7	2.6	0.6	0.4
Repayment of lease liabilities	– 13.6	– 14.7	– 19.2	– 15.4	– 14.6
Free cash flow	**10.3**	**68.1**	**74.0**	**55.0**	**23.8**

Payment for the dividend amounted to EUR 38.4 (64.6) million. Net financial liabilities (i.e., financial liabilities less cash and cash equivalents) increased to EUR 131.5 (114.0) million at the end of 2025. Slightly less than half of the net financial liabilities (39.5 percent; previous year: 49.9 percent) resulted from the leasing of buildings and vehicles, which are reported as lease liabilities in accordance with IFRS 16. Cash and cash equivalents came to EUR 14.5 (8.1) million as of December 31, 2025. For further details on the generation and use of cash flow, please refer to the statement of cash flows.

Net financial liabilities in EUR million



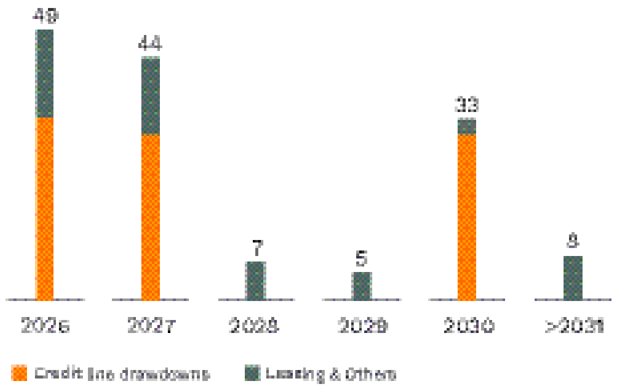
Diversified financing

TAKKT places great importance on the conservative, long-term oriented and diversified financing of the business. The financing activities of the Group are centrally managed, with funding currently limited to the EUR currency area. TAKKT primarily uses the following financing instruments:

- Dedicated bilateral credit lines with 11 financial institutions are the focus of the financing portfolio. For the most part, short-term (terms of less than 12 months) and long-term (terms of more than 12 months) credit lines are concluded. As a rule, both short-term and long-term credit lines are extended annually by an additional year and adjusted to new conditions if necessary. Long-term credit lines have a term of up to five years. The credit agreements are unsecured and do not include any financial covenants. At the end of 2025, there were liabilities to banks from financing activities in the amount of EUR 92.7 (61.3) million.
- Leased buildings and vehicles are reported as finance leases in accordance with IFRS 16. Lease liabilities as of the reporting date came to EUR 52.0 (56.8) million.

The maturity structure of the financial liabilities as of the end of the reporting period is as follows:

Maturity profile of financial liabilities in EUR million



In addition to the credit line drawdowns, the Group also had free committed credit lines of EUR 146.4 (188.1) million available, of which EUR 56.4 (34.2) million were short-term credit lines and EUR 90.0 (153.9) million long-term credit lines. This means that TAKKT still has sufficient financial flexibility to seize investment opportunities – such as acquisitions – even at short notice. In TAKKT's view, the Group's independence and entrepreneurial flexibility are ensured over the long term through its financing portfolio, which is diversified with regard to financing sources and terms.

Use of derivative financial instruments only for hedging purposes

As a global player, TAKKT is exposed to risks arising from fluctuations in exchange rates and market interest rates. The purpose of financial risk management is to regularly monitor these financial risks and limit them insofar as it is economically advisable. In dealing with derivative financial instruments, harmonized regulations ensure that no financial transactions are conducted outside of an established framework without the prior approval of the Management Board. Derivative financial instruments are only used for hedging purposes in relation to the hedged item. In addition, financial transactions are carried out exclusively with business partners who have been approved for this purpose and meet a certain credit rating. In line with the hedging policy, TAKKT's goal for interest rate risks is generally a hedge ratio of 60 to 80 percent of the finance volume. In the fiscal year and previous year, no use was made of interest rate swaps for hedging purposes. Net foreign currency cash flows are hedged at an average rate of 50 percent for a rolling twelve-month period. Details on the use and evaluation of these financial instruments can be found in the risk and opportunities report.

Internal covenants impacted by lower earnings and impairments

TAKKT uses internal covenants to analyze its capital structure and has set target values for each of these key figures. The equity ratio is expected to be between 30 and 60 percent. For gearing, the target is below 1.5. The target for the debt repayment period is less than 5 years. As another index for the company's financial stability, the interest cover ratio should ideally be above 4. TAKKT aims to achieve a long-term balance between financial independence and return on total capital. The objective is to ensure sufficient financial scope for growth, dividends and acquisitions on the one hand as well as an appropriate return on total capital employed on the other. The Management Board is regularly informed of the development of these key figures.

Due to the negative earnings performance and impairments, the internal covenants deteriorated in 2025 and in some cases no longer fall within the internally set target corridors. Despite a decline resulting primarily from the impairment, the equity ratio stood at 50.6 (58.8) percent as of the reporting date and thus remained at the upper end of the target corridor. The gearing rose to 0.4 (0.2) percent. The debt repayment period increased to 6.6 (2.0) years due to the decline in EBITDA. The operating result before goodwill amortization was negative in 2025, partly due to the high one-time expenses. This means that the interest cover cannot be meaningfully calculated; in the previous year it was 2.5.

Internal covenants in EUR million

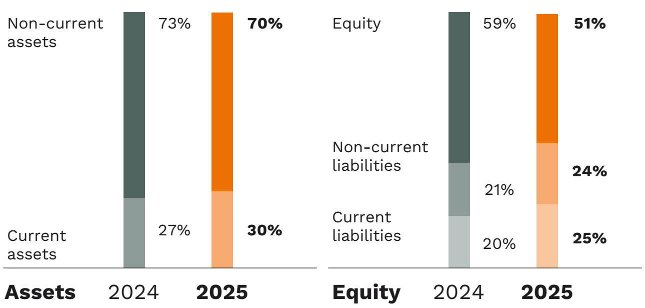
	2025	2024
Total equity	362.3	542.6
/ Total assets	716.4	922.7
Equity ratio (in percent)	**50.6**	**58.8**
Financial liabilities	145.9	122.2
./. Cash and cash equivalents	14.5	8.1
Net financial liabilities	131.5	114.0
/ Total equity	362.3	542.6
Gearing	**0.4**	**0.2**
Net financial liabilities	131.5	114.0
/ EBITDA	19.8	55.7
Debt repayment period (in years)	**6.6**	**2.0**
Operating result before Goodwill impairment	– 13.4	22.4
/ Net interest expense (= Finance expenses less Interest and similar income)	– 9.4	9.0
Interest cover	**n/a**	**2.5**

ASSETS POSITION

TAKKT's balance sheet structure remains very solid despite the challenging 2025 fiscal year. Total assets declined mainly due to the impairment loss and reduction in net working capital.

In the year under review, total assets decreased by around 22 percent and amounted to EUR 716.4 (922.7) million as of the end of the reporting period. This was mainly attributable to the decline in goodwill resulting from impairments in the OF&D and FS divisions. Changes in exchange rates had a negative effect of around EUR 37.5 million on the assets reported in euros.

Balance sheet structure of the TAKKT Group



As of the end of the reporting period, non-current assets of EUR 500.1 (669.4) million made up 69.8 (72.5) percent of the assets. Property, plant and equipment decreased to EUR 96.8 (106.7) million. At EUR 365.7 (508.1) million, goodwill still makes up the majority of non-current assets and accounts for just over half of total assets at 51.0 (55.1) percent. In view of the continuing difficult market conditions, TAKKT recognized goodwill impairment losses of EUR 125.5 million for the cash-generating units NBF, D2G, CenBert and XXLhoreca. Exchange rates also reduced the amount of goodwill by EUR 16.9 million.

Customer and supplier relationships, brand names, web shops, domain names or internal expertise can, regardless of their significance for the TAKKT Group, only be recognized as intangible assets if they are in accordance with IAS 38. This is not generally the case with regard to the intangible assets generated within the TAKKT Group. Accordingly, these figures are not recognized. Where entire companies are acquired, some intangible assets are recorded in the consolidated financial statements as required by IFRS 3 for first-time consolidation as long as they are identifiable and can be measured independently. The corresponding recognition in the statement of financial position is a

Key figures for net assets position in EUR million

	2025	2024	2023	2022	2021
Non-current assets	**500.1**	**669.4**	**730.3**	**781.5**	**812.2**
in % of Total assets	69.8	72.5	72.5	69.7	72.8
Current assets	**216.3**	**253.3**	**276.5**	**340.0**	**303.2**
in % of Total assets	30.2	27.5	27.5	30.3	27.2
Total assets	**716.4**	**922.7**	**1,006.8**	**1,121.5**	**1,115.4**
Total Equity	**362.3**	**542.6**	**642.7**	**699.8**	**694.0**
in % of Total equity and liabilities	50.6	58.8	63.8	62.4	62.2
Non-current liabilities	**170.7**	**191.4**	**198.7**	**213.6**	**226.3**
in % of Total equity and liabilities	23.8	20.7	19.8	19.0	20.3
Current liabilities	**183.4**	**188.8**	**165.4**	**208.1**	**195.0**
in % of Total equity and liabilities	25.6	20.5	16.4	18.6	17.5
Total equity and liabilities	**716.4**	**922.7**	**1,006.8**	**1,121.5**	**1,115.4**

good indicator for the value potential of these assets. At TAKKT, this mainly applies to the internet domains, web shops, brand names and customer relationships. As of the end of the reporting period, the total value of these assets came to EUR 17.1 (21.2) million.

Current assets decreased to EUR 216.3 (253.3) million. This was mainly attributable to the targeted reduction of net working capital, which led to a decline in inventories to EUR 92.0 (112.5) million and a decrease in trade receivables to EUR 86.6 (106.9) million. Both items accounted for 82.6 (86.6) percent of current assets. Changes in currency effects had a negative impact of EUR 14.7 million on current assets.

Customers' payment behavior remained stable with a low write-off rate of 0.2 (0.1) percent. Consequently, there was no significant impact on the development of trade receivables. Days sales outstanding decreased slightly to 31 (34) days.

The TAKKT Group does not use off-balance sheet financial instruments such as the sale of receivables or asset-backed securities.

Equity ratio sees marked decline, remains slightly above 50 percent

Total equity decreased to EUR 362.3 (542.6) million as a result of the dividend payout and impairment of goodwill. Currency effects had a negative impact of EUR 18.1 million. The equity ratio decreased to 50.6 (58.8) percent at the end of the year. As of the reporting date, TAKKT AG held 2.4 (2.4) percent of the share capital as treasury shares.

Accounting for 23.8 (20.7) percent of the equity and liabilities were non-current liabilities amounting to EUR 170.7 (191.4) million. The decline is largely attributable to lower deferred taxes of EUR 20.5 (55.7) million, while the increase in non-current financial liabilities to EUR 97.3 (76.3) million had an offsetting effect. Pension obligations decreased slightly to EUR 48.9 (53.6) million.

Current liabilities decreased slightly to EUR 183.4 (188.8) million, corresponding to a share of 25.6 (20.5) percent of total assets as of December 31, 2025. This was primarily due to the decrease in trade payables and similar liabilities to EUR 87.3 (94.5) million. This was offset by the increase in short-term bank liabilities to EUR 33.5 (28.5) million.

ECONOMIC DEVELOPMENT OF TAKKT AG

TAKKT AG directly and indirectly holds shares in the subsidiaries of the TAKKT Group and is responsible for functional activities that affect the entire Group. The financial statements of TAKKT AG have been prepared in accordance with the accounting regulations of the German Commercial Code and German Stock Corporation Act.

TAKKT AG is responsible for functional activities that apply to the entire Group, which is why they can best be implemented at this level. These include HR, Finance, Strategy, Legal, Audit and M&A. TAKKT AG also coordinates and oversees IT & Digital (IT infrastructure and data analysis) within the Group in order to bundle and strengthen tasks that are critical to success.

The operating business related to sales, marketing and product portfolio management is handled within the divisions. Consequently, their performance has a significant impact on TAKKT AG's sales and earnings review, financial position and assets position as well as the opportunities and risks for future development.

Earnings review

TAKKT AG's sales are generated from the services that the company provides to Group companies. At EUR 4.8 (4.9) million, they were in line with the previous year's level. As in the previous year, allocations from affiliated companies for rents amounting to EUR 2.0 (2.2) million represented the single largest item in sales.

At EUR 9.1 (9.2) million, other operating income was also at the previous year's level. It included income relating to other periods in the amount of EUR 1.1 (3.3) million. This mainly comprises income from the release of provisions in the amount of EUR 0.7 (3.1) million. In addition, it included exchange rate gains of EUR 7.0 (4.7) million.

Personnel expenses declined in the year under review to EUR 9.3 (12.9) million due to the reduction in expenses for personnel measures from EUR 2.5 million to EUR 1.0 million and the decrease in bonus expenses from EUR 1.1 million to EUR 0.6 million.

Income statement for TAKKT AG in EUR million

	2025	2024
Revenue	4.8	4.9
Other operating income	9.1	9.2
Personnel expenses	– 9.3	– 12.9
Depreciation *	– 7.0	– 1.0
Operating taxes	0.0	– 9.0
Other operating expenses *	– 22.1	– 23.2
Investment result	11.2	102.9
Depreciation on financial assets	– 47.0	0.0
Interest result	– 1.5	1.2
Earnings before income taxes	**– 61.8**	**81.0**
Income tax	1.5	– 1.9
Earnings after taxes	**– 60.4**	**79.1**
Profit carried forward from previous year	64.5	23.8
Unappropriated profits	**4.2**	**102.9**

* Changed reporting compared to the previous year. Prior-year figures have been adjusted.

Depreciation and amortization includes EUR 0.5 (0.6) million related to property, plant and equipment and intangible assets, as well as write-downs on receivables from affiliated companies in the amount of EUR 6.5 (0.5) million. In 2025, this was attributable to the write-down of a receivable from the Group company Juma International BV (XXLhoreca) in the amount of EUR 6.5 million.

Other operating expenses decreased to EUR 22.1 (23.2) million mainly due to lower consulting fees.

The investment result usually stems from the income generated by the German subsidiaries through profit and loss transfer agreements in the fiscal year and a dividend from the US company. The net income of the German companies is mainly influenced by dividends from other European subsidiaries as well as write-downs and write-ups of financial assets. While the other European subsidiaries generally distribute their net profit in full in the first months of the following year, TAKKT AG adopts an opportunistic approach with the US companies, taking into account both exchange rates and its dividend policy. The investment result decreased to EUR 11.2 (102.9) million in 2025. In 2025, no distribution was made by TAKKT America Holding Inc. In the previous year, EUR 95.4 million was distributed to TAKKT AG.

Write-downs on financial assets related to the impairment of the carrying amount of the investment in TAKKT America Holding Inc. due to the deterioration in the earnings forecasts of its subsidiaries.

The interest result amounted to minus EUR 1.5 (plus 1.2) million. Interest income realized in the previous year was eliminated due to the repayment of long-term loans of financial assets to two subsidiaries of TAKKT AG. In the financial year, the interest result was influenced by short-term financing by Group companies and interest expenses from financing obtained by TAKKT AG from Group companies and banks. As a result of the significantly lower investment result, earnings before taxes decreased to minus EUR 61.8 (81.0) million.

Assets and financial position

Total assets decreased by 15.4 percent in comparison to the previous year. The development of assets was mainly influenced by the decrease in financial assets. Total assets decreased by EUR 106.0 million due to the repayment of long-term loans to affiliated companies of EUR 75.0 million and a EUR 17.2 million reduction in shares in affiliated companies (increase in shareholders' equity of EUR 29.8 million and impairments of EUR 47.0 million). Receivables from affiliated companies decreased from EUR 62.2 million to EUR 42.2 million. These receivables primarily consist of short-term financing obtained by Group companies from TAKKT AG as well as receivables from profit and loss transfer agreements with Group companies.

The most significant item on the assets side continued to be financial assets in the amount of EUR 526.7 (618.7) million, primarily consisting of shares in affiliated companies of EUR 526.7 (543.7) million. TAKKT Industrial & Packaging GmbH and TAKKT America Holding Inc. account for the largest shareholdings in affiliated companies. In the previous year, loans to affiliated companies still included a long-term intercompany loan to TAKKT Industrial & Packaging GmbH.

The development of equity and liabilities was characterized by a decrease in shareholders' equity to EUR 387.3 (486.0) million. Provisions declined by EUR 6.3 million. The amount and structure of the other items remained virtually unchanged. Shareholders' equity decreased significantly to EUR 387.3 (486.0) million due to the decline in retained earnings to EUR 4.2 (102.9) million. Together with the reduction in total assets, this resulted in a decline in the equity ratio, which remained high at 66.6 (70.7) percent.

The decrease in retained earnings, and thus in shareholders' equity, of EUR 98.7 million resulted primarily from the net loss of EUR 60.4 million for the 2025 fiscal year and the dividend payout of EUR 38.4 million.

The decrease in provisions was mainly due to lower tax provisions, provisions for personnel expenses and provisions for outstanding invoices. At EUR 169.6 (169.9) million, liabilities were at the previous year's level. The increase in liabilities to banks of EUR 32.2 million was more than offset by the decrease in liabilities to affiliated companies of EUR 34.5 million. Liabilities to affiliated companies mainly comprise short-term financing obtained by TAKKT AG from Group companies as well as liabilities from profit and loss transfer agreements with Group companies.

Cash flow from business activities was primarily influenced by the investment result and declined compared to the previous year to minus EUR 32.6 (plus 66.3) million. The decline is mainly attributable to the payout of around EUR 95 million from TAKKT America Holding Inc. to TAKKT AG in the previous year. Cash outflow from investing activities decreased to EUR 29.8 (57.9) million due to a lower capital increase in TAKKT America Holding Inc. compared to the previous year. Cash flow from financing activities came to EUR 68.9 (minus 5.3) million. Loan repayments and bank borrowings totaling EUR 107.2 million exceeded dividend payouts of EUR 38.4 million. This resulted in an overall increase in cash and cash equivalents of EUR 6.0 million.

TAKKT AG's balance sheet in EUR million

Assets	**31.12.2025**	31.12.2024
Intangible assets	0.1	0.1
Property, plant and equipment	1.1	1.3
Financial assets	526.7	618.7
Fixed assets	**527.9**	**620.1**
Receivables and other assets	43.2	63.0
Cash and bank balances	9.3	3.3
Current assets	**52.5**	**66.3**
Deferred income	**0.9**	**0.9**
Total assets	**581.3**	**687.3**

Equity and liabilities	**31.12.2025**	31.12.2024
Share capital	65.6	65.6
Nominal value of treasury shares	– 1.6	– 1.6
Issued capital	64.0	64.0
Capital reserves	215.6	215.6
Retained earnings	103.5	103.5
Unappropriated profits	4.2	102.9
Shareholders' equity	**387.3**	**486.0**
Provisions	**24.4**	**30.8**
Liabilities	**169.6**	**169.9**
Deferred income	**0.0**	**0.6**
Total assets	**581.3**	**687.3**

Statement of cash flows of TAKKT AG in EUR million

	2025	2024
Cash flow from operating activities	– 32.6	66.3
Cash flow from investing activities	– 30.3	– 57.9
Cash flow from financing activities	68.9	– 5.3
Change in cash and cash equivalents	6.0	3.0
Cash and cash equivalents as of January 1	3.3	0.3
Cash and cash equivalents as of December 31	9.3	3.3

Forecast, risks and opportunities

The expectations for TAKKT AG are largely shaped by the developments described in the Group’s forecast report due to the close ties with the Group companies and their significance for the Group. The business development of TAKKT AG is also largely subject to the same risks and opportunities as the Group. Therefore, the statements made in the risk and opportunities report for the Group also apply to TAKKT AG.

COMPARISON OF ACTUAL AND FORECAST DEVELOPMENT

TAKKT expected the market environment to remain challenging in the 2025 fiscal year. However, the gradual stabilization originally anticipated over the course of the year did not materialize. A weaker than projected economic development compounded by trade conflicts resulted in forecast revisions during the year, with sales performance and profitability falling short of original expectations.

Due to persistently high economic uncertainty and low demand for business equipment, organic sales development in 2025 was below the original forecast of minus 4.0 to plus 6.0 percent. At minus 6.6 percent, organic sales were within the forecast range revised in October. Order intake via e-commerce was expected to grow roughly in line with sales and performed slightly better at minus 5.0 percent.

The gross profit margin was impacted by factors including US import tariffs and freight costs. At 38.2 percent, it was below the forecast range of 39 to 40 percent. Due to the worse-than-expected sales performance, the adjusted EBITDA margin was revised to a range of 4.0 to 6.0 percent in July 2025. At 3.8 percent, the adjusted EBITDA margin was below the originally expected corridor of 6.0 to 8.0 percent and slightly below the range announced in October.

Thanks to consistent working capital management, TAKKT was able to free up substantial liquidity in the second half of the year. The expectation of good free cash flow issued at the start of the year, although significantly below the previous year, was refined in July to a low-to-mid double-digit million euro amount and in October to a range of EUR 10 to 20 million. TAKKT achieved positive free cash flow of EUR 10.3 million, which was lower than anticipated at the start of the year due to the negative earnings performance. The capital expenditure ratio declined to 0.9 percent, falling short of the expected increase of up to 2.0 percent.

Development of the non-financial key figures was mixed. The average cNPS rose by 4 points to 62, in line with the forecast. In contrast, the eNPS, which reflects the employee perspective, declined from minus 5 to minus 16 due to the ongoing challenges and extensive change processes, falling short of the anticipated slight year-on-year improvement.

At 29.3 percent, the share of sustainable products in sales did not increase as expected. In the previous year, TAKKT included sales from the pass-through of carbon-neutral freight costs in OF&D. This was not done in the year under review.

At EUR 11.2 (102.9) million, TAKKT AG’s investment result was significantly below the previous year figure, in line with the expectations announced at the beginning of the year.

Comparison of actual and forecast development

	2024	Forecast for 2025	Actual development 2025
Organic growth			
Organic sales development in percent	– 15.4	Sales development between minus 4 and plus 6 percent Adjustment in July: In the range of minus 9.0 to minus 2.0 percent Specification in October: In the range of minus 4.0 to minus 8.0 percent	– 6.6
Organic development of order intake via e-commerce in percent	– 10.6	Expected to develop in line with sales	– 5.0
Costs and income			
Gross profit margin in percent	39.3	39 to 40 percent	38.2
EBITDA margin adjusted for one-time expenses in percent	6.9	Between 6.0 and 8.0 percent Adjustment in July: Between 4.0 and 6.0 percent Specification in October: At the lower end of the range	3.8
Cash			
Free cash flow in EUR million	68.1	Good free cash flow, significantly below the previous year Specification in July: Low-to mid double-digit million euro range Specification in October: In the range of EUR 10 to 20 million	10.3
Capital expenditure ratio in percent	1.1	Increase of up to 2 percent	0.9
Customer and employee perspective			
cNPS	58	Slightly above the level of the previous year	62
eNPS	– 5	Slightly above the level of the previous year	– 16
Sustainability			
Share of sustainable products in sales in percent	30.9	Expansion target of 40 percent	29.3
Economic development of TAKKT AG			
Investment result in EUR million	102.9	Significantly below the previous-year figure	11.2

Outlook

RISK AND OPPORTUNITIES REPORT

Through its business activities, TAKKT takes calculated risks with the aim of increasing the long-term value of the company and capitalizing on opportunities. The opportunities and risk management of the Group serve to detect and assess them early, and adopt appropriate control measures. The Management Board and Supervisory Board are regularly informed of the current risk situation of the Group and all of the major Group companies. At present, the Management Board is not aware of any risks that could jeopardize the continued existence of the company either individually or collectively.

Systematic management of risks and opportunities

TAKKT has an opportunity and risk management system that systematically identifies, assesses, manages, and monitors all significant opportunities and risks. Risks are defined as potential future developments or events that could lead to a negative deviation from expectations. Opportunities, on the other hand, are defined as potential developments or events that could result in a positive deviation. In all its activities, TAKKT strives to maintain a balanced relationship between opportunities and risks in order to sustainably increase the company's value.

From an organizational perspective, the opportunity and risk management system is structured as described below. The risk management system is based on the requirements of the IDW PS 981 auditing standard.

- The Management Board is responsible for establishing and overseeing the opportunities and risk management system.
- The Executive Board is supported in this regard in particular by the management of the divisions, Group Controlling, Group Internal Audit, and Group Accounting.
- Important components of the opportunities and risk management system are a uniform risk management directive, a process integrated into planning for the standardized recording, evaluation and reporting of risks and opportunities; the controlling of all companies, uniform rules of management and the principle of double-checking applied throughout the Group.
- The Supervisory Board, represented by the audit committee, deals with the effectiveness of the opportunities and risk management system within the scope of its monitoring function.
- Internal Audit continuously supervises the major processes of all Group companies to ensure that they perform well, are cost-effective and comply with internal directives.

Uniform steering and control systems

The TAKKT Group's management relies on a range of uniform steering and control systems to manage the various divisions along with their operating companies and Group functions. Each year, the Management Board meets with the subsidiaries and those responsible for the Group functions to discuss the operational planning for the coming year and, with the divisions, the results of the risk monitoring. It is also regularly informed about the current order intake levels. The analysis and discussion of the monthly reports between the Management Board and Controlling help to actively manage risks and opportunities, also with respect to gross profit, the operating result and cash flow. Special report formats that provide information on significant cost blocks such as personnel and marketing costs also provide a basis for the uniform management of cost risks. The basis for long-term management is a multi-year plan that is drawn up annually.

In principle, all control and reporting structures begin at the level of the subsidiaries and lead up to the Management Board and Supervisory Board. The Supervisory Board's approval is required for important decisions. Internal controls have been established at all levels and at every stage of the process.

In order to ensure secure essential commercial and operational processes, the TAKKT Group deploys an accounting-related and performance-related internal control system. Both are part of the entire internal control system of the TAKKT Group and are based on the internationally recognized "Internal Control – Integrated Framework" issued by COSO (the Committee of Sponsoring Organizations of the Treadway Commission).

The effectiveness of accounting processes and the effectiveness of controls in the operating processes are documented in a recurrent process comprising risk analysis, control analysis and an assessment of the effectiveness of these internal controls. In these processes, data is first collected, updated and reviewed in relation to key risk areas according to predefined qualitative and quantitative criteria in a risk control matrix. In addition, the individual risks are aggregated into an overall risk. Based on this process, existing controls are identified and new control measures that are designed to limit the risks are implemented. The effectiveness of the controls is reviewed and documented at regular intervals through a self-assessment of the control officers of the key subsidiaries.

Internal control system for the accounting process in accordance with sections 289(4) and 315(4) of the German Commercial Code (HGB)

The internal accounting control system extends to the financial reporting of the entire TAKKT Group. Its purpose is to ensure the correctness and reliability of the internal and external accounting, including the necessary consolidation processes for the consolidated financial statements.

TAKKT ensures the Group-wide application of Generally Accepted Accounting Principles (GAAP) and the current IFRS® Accounting Standards (hereinafter “IFRS”) issued by the International Accounting Standards Board (IASB) by means of mandatory requirements, including accounting guidelines that are updated on an ongoing basis, a standardized chart of accounts for reporting purposes, a Group-wide schedule for the preparation of financial statements, and various manuals. If necessary, external experts or qualified consultants are called in, for example for the evaluation of pension obligations or to obtain an expert opinion on the purchase price allocation for company acquisitions. All employees who are responsible for accounting and financial reporting receive regular training.

The preparation of the financial statements of the individual companies as well as their consolidation for the consolidated financial statements are carried out using standard software. Information for the preparation of the notes is recorded with a web-based application.

Extensive testing procedures are designed to ensure the completeness and reliability of the information contained in the consolidated financial statements. The IT systems in accounting are protected against unauthorized access. IT change management systems ensure that no data is lost when changes are made to the IT infrastructure. The internal control system is fundamentally based on the principle of cross-checking by a second person for all accounting-related processes. Within the scope of the audit of the consolidated financial statements, external auditors report on the most important audit results and weaknesses in the control system for the units audited in the context of the consolidated financial statements. The status of the internal control system is reported to the Management Board and the Supervisory Board represented by the audit committee.

Appropriateness and effectiveness

The statement of appropriateness and effectiveness described in this section with regard to German Corporate Governance Code A5 constitutes a disclosure unrelated to the management report and has not been subject to a substantive audit as part of the audit of the combined management report. The Management Board has no knowledge of any information that would lead to doubts regarding the appropriateness and effectiveness of the internal control and risk management system as a whole. However, even a system that is considered appropriate and effective cannot guarantee absolute security.

Continuous analysis and monitoring of opportunities and risks

The process for the evaluation of all opportunities and risks is as follows:

› The TAKKT Group continuously analyzes the market and competitive environment of the divisions and reviews its own potential to determine whether adjustments to the business model could lead to a better market position. This systematic observation enables it to identify opportunities and risks at an early stage. The goal of the risk and opportunities management system in place at the TAKKT Group is to recognize in good time significant opportunities and risks that are beneficial or detrimental to the Group’s strategy and objectives and to be able to initiate appropriate measures to manage them and achieve the objectives.

- The standardized risk management process for evaluating the overall risk inventory follows a scheduled six-month assessment cycle. The assessment of individual opportunities and risks as part of the semi-annual review has the goal of identifying the expected negative or positive impact on TAKKT. TAKKT considers a multi-year period when identifying risks and opportunities. The assessment is based on the criteria of the magnitude of the loss or opportunity and the probability of occurrence, which are quantified for the duration of a fiscal year. In the first step, the negative impacts are recorded prior to the implementation of countermeasures (gross impacts). In the second step, the analysis is supplemented by taking into account countermeasures with a mitigating effect (net impacts). As part of the process, TAKKT calculates the net impact on earnings and free cash flow. The net impact on earnings is decisive for assessing the magnitude of the loss or opportunity. Measures already implemented by the company to manage the opportunity or risk are taken into account in the quantification. The Controlling department conducts regular internal audits to ensure the effectiveness of risk management. Internal Audit also reviews, at regular intervals as part of a risk-based audit plan, the reliability, effectiveness, and proper execution of all risk management processes, as well as their compliance with existing guidelines, in order to identify and eliminate potential weaknesses.
- TAKKT also assesses its own risk-bearing capacity every six months. Once the risk evaluation described above has been completed and all risks have been quantified in terms of potential amount of damages and probability of occurrence, various scenarios are used to check whether the two internal covenants, equity ratio and gearing, remain within the defined target corridors even if certain scenarios occur. The risk-bearing capacity analysis carried out at the end of the 2025 fiscal year shows that the overall risks for the Group are manageable and that relevant key figures such as TAKKT's equity ratio and debt-to-equity ratio would only fall outside the target ranges under extreme risk scenarios.

Overview of risks

Risk cluster	Identified risks
Economic environment	› Economic downturn › More aggressive competition in omnichannel and online marketing › Risks from tax and tariff changes › Certifications for deliveries to government agencies
Management and Strategy	› Implementation risk in relation to the strategy › Integration risks associated with acquisitions › Portfolio management risks › Compliance risks
Purchasing and Procurement	› Limited product availability and rising purchasing prices › Quality problems related to direct imports › Increase in freight costs
Operations	› Cybercrime and data security › Automation and outsourcing of operations › Disruption of operational business › Limited availability and performance of the IT and communications systems › Introduction of new IT systems
Marketing and Sales	› Structural changes in demand › Dependence on online marketing and artificial intelligence › Loss of corporate customers › Increasing sustainability requirements › Increased loss of receivables
Human Resources	› Staff shortages and the battle for talent
Finance	› Currency exchange risks: Transaction risks and translation risks

Risk matrix

Earnings risk in EUR million / **Probability of occurrence** in percent	below 5	5 to 45	over 45 to below 55	55 to 95	over 95
over 50					
over 20 to 50			› Economic downturn › More aggressive competition in omnichannel and online marketing › Implementation risk in relation to the strategy		
over 10 to 20	› Compliance risks › Limited availability and performance of the IT and communications systems	› Portfolio management risks	› Cybercrime and data security › Structural changes in demand		
over 5 to 10		› Increasing sustainability requirements › Disruption of operational business › Quality problems related to direct imports › Increase in freight costs	› Limited product availability and rising purchasing prices › Integration risks associated with acquisitions › Staff shortages and the battle for talent › Risks from tax and tariff changes › Dependence on online marketing and artificial intelligence › Automations and outsourcing of operations		
1 to 5	› Introduction of new IT systems	› Certifications for deliveries to government agencies › Increased loss of receivables	› Loss of corporate customers › Currency exchange risks: Transaction risks and translation risks		

The following section first outlines the Group's risks and then its opportunities. The description of the individual risks is organized according to the risk categories outlined above. Within these categories, risks with higher potential losses and a higher probability of occurrence are listed first. TAKKT classifies risks as significant if they are expected to result in losses exceeding EUR 20 million and have a probability of occurrence exceeding 45 percent.

Due to the revision of the internal guidelines for opportunity and risk management, there was an adjustment compared to the previous year in the approach to ad hoc reporting and in the classification of risks into different categories based on their probability of occurrence. The ranges of 5 to 35 percent, 35 to 65 percent, and 65 to 95 percent from the previous year's report were adjusted to ranges of 5 to 45 percent, over 45 to under 55 percent, and 55 to 95 percent. The extreme ranges (under 5 percent and over 95 percent) remained unchanged.

Economic environment

Economic downturn

The B2B omnichannel for business equipment is generally dependent on economic conditions and is cyclical. TAKKT's business model is therefore subject to general economic risk. By diversifying its positioning, TAKKT aims to cushion the impact of economic downturns in individual countries and industries on the Group as a whole. This also involves the Group specifically targeting customers in industries that are performing better than the overall economy as part of its goal.

- TAKKT addresses customers of all sizes from various industries with its three divisions, Industrial & Packaging, Office Furniture & Displays and Foodservices.
- The TAKKT companies have a wide range of products in different categories.
- Through its presence in over 20 countries in Europe and North America, TAKKT reduces its dependence on individual country markets.

During particularly severe and far-reaching economic crises that affect global economic development as a whole, TAKKT can benefit only to a limited extent from the diversification of its business. In such cases, most customer groups across nearly all industries and regions hold back on their investments.

TAKKT can respond to economic crises by adjusting its costs and investment behavior. Marketing costs, in particular, can be reduced quickly and significantly if necessary, and personnel costs and other costs are also flexible to a certain extent. By offsetting the impact of lower sales on earnings through cost savings, temporary periods of economic weakness can be partially mitigated. However, during prolonged periods of economic weakness, such as in the current environment, this compensation reaches its limits.

To assess macroeconomic developments, the TAKKT Group uses, among other things, guidance from widely recognized institutions such as the International Monetary Fund or banks. At the beginning of 2026, the general conditions and expectations for Europe remained subdued overall. Slight GDP growth is expected for the eurozone. Growth in the US, on the other hand, is expected to slow somewhat. In addition to geopolitical conflicts, risk factors for 2026 include continued high inflation in the US, central bank interest rate policy, and trade policy. Due to the continuing economic uncertainty, TAKKT estimates the probability of an economic downturn at between 45 and 55 percent. The estimated earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

More aggressive competition in omnichannel and online marketing

The activities of the TAKKT Group compete with other providers in their respective markets. An overview of the competitive environment can be found in the section “Market position and competitive environment” of this management report. As a result of more aggressive competition from new or established suppliers, TAKKT could lose market share, generate a lower gross profit margin or be confronted with rising costs for marketing. This applies both to more aggressive pricing and discounting by competitors and to competition for keywords for specific products in online marketing, which can increase the cost of customer acquisition.

In order to be able to react quickly to these risks, TAKKT has set up a regular market and price monitoring system in the relevant markets and uses AI-based models for price optimization. In addition, the sales brands are working to continuously improve the customer and shopping experience, focusing on the needs of business customers who require service and advice. This also includes setting the company apart from many competitors by adding particularly sustainable products to the product range. When choosing a supplier of business equipment, especially medium-sized and large corporate customers consider not only the direct product costs but also the process costs. By ensuring efficient, simple, customizable and reliable procurement processes, the TAKKT companies aim to differentiate themselves positively from the competition.

Overall, TAKKT still considers price sensitivity and price competition to be limited in most of the relevant markets. For many customers, factors such as service and reliability are just as important as price when making purchasing decisions. In addition, the TAKKT companies sell a considerable volume of private brands, for which a meaningful price comparison is difficult. They also use smart pricing to some extent, i.e. data-driven, partly automated and more differentiated pricing. For more price-sensitive product categories, a more competitive pricing strategy is adopted. For categories that are less sensitive to price, however, the focus is on achieving higher gross profit margins.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Risks from tax and tariff changes

Political developments are increasing the risk of escalating global trade conflicts and, in particular, rising import tariffs on imported goods. In the past fiscal year, the US subsidiaries were particularly affected by rising import duties. TAKKT is taking various countermeasures to mitigate this risk. In this still volatile environment, this includes regular communication with the US subsidiaries regarding applicable duties and strategies to mitigate their negative effects. Opportunities to do so include, for example, developing alternative local and international sourcing channels. In addition, TAKKT maintains close communication with suppliers to partially offset the costs of import duties through lower purchase prices. Furthermore, TAKKT assumes that competitors are affected by such developments to a similar extent. Generally, import duties are passed on to customers to the greatest extent possible through price adjustments.

Due to its international business activities, TAKKT is also subject to a wide range of tax laws. Of particular relevance are the regulations governing sales taxes, transfer pricing, and corporate income tax. In some countries, changes to tax rules may occur under certain circumstances, leading to a higher number of tax audits and, consequently, additional tax payments. TAKKT closely monitors the general conditions related to taxes to be prepared for potential changes and seeks external support when necessary.

Compared to the previous year, the earnings risk amount remained unchanged. The probability of occurrence was downgraded from 55 to 95 percent to 45 to 55 percent.

Certifications for deliveries to government agencies

TAKKT companies in the US also sell a significant portion of their products to government entities, such as government agencies, universities, and the armed forces. A prerequisite for these deliveries is certification of the respective companies by the US General Services Administration (GSA). Changes to the requirements and restrictions for GSA certification would result in revenue losses in business with the aforementioned customer groups. To ensure successful certification, TAKKT companies are therefore members of supporting interest groups and maintain regular contact with the certification bodies. In addition, they adapt their product range and pricing to meet the certification requirements.

The earnings risk amount and the probability of occurrence remained unchanged compared to the previous year.

Management and Strategy

Implementation risk in relation to the strategy

There are risks involved in implementing the company strategy, for example if projects are delayed, causing goals or partial goals to be achieved late or results to be unsatisfactory. For example, the implementation could incur higher costs than expected or not have the desired effect on sales and earnings figures.

To counter implementation risks, the strategy is planned and managed centrally. The Group relies on experts within the company. At the same time, it also receives support from external specialists. For planning and controlling, TAKKT uses project management methods to ensure that the various aspects and components of the strategy are managed across the entire hierarchy. The objective is to keep a close eye on the implementation and success and take early countermeasures if there are impending deviations from the target.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Integration risks associated with acquisitions
TAKKT looks for acquisition targets with the goal of strengthening the existing businesses. On the one hand, this is associated with a host of opportunities. These are covered further on in this section. On the other hand, there are also acquisition and integration risks, such as

- the integration of acquired companies or their products and services into TAKKT's business activities takes longer or incur higher costs than expected,
- or the development of growth and earnings that was assumed would take place with the acquisition does not occur.

TAKKT has decades of experience with acquisitions. Acquisitions are carefully prepared and reviewed, and carried out only if there is a sufficient likelihood of the acquired company contributing to the success of the Group in the long run. In view of this, the Group imposes stringent requirements and conducts thorough due diligence before the acquisition. Furthermore, new companies are integrated into the Group according to clearly defined processes.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

In addition to the direct integration risk associated with acquisitions, there is also a possibility that the goodwill or other intangible assets resulting from previous acquisitions may need to be written down on an unscheduled basis.

The risk of impairment is determined by the operating performance of the units and future expectations in terms of growth, earnings and cash flow, and external factors, in particular the interest rate level, also play a role in the assessment.

At the end of December 2025, TAKKT recognized impairment losses on goodwill totaling EUR 125.5 million. These relate to the OF&D and FS divisions and are non-cash effective, but contributed significantly to the net loss for the period. In the I&P division, the impairment test showed a significant surplus. As a result of the adjustments to goodwill at year-end, the risk of significant future impairment charges is noticeably lower.

Portfolio management risks
Another risk could arise if a company in the Group does not develop satisfactorily and TAKKT recognizes this too late and therefore fails to take timely countermeasures. As a result of delays in the sale or discontinuation of activities, the Group may realize lower sales proceeds or incur higher costs. In order to prevent this, the development of the existing activities is continuously monitored and analyzed as part of various standard processes. In principle, all operational and strategic options are open in the event of difficulties in a Group company. These range from additional investments or changing the strategy to repositioning, or selling or discontinuation of activities.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Compliance risks
TAKKT is subject to various compliance requirements, such as those related to fraud, corruption, sanctions, the supply chain, and product liability. Non-compliance can lead to legal consequences and penalties and ultimately have a negative impact on earnings. To address this risk, TAKKT uses a comprehensive compliance management system that includes, among other things, training programs, frequent and intensive internal communication on this topic, a Code of Ethics, and a set of compliance rules. Hotlines have been established for reporting potential violations. To ensure compliance in the areas of products and the supply chain, standardized contracts are concluded with external suppliers and rules of conduct are agreed upon that address these issues.

The estimated earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Purchasing and Procurement

Limited product availability and rising purchasing prices

In the event of limited availability of products over a longer period of time as a result of fully utilized transport or manufacturing capacities or potential production disruptions, TAKKT would not be able to meet existing customer demand and incoming orders with the usual speed. Disruptions in international trade routes, for example due to accidents or attacks on shipping lanes, can also result in longer delivery times. This particularly affects products that TAKKT imports directly from China or other Asian countries, or where the primary products come from these regions. This would lead to an increase in order backlogs as well as delayed recognition of sales and earnings. In order to limit this risk, TAKKT continuously monitors the order backlog and also adjusts its own purchasing behavior and inventories if necessary. This may also include switching to alternative or additional suppliers.

In addition to product availability, there is also a risk associated with an exceptionally rapid rise in purchase prices. Trade conflicts and rising import duties are also playing an increasingly significant role in this regard. As a general rule, TAKKT companies pass on product price increases to customers in order to keep their own gross profit margin as stable as possible. Furthermore, in such cases, the Group promptly initiates price negotiations with suppliers and major customers. Particularly high or unexpected price increases, such as those resulting from rising inflation or higher import duties, may under certain circumstances only be passed on to customers with a delay or not in full.

The extent of earnings risk and the probability of their occurrence remained unchanged compared to the previous year.

Quality problems related to direct imports

TAKKT sources some of its products through direct imports from countries outside the home markets of the respective Group company. Despite an overall rise in quality standards, TAKKT believes that when procuring products from direct import countries in Asia or other third countries, there is an increased risk that the purchased goods will have quality defects and thus fail to meet the standards of the sales markets in Europe and North America. In addition to product quality, this also concerns potential issues with certifications or quality seals. Affected products may not be able to be sold at all or may only be offered at a significantly reduced price. To mitigate this risk, TAKKT conducts standardized supplier audits and has product samples tested by official testing laboratories.

The estimated earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Increase in freight costs

Similar to the cost of product purchases, rising transportation costs also pose a risk for TAKKT. The Group contracts external logistics companies for shipping. If transportation capacity for ship freight or trucking becomes scarce or prices rise due to higher energy costs, this can have a negative impact on the gross profit margin. The Group therefore continuously monitors capacities and prices on the freight markets and is in close contact with logistics companies. In addition, the Group is exploring alternative providers in order to reduce its reliance on individual carriers and to be able to switch providers at short notice if necessary. Consolidating and tendering out transport volumes also plays an important role. Generally, TAKKT also passes on rising freight costs to the end customer by adjusting prices.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Operations

Cybercrime and data security

Digital business processes create a risk of becoming a victim of cybercrime. Risks can arise from fraud attempts that are initiated via email and social media, for example. One such risk is that fraudsters may attempt to make unauthorized payments to third-party accounts through identity theft. Cyberattacks could also lead to operational disruptions, resulting in lost revenue and reputational damage. The large number of different IT systems in use increases the relevance of this risk for TAKKT.

To mitigate these risks and ensure the smooth operation of IT systems, they are continuously reviewed and improved. TAKKT also addresses the risk of cybercrime by implementing defined processes, such as the dual-control principle and individual verification when changes are made to the recipient's payment details. In addition, employees are regularly made aware of fraud-related issues through guidelines and training. Internal phishing tests, which are conducted regularly, are another example of this. TAKKT counters potential unauthorized access to IT systems with technical defense measures that encompass not only prevention but also the detection and mitigation of attacks. Information and IT security is organizationally anchored at the Group level and is supported by a globally active team that advises Group companies in all regions. In the event of a successful attack, the Group has established emergency plans that serve as a guide for a rapid and structured response to minimize damage and ensure the most comprehensive possible restoration of systems.

The extent of earnings risk and the probability of occurrence remained unchanged compared to the previous year.

Automation and outsourcing of operations

To improve efficiency, TAKKT is increasingly outsourcing and automating repetitive and clearly structured business processes. This carries the risk of dependence on service providers to whom processes are outsourced, as well as potential losses in quality and control. Furthermore, technological changes can lead to productivity losses, particularly during the transition phase.

TAKKT addresses this risk through a very careful selection of service partners, comprehensive contractual specifications for service delivery, and regular quality checks of automated and outsourced activities. For the transition period to automated and outsourced processes, the Group is establishing project and change management and training employees to strengthen process understanding and internal know-how.

The earnings risk amount ranges from EUR 5 to 10 million, and the probability of occurrence is in the mid-range, between 45 and 55 percent. This risk was identified as a new risk in the reporting year.

Disruption of operational business

TAKKT generally stores products in large warehouses and therefore there is less need to build up inventory or reorder products than would be necessary with several smaller warehouses. In addition, TAKKT can benefit from better pricing by bundling product purchases. The business units only set up smaller regional warehouses to provide optimum delivery services if necessary. Due to the focus on a small number of central warehouses, this could result in temporary restrictions or even a breakdown of operations in the event of a severe disruption in one of the warehouses. Such a disruption could occur in the case of a fire, natural disaster or due to a temporary closure of the location during a pandemic.

TAKKT covers these risks wherever possible with insurance against fire, theft or business disruptions. In addition, each business unit regularly reviews its warehouse concepts, thereby ensuring consistently high standards of security, delivery quality, speed and efficiency. Should a temporary disruption at a warehouse result in bottlenecks, the companies can also deliver the majority of their goods by drop shipment or rent alternative warehouse space.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Limited availability and performance of the IT and communications systems

TAKKT relies on high-performance and reliable IT systems such as communication systems, inventory management software, product management systems, and online stores. A failure or disruption in the operation of these IT systems could pose significant risks to the TAKKT Group, as it would impair or interrupt business processes. Due to the Group's historically decentralized organization, its IT infrastructure remains relatively fragmented. Consequently, the various units use very different systems, which increases the relevance of this risk for TAKKT. To mitigate this risk, TAKKT maintains backup solutions that can take over in the event of problems with the primary system. Additionally, the Group is increasingly utilizing cloud solutions on an external infrastructure. These are more scalable and feature centralized backups in the event of individual server failures in the cloud. Through greater standardization and increased investment in the IT systems used—such as those for inventory management and online stores—TAKKT aims to significantly reduce the complexity of its infrastructure and achieve better performance.

The potential earnings risk and probability of occurrence remained unchanged compared to the previous year.

Introduction of new IT systems

Increased risks can arise in relation to the introduction of new IT systems, especially ERP and web shop systems, if the smooth continuation of business processes is affected as a result of complications during integration of a new IT system. In order to address the risks associated with the introduction of new IT systems, TAKKT carries out extensive test runs and quality assurance measures. New systems will gradually be introduced within the scope of pilot projects so that only a limited region or individual work flows are affected in the event of problems.

The earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Marketing and Sales

Structural changes in demand

As a result of trends such as the digitalization of the workplace, there may be structural changes in demand for certain product groups sold by TAKKT. For example, as technical capabilities are established and further developed, more flexible forms of work are on the rise and remote work is becoming more widespread. This creates the risk that the use of traditional office space and thus corporate demand for traditional office equipment will decline.

Similar to the growing prevalence of flexible formats in daily collaboration, the changes brought about by the coronavirus pandemic are impacting conferences, trade shows, and other event formats. In-person events no longer hold the same significance as they did before the pandemic. Instead, conferences and trade shows are increasingly being held virtually or in a hybrid format, where on-site participation is just as possible as virtual participation. A lasting decline in the number and importance of in-person events could lead to a permanent drop in demand for advertising banners and displays.

In the Foodservices division structural changes may also influence the business. The trend toward using delivery services instead of dining out can lead to changes in restaurant equipment and, consequently, to shifts in customer demand.

TAKKT monitors these trends and customer demand patterns and continuously adapts its product ranges to new circumstances. For example, TAKKT companies offer products for new office concepts, mobile working, and home offices, and are increasingly focusing on digital solutions for various applications in the display segment. Furthermore, TAKKT has a diversified portfolio both internationally and in terms of product offerings. This reduces dependence on individual product groups such as office equipment or displays. Due to the lower share of office equipment and displays in the Group's total revenue, the potential earnings risk amount was downgraded compared to the previous year. Consequently, this risk is no longer classified as significant. The probability of occurrence of the risk remained unchanged compared to the previous year.

Dependence on online marketing and artificial intelligence

As part of its omnichannel marketing strategy, TAKKT also makes extensive use of e-commerce channels to sell products and is continuously working to improve its online stores. Changing general conditions such as the integration of artificial intelligence into search engines or changes to search engine operators' algorithms constantly present new challenges for the company's online presence. Additionally, there is a risk that products and information from TAKKT companies will lose visibility if customers rely on artificial intelligence to handle product searches and selections. TAKKT companies address these risks by continuously adapting the content and structure of their online stores to changing general conditions. Online marketing is continuously optimized in light of technical trends. Specific usage guidelines and mandatory training are in place for the increased use of artificial intelligence. Additionally, dialogues are held with search engine operators.

The estimated earnings risk amount for this risk has been increased compared to the previous year and now ranges from EUR 5 to 10 million. The probability of occurrence remained unchanged.

Loss of corporate customers
The TAKKT Group's customer base is relatively broadly diversified. Its customer base includes companies and organizations of very different sizes and from a wide variety of industries, such as the service sector, public administration, and manufacturing. In addition, a portion of sales is generated through larger project-based contracts. With just a few Group customers spread across various locations, TAKKT generates sales in the low single-digit percentage range relative to the Group's total sales. Negative effects from the loss of individual Group customers are therefore limited for TAKKT overall. At the level of individual business units, particularly at Hubert or NBF, however, business performance can be significantly impacted by the loss of a single corporate client. To limit the likelihood of this risk occurring, major clients are provided with intensive and personalized support, and the company's product range is tailored to their needs.

The potential earnings risk and probability of occurrence remained unchanged compared to the previous year.

Increasing sustainability requirements
TAKKT views the importance of sustainability as a key growth driver for the business of its European I&P division. At the same time, this also presents risks for companies like TAKKT. In particular, the implementation of the Corporate Sustainability Reporting Directive (CSRD) in the European Union imposes extensive requirements on internal reporting, external sustainability reporting, and the provision of data to customers who are themselves subject to reporting obligations. Problems with implementation or compliance violations regarding the new rules could lead to penalties and, in addition, to a loss of reputation with regard to TAKKT's sustainable positioning.

In addition to regulatory requirements regarding sustainability, the perspective of key stakeholders such as customers, employees, and investors is also relevant. In TAKKT's view, these stakeholders are placing increasingly higher expectations on the company's consideration of sustainable principles and pursuit of corresponding goals. Failure to adequately meet these expectations carries the risk that stakeholders will be disappointed, thereby damaging the Group's desired competitive differentiation and its image as a sustainable and environmentally conscious company. This could weaken customer relationships and ultimately lead to a loss of market share.

To meet the requirements outlined above, TAKKT has implemented an internal reporting system to fulfill CSRD reporting obligations. In addition, the Group has committed to incorporating the requirements of the Science Based Targets Initiative (SBTI) into its own climate protection goals. Another priority is the gradual improvement of greenhouse gas emissions tracking (particularly Scope 3).

The estimated earnings risk amount and probability of occurrence remained unchanged compared to the previous year.

Increased loss of receivables
In the course of TAKKT's business operations, it may happen that receivables from customers become uncollectible and must therefore be written off. Thanks to systematic receivables management, which includes thorough credit checks prior to customer transactions, TAKKT has a very low default rate of well under half a percent relative to sales. Economic crises pose the risk of increased bad debt due to customer insolvencies or financial difficulties. In such cases, TAKKT may require advance or partial payments or block customers with a negative payment history.

The amount of earnings risk and the probability of occurrence remained unchanged compared to the previous year.

Human Resources

Staff shortages and the battle for talent

Due in part to demographic change, it is becoming increasingly challenging for companies to fill open positions promptly and appropriately. The resulting intense competition for talent can also lead to open positions within the TAKKT Group remaining unfilled for extended periods or having to be filled through temporary staffing. In addition to higher costs, this increases the risk of overburdening other employees and of errors occurring. Furthermore, the current transformation process entails HR risks as functions and areas of responsibility are being redefined. This can result in employees having to leave their previous positions, while employees are needed elsewhere for newly established roles. Increased turnover can lead to the loss of internal expertise and a rise in the number of errors.

TAKKT addresses these HR risks by regularly conducting employee surveys and deriving measures from the results to boost motivation, identification, and satisfaction. Additionally, TAKKT offers training programs on change management and other topics to motivate and empower employees during the transition. The targeted professional development of employees also plays a key role. In addition, the Group strengthens its own positioning and visibility in the labor market by using a common employer brand to support the recruiting process.

The earnings risk and probability of occurrence remained unchanged compared to the previous year.

Finance

Currency exchange risks: Transaction risks and translation risks

Currency risks arise from transactions not processed in euros, which is the reporting currency. When it comes to volatility in exchange rates, a distinction should be made between transaction risks and translation risks:

- Transaction risks result primarily from buying and selling goods and services in different currencies. The Group protects itself against these risks by generally buying and selling products in the same currency. Transaction risks from fluctuating exchange rates remain for less than 10 percent of consolidated sales, mainly from intercompany transactions. The open net items are identified based on the sales forecasts of the individual companies. The resulting currency risks are generally assumed by the respective service provider and hedged through derivative financial instruments, preferably with forward foreign exchange contracts, at around 50 percent, rolling over the next 12 months.
- Translation risks arise for the TAKKT Group's statement of financial position and income statement when the individual financial statements of foreign subsidiaries are translated into euros, the reporting currency. The fluctuations of the US dollar in particular therefore influence the absolute value of the financial key figures reported in euros. TAKKT does not hedge against these risks as there are no economic grounds to justify putting proper hedging mechanisms in place.

The estimated loss amount was reduced to the range of EUR 1 to 5 million. The probability of occurrence remained unchanged from the previous year.

Overall assessment of the Management Board

Based on the information currently available, the Management Board does not believe that there are any risks at present or in the forecast period that may be a risk to the Group as a going concern. The business model generates strong cash flow and the Group also has sufficient free and committed credit lines, which means there are no relevant liquidity risks. The company has solid financing, ensuring that the combined effect of individual risks or a global recession would not threaten the viability of the Group as a going concern. The probability of occurrence and the extent of earnings risk associated with the above-mentioned risks can be seen in the matrix shown above. The most significant risk, but also a notable opportunity for the TAKKT Group continues to be the economic development. TAKKT also views more aggressive behavior by competitors and the risk associated with implementing the strategy as other major risks.

Overall, TAKKT places the highest priority on monitoring and mitigating controllable risks and has therefore put measures in place to identify and mitigate them in a timely manner.

Opportunities for the TAKKT Group

Attractive growth opportunities continue to arise for TAKKT. Within the scope of the integrated opportunities and risk management system, the TAKKT Group has identified a series of opportunities for the development of the company for the years to come. TAKKT is actively working towards realizing existing potential, though these individual opportunities are not incorporated into the Group’s management system.

The opportunities outlined below represent potential future developments that could lead to a significant positive deviation from the guidance. In addition to these opportunities, there is further potential for individual divisions, though this remains below relevant thresholds for the Group as a whole. For the I&P division, this involves focusing on a sustainable product portfolio and the targeted marketing of these products; for OF&D it entails a return to greater presence in the workplace and the resulting increase in demand for office furniture. The positive earnings contribution from improved purchasing terms resulting from the bundling of volumes with individual suppliers and an increase in imports from low-cost countries is already factored into the guidance and is therefore not listed here as an additional opportunity.

Economic upswing

TAKKT anticipates that the economic environment will remain challenging overall in 2026, with only modest economic growth. Any positive economic development that exceeds planning assumptions, for example, due to a de-escalation of trade disputes or geopolitical conflicts, would represent an opportunity for the TAKKT Group.

Positive impact of strategic initiatives

As part of the strategy, the TAKKT companies are working on the implementation of various initiatives and projects that, among other things, aim to improve sales growth and efficiency and should thus have a positive impact on earnings. There is a significant chance for these measures to have a faster and stronger positive impact than assumed in the current plans. Examples of such projects include a stronger focus on larger customers with multiple locations through service-oriented offerings and project business, or a more active sales approach in field marketing. Further information can be found in the section “Corporate goals and strategy”.

Value-creating acquisitions

Further opportunities for increasing Group sales and earnings arise from corporate acquisitions. TAKKT places high demands on the growth prospects and business model of the target company. TAKKT has long-standing experience with integrating new companies into the Group. In the future, a close integration of newly acquired companies will be pursued by integrating supporting functions such as IT and logistics. In this way, TAKKT aims to leverage economies of scale in corporate acquisitions.

Improving processes and systems through artificial intelligence

The use of artificial intelligence offers TAKKT significant opportunities to improve efficiency in core processes. As part of its AI-first strategy, the Group has already achieved initial successes, reducing costs through automated order entry and realizing savings on external translation costs for product descriptions. Further potential stems from AI-supported applications in sales as well as from automated processes for cleaning and enriching product data. Through these initiatives, TAKKT aims to improve data quality, enhance customer interaction, and reduce process costs.

FORECAST REPORT

The environment for the 2026 fiscal year remains characterized by a high degree of uncertainty. Economic fluctuations, geopolitical tensions and trade-related conflicts continue to weigh on economic development in both Europe and in the US. At the same time, the Group anticipates positive momentum from the ongoing implementation of growth initiatives and structural improvements. Overall, the Group's business performance will depend significantly on how economic conditions develop over the course of the year and how quickly the measures to strengthen market position, customer centricity and operational performance gain traction.

Economic environment remains volatile

Economic trends in Europe and the US, combined with industry-specific conditions, are decisive factors for customer demand in the markets relevant to TAKKT. Current economic forecasts[1] anticipate only very modest growth for the eurozone and Germany, whereas the US is expected to maintain a somewhat more dynamic trajectory. According to investment bank Berenberg, the eurozone continues to face headwinds from US protectionist policies and persistent weak performance in the industrial sector. On the other hand, low ECB key interest rates and higher government spending could provide some support. At the same time, Berenberg points to structural challenges such as the demographically driven shortage of skilled workers and the need for further reforms, both of which are particularly relevant for Germany and shape the economic scope of action. In the US, a flexible labor market and fiscal stimulus remain key stabilizing factors. At the same time, protectionist trade policies, imposed tariffs and a more restrictive immigration policy are impacting the economic environment and dampening potential growth. Political uncertainty, trade disputes and armed conflicts could place further strain on economic development. Since February 28, 2026, there have been military conflicts between Israel and the United States on one side and Iran on the other, which are also affecting neighboring countries. TAKKT is a global corporation with only very limited operations in Iran and neighboring countries. Nevertheless, management is monitoring the conflict's impact on the macroeconomic environment in Europe and the US. The effects on procurement costs and delivery times are also being continuously monitored. A reliable quantification of the effects is not currently possible; in the guidance presented here, TAKKT assumes that these effects will remain limited.

- The consensus estimates compiled by Bloomberg for the eurozone at the end of February project GDP growth of 1.2 percent for the current year. Economic performance in Germany is expected to increase by 1.0 percent.
- According to current estimates, the average GDP growth projected for the US in the current year is 2.5 percent, in line with the growth rate of 2025.

Challenging industry-specific conditions

The statements regarding the fundamental business prospects are complemented by the performance of relevant industry indicators. For example, Purchasing Manager Indexes for the manufacturing sector are indicators of the order trend of the Industrial & Packaging division with a time delay of three to six months. Values under 50 points generally signal a decline, while levels above 50 indicate an increase in order intake. As described in the section on the economic environment, the values[2] for 2025 showed a positive trend but remained largely below 50 points. At the start of the year, the indicator stood at 50.9 points for Germany and 50.8 points for the eurozone in February, slightly above the expansion threshold. If this trend continues, it would point to a recovery in demand for the Industrial & Packaging division over the course of the year.

The RPI[3] provides information about the situation of the US restaurant industry and is a relevant indicator for the Foodservices division. After remaining mostly below the expansion threshold of 100 points throughout 2025, the indicator stood at 99.9 points in January 2026, signaling little change in business conditions for US restaurant operators. According to TAKKT, demand in the US office furniture market was hampered last year by tariff policies and US government initiatives to reduce public spending, and is expected to see only a slight recovery in 2026.

1 Source: https://research.berenberg.com/economics
2 Source: S&P Global PMI Manufacturing: https://www.pmi.spglobal.com/Public/Release/PressReleases
3 Source: https://restaurant.org/research-and-media/research/restaurant-economic-insights/restaurant-performance-index/

Return to positive sales growth following a subdued start

TAKKT anticipates a subdued start to 2026, with organic sales remaining in negative territory in the first quarter. As the year progresses, the company expects steady incremental improvement. This outlook is based on the increasing impact of the initiatives launched in 2025 and the implementation of further measures to drive growth. TAKKT expects to return to positive organic growth in the second half of the year. Discontinuation of the project business in the FS division is expected to reduce organic growth by just over 1 percentage point because sales from this business will almost entirely cease. Performance for the year as a whole will depend significantly on the development of economic conditions and how quickly and comprehensively the initiated measures gain traction in the market. For 2026, TAKKT anticipates an organic sales development of between minus 7 and plus 3 percent.

Potential effects on sales and earnings from acquisitions and disposals

TAKKT wants to tap into additional growth potential through acquisitions in the future as well. These could contribute to sales from the acquisition date. In addition, changes in the composition of the Group through disposals are not ruled out if individual companies do not develop as expected or if strategic changes make sense. TAKKT presents the effects of acquisitions and disposals on sales and earnings in the financial reporting in a transparent manner.

US dollar affects key figures

In addition to the acquisitions and disposals, fluctuations in exchange rates also have an impact on reported sales and earnings. TAKKT generates approximately 40 percent of its sales in North America. Fluctuations in the exchange rate of the US dollar therefore have a significant impact on the Group's key figures reported in euros (translation risk). When translated into the reporting currency of euros, a strong US dollar leads to higher sales. When the US dollar is weaker compared to the euro, Group sales are diminished. This can be illustrated using the following scenarios:

› If the EUR/USD exchange rate increases by 5 percent against the previous year (i.e., the US dollar becomes weaker), the increase in reported sales (in euros) will be around 2 percentage points below the currency-adjusted growth.
› If the EUR/USD exchange rate decreases by 5 percent against the previous year (i.e., the US dollar becomes stronger), the increase in reported sales (in euros) will be around 2 percentage points higher than the currency-adjusted growth.

In addition to the fluctuation effects from the US dollar mentioned above, fluctuations in other currencies can also have an impact on the reported Group key figures.

Gross profit margin

TAKKT strives to maintain the right balance between ensuring a high gross profit margin and offering customers attractive pricing, with the aim of realizing existing growth opportunities. In addition to these factors, potential cost increases, such as those arising from higher import tariffs, could also impact the development of the gross profit margin. TAKKT aims to continue passing these cost increases on to customers through price increases. For the full year, TAKKT expects a gross profit margin of between 38 and 41 percent.

Streamlining cost structures

In 2026, TAKKT will continue to sustainably improve cost structures. To this end, the company is pressing ahead with the implementation of the new operating model and the expansion of the TAKKT Competence Center. This involves streamlining and simplifying structures and processes, increasing automation and digitization, and outsourcing transactional and standardized tasks. These measures are expected to deliver more efficient processes, greater scalability and lower costs, and to have an increasingly positive impact on profitability over the course of the year. The structural adjustments will also entail one-time expenses in 2026. Based on current estimates, these will again exceed EUR 10 million in 2026, but are expected to be somewhat lower than in the previous year (EUR 16.5 million). At the same time, TAKKT will continue to invest consistently in systems and processes. This mainly involves higher IT expenditures related to the modernization of key applications as well as the further automation and digitalization of processes.

Adjusted EBITDA margin in the range of 2 to 5 percent

In addition to the development of the gross profit margin and cost items, sales performance will be crucial for the Group's profitability in the current fiscal year. Overall, the Group expects the EBITDA margin adjusted for one-time expenditure to be between 2 and 5 percent. Similar to organic growth, profitability in the first quarter is expected to be significantly below the anticipated annual average and then improve over the course of the year.

Free cash flow

The improvement of processes and systems also entails increasing capital expenditures. This primarily involves investments in IT systems as part of the ongoing upgrade and standardization of the system landscape. The capital expenditure ratio, defined as payments for operating capital expenditures in relation to sales, is expected to increase to slightly over one percent. TAKKT will continue to implement structural improvements in cash generation. This includes the optimization of inventories and payment terms with suppliers and customers. In addition, TAKKT will explore further options for generating positive cash flow contributions through the release of non-operating assets. Depending on the development of demand in the second half of the year, a growth-related expansion of net working capital will be necessary, which will offset the aforementioned positive contributions. Overall, TAKKT expects free cash flow to be slightly positive again in the current year, roughly at the same level as in 2025. If the adjusted EBITDA margin falls at the lower end of the aforementioned range, free cash flow could also be slightly negative.

General statement on anticipated development of the Group

Business performance in 2026 will depend on economic conditions and the impact of the growth initiatives. Depending on these two factors, TAKKT expects organic sales development of between minus 7 and plus 3 percent and gross profit margin to be between 38 and 41 percent. Adjusted for one-time expenditure, the EBITDA margin is expected to be in the range of 2 to 5 percent. One-time expenses are expected to exceed EUR 10 million, although somewhat lower than in the previous year (EUR 16.5 million). Free cash flow is expected to be slightly positive again. If the adjusted EBITDA margin is at the lower end of the aforementioned range, free cash flow could also be slightly negative.

Guarantee

This management report and particularly the forecast report include forward-looking statements and information. These statements are estimates made by TAKKT Management based on all the information available to them when the management report went to press in March 2026. Should the basic assumptions not be realized, or other opportunities and risks arise, the actual results may differ from those expected. The TAKKT Management Board therefore cannot accept any liability for these statements.

Stuttgart, Germany, March 20, 2026

Consolidated financial statements

Consolidated statement of income in EUR thousand

	Notes	2025	2024
Sales	(1)	**964,276**	**1,052,890**
Changes in inventories of finished goods and work in progress		– 78	– 426
Own work capitalized		826	825
Gross performance		**965,024**	**1,053,289**
Cost of sales		– 596,337	– 639,416
Gross profit		**368,687**	**413,873**
Other operating income	(2)	4,738	5,182
Personnel expenses	(3)	– 190,188	– 200,354
Other operating expenses	(4)	– 163,410	– 163,011
EBITDA		**19,827**	**55,690**
Depreciation, amortization and impairment of property, plant and equipment and other intangible assets	(5)	– 33,224	– 33,333
Impairment of goodwill	(6)	– 125,515	– 62,852
EBIT		**– 138,912**	**– 40,495**
Interest and similar expenses	(7)	– 9,699	– 9,112
Interest and similar income *)		293	112
Other finance result *)	(8)	– 279	– 1,319
Financial result		**– 9,685**	**– 10,319**
Profit before tax		**– 148,597**	**– 50,814**
Income tax	(9)	28,357	9,529
Profit		**– 120,240**	**– 41,285**
attributable to owners of TAKKT AG		– 120,240	– 41,285
Weighted average number of issued shares in million		64.0	64.5
Basic earnings per share (in EUR)	(10)	– 1.88	– 0.64
Diluted earnings per share (in EUR)	(10)	– 1.88	– 0.64

*)Changed presentation compared to previous year. Previous year's figures have been adjusted. See text item (8) in the notes too.

Consolidated statement of comprehensive income in EUR thousand

	2025	2024
Profit	**– 120,240**	**– 41,285**
Actuarial gains and losses resulting from pension provisions recognized in equity	5,961	2,473
Tax on actuarial gains and losses resulting from pension provisions	– 1,873	– 881
Gains and losses resulting from the subsequent measurement of investment in equity instruments recognized in equity	– 7,324	– 1,386
Tax on subsequent measurement of investment in equity instruments	101	1
Other comprehensive income after tax for items that will not be reclassified to profit and loss in future	**– 3,135**	**207**
Income and expenses from the subsequent measurement of cash flow hedges recognized in equity	– 43	645
Amounts recognized in the income statement	– 623	774
Tax on subsequent measurement of cash flow hedges	189	– 421
Other comprehensive income after tax resulting from the subsequent measurement of cash flow hedges	**– 477**	**998**
Income and expenses from the adjustment of foreign currency reserves recognized in equity	– 18,087	12,980
Other comprehensive income after tax resulting from the adjustment of foreign currency reserves	**– 18,087**	**12,980**
Other comprehensive income after tax for items that will be reclassified to profit and loss	**– 18,564**	**13,978**
Other comprehensive income (Changes to other components of equity)	**– 21,699**	**14,185**
attributable to owners of TAKKT AG	– 21,699	14,185
Total comprehensive income	**– 141,939**	**– 27,100**
attributable to owners of TAKKT AG	– 141,939	– 27,100

Consolidated statement of financial position in EUR thousand

Assets	Notes	12/31/2025	12/31/2024
Property, plant and equipment	(11)	96,778	106,710
Goodwill	(12)	365,694	508,132
Other intangible assets	(13)	25,761	35,142
Other financial assets	(14)	4,429	11,834
Deferred tax	(15)	7,414	7,612
Non-current assets		**500,076**	**669,430**
Inventories	(16)	91,997	112,468
Trade receivables	(17)	86,576	106,926
Other financial assets	(18)	12,901	13,858
Other receivables and assets	(19)	7,683	7,109
Income tax receivables		2,687	4,811
Cash and cash equivalents	(20)	14,454	8,131
Current assets		**216,298**	**253,303**
Total assets		**716,374**	**922,733**

Equity and liabilities	Notes	12/31/2025	12/31/2024
Share capital		65,610	65,610
Treasury shares		– 19,093	– 19,153
Retained earnings		301,222	460,538
Other components of equity		14,532	35,577
Total equity	(21)	**362,271**	**542,572**
Financial liabilities	(22)	97,258	76,347
Pension provisions and similar obligations	(23)	48,891	53,561
Other provisions	(24)	4,027	5,727
Deferred tax	(15)	20,515	55,735
Non-current liabilities		**170,691**	**191,370**
Financial liabilities	(22)	48,688	45,822
Trade payables and similar liabilities	(25)	87,252	94,512
Other financial liabilities	(26)	12,570	14,454
Other liabilities	(27)	19,213	18,576
Provisions	(24)	12,009	9,318
Income tax payables		3,680	6,109
Current liabilities		**183,412**	**188,791**
Total equity and liabilities		**716,374**	**922,733**

Consolidated statement of changes in total equity in EUR thousand

	Share capital	Treasury shares	Retained earnings	Other components of equity	Total equity
Balance at 01/01/2025	**65,610**	**– 19,153**	**460,538**	**35,577**	**542,572**
Transactions with owners	0	60	– 38,422	0	– 38,362
thereof issuance of treasury shares	0	60	0	0	60
thereof dividends paid	0	0	– 38,422	0	– 38,422
Total comprehensive income	0	0	– 120,240	– 21,699	– 141,939
thereof Profit	0	0	– 120,240	0	– 120,240
thereof Other comprehensive income (Changes to other components of equity)	0	0	0	– 21,699	– 21,699
Transfer to retained earnings	0	0	– 654	654	0
Balance at 12/31/2025	**65,610**	**– 19,093**	**301,222**	**14,532**	**362,271**

	Share capital	Treasury shares	Retained earnings	Other components of equity	Total equity
Balance at 01/01/2024	**65,610**	**– 10,781**	**567,347**	**20,496**	**642,672**
Transactions with owners	0	– 8,372	– 64,628	0	– 73,000
thereof acquisition / issuance of treasury shares	0	– 8,372	0	0	– 8,372
thereof dividends paid	0	0	– 64,628	0	– 64,628
Total comprehensive income	0	0	– 41,285	14,185	– 27,100
thereof Profit	0	0	– 41,285	0	– 41,285
thereof Other comprehensive income (Changes to other components of equity)	0	0	0	14,185	14,185
Transfer to retained earnings	0	0	– 896	896	0
Balance at 12/31/2024	**65,610**	**– 19,153**	**460,538**	**35,577**	**542,572**

Consolidated statement of cash flows in EUR thousand

	Notes	2025	2024
Profit		– 120,240	– 41,285
Depreciation, amortization and impairment of Non-current assets	(5)/(6)	158,739	96,185
Deferred tax income	(9)	– 33,698	– 18,533
Other non-cash expenses and income		3,149	2,484
Result from disposal of Non-current assets		– 772	1,444
Change in Inventories		9,373	18,790
Change in Trade receivables		14,937	9,635
Change in Trade payables and similar liabilities		– 1,256	27,333
Change in Provisions		2,611	– 7,655
Change in other assets / liabilities		– 1,985	5,465
Cash flow from operating activities		**30,858**	**93,863**
Proceeds from disposal of Property, plant and equipment and intangible assets		2,058	700
Capital expenditure on Property, plant and equipment and intangible assets	(11)/(13)	– 8,973	– 11,851
Proceeds from the disposal of consolidated companies		0	109
Cash flow from investing activities		**– 6,915**	**– 11,042**
Proceeds from Financial liabilities		59,853	111,017
Repayments of Financial liabilities		– 25,454	– 103,595
Repayments of Lease liabilities		– 13,638	– 14,655
Dividend payments to owners of TAKKT AG		– 38,422	– 64,628
Payments to owners of TAKKT AG (share buy-back)		0	– 8,516
Proceeds from owners of TAKKT AG (Employee shares)		61	139
Cash flow from financing activities		**– 17,600**	**– 80,238**
Cash and cash equivalents at 01/01/		8,131	5,587
Increase / decrease in Cash and cash equivalents		6,343	2,583
Non-cash increase / decrease in Cash and cash equivalents		– 20	– 39
Cash and cash equivalents at 12/31/	(20)	**14,454**	**8,131**

Notes to the consolidated financial statements

1. BASIS OF THE CONSOLIDATED FINANCIAL STATEMENTS

General Information

The consolidated financial statements of TAKKT AG, Stuttgart, were prepared in accordance with the IFRS® Accounting Standards (hereinafter "IFRS") issued by the International Accounting Standards Board (IASB), as adopted by the EU, and the additional requirements of German law pursuant to section 315e (1) of the German Commercial Code (HGB). All IFRS valid at the closing date and approved by the Commission of the European Union (EU) have been applied.

The TAKKT Group specializes in B2B omnichannel retail for business equipment. The parent company is TAKKT AG, Presselstr. 12, 70191 Stuttgart / Germany, registered under HRB 19962 with the German Commercial Register of the Stuttgart local court.

The consolidated financial statements have been prepared in euros as of December 31, 2025. The amounts in the consolidated financial statements are reported in thousands of euros. All amounts are rounded according to standard accounting practice. In individual cases, differences may therefore arise when adding individual values to the total value. Unless otherwise stated, the amounts shown refer to the current financial year. Previous year's figures are shown in brackets. In order to improve clarity, various items are grouped in the statement of financial position and statement of income. A breakdown of the individual amounts is provided separately in the notes in accordance with IAS 1.54 and IAS 1.81A et seq. The balance sheet has been divided into current and non-current items in accordance with IAS 1 – Presentation of Financial Statements. Assets and liabilities are classified as current if they are due within 12 months. The statement of income was prepared in accordance with the nature of expense method.

The TAKKT Group has prepared its financial statements under the assumption that it is able to continue as a going concern.

The consolidated financial statements and the combined management report of TAKKT AG and the Group were approved by the Management Board for submission to the Supervisory Board on March 20, 2026 and are expected to be published on March 26, 2026 with the 2025 annual report.

New Reporting Standards

The following reporting standards and interpretations, having been passed or amended by IASB and IFRS IC and endorsed by the EU, were mandatory for the first time in the 2025 financial year for TAKKT:

Standard		Status	Applicable from
Amendments IAS 21	The Effects of Changes in Foreign Exchange Rates:Lack of exchangeability	amended	1/1/2025

All amended IFRS requiring first-time application in the current financial year do not have a significant impact on the net assets, financial position and results of operations at TAKKT.

The IASB and IFRS IC have passed new and revised standards which TAKKT must only apply starting January 01, 2026 or later. Some of these standards still have to be approved by the EU prior to their application.

Specifically, these include the following reporting standards and interpretations:

Endorsed by EU-commission

Standard		Status	Applicable from
Annual Improvements	Volume 11	amended	1/1/2026
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity	amended	1/1/2026
Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instrument	amended	1/1/2026
IFRS 18	Presentation and Disclosure in Financial Statements	amended	1/1/2027

Not yet endorsed by EU-commission

Standard		Status	Applicable from
IFRS 19	Subsidiaries without Public Accountability: Disclosures	amended	1/1/2027 *
Amendments to IAS 21	The Effects of Changes in Foreign Exchange Rates	amended	1/1/2027 *
Amendments to IFRS 19	Subsidiaries without Public Accountability: Disclosures	amended	1/1/2027 *

* expected

The option of applying standards already approved by the IASB early is not utilized. With the exception of IFRS 18 – Presentation and disclosures in the financial statements, the above changes will not have a material impact on the consolidated financial statements of the TAKKT Group. IFRS 18 will replace IAS 1 in future and introduce new requirements that are intended to increase the comparability of the financial performance of similar companies and provide users of financial statements with more relevant data. Although IFRS 18 will not affect the recognition or measurement of items in the financial statements, it will have a significant impact on the presentation (particularly in relation to the consolidated income statement) and disclosures (so-called management-defined performance measures). The impact of the new standard on the consolidated financial statements is currently being assessed.

The consolidated financial statements have been prepared using the same accounting and valuation principles as in the previous year.

Scope of consolidation

The consolidated financial statements include all companies that are controlled by TAKKT according to IFRS 10 – Consolidated financial statements. The fully consolidated subsidiaries are direct and indirect 100 percent investments. Thus, besides TAKKT AG, 7 (7) domestic and 37 (35) foreign companies are included in the consolidated financial statements.

The number of fully consolidated companies has changed as follows in comparison to December 31, 2024:

Event	Subsidiary	Segment
Foundation	TAKKT Hungary Kft., Budaörs / Hungary	Other
Foundation	TAKKT Group Magyarország Kft., Budaörs / Hungary	Other

On December 31, 2025, the Group's parent company, Franz Haniel & Cie. GmbH, Duisburg / Germany, which is registered in the German Commercial Register of the local court of Duisburg under the number HRB 25, holds 65.0 (65.0) percent of the issued shares in the share capital of its subsidiary TAKKT AG. TAKKT AG, Stuttgart, is a subsidiary of Franz Haniel & Cie. GmbH, Duisburg, and is included in its consolidated financial statements. These consolidated financial statements, which simultaneously represent the consolidated financial statements for the largest and smallest group of companies, are published in the Company Register.

Principles of consolidation

Subsidiaries are fully consolidated from the date TAKKT AG has obtained control over theinvestee according to IFRS 10 either directly or indirectly. Control exists if TAKKT has power over another company, is exposed to variable returns from its involvement, such as interest or profit participation, and can use its power to influence these returns. A subsidiary is deconsolidated at the date TAKKT has lost control of the subsidiary.

The consolidated financial statements and all separate financial statements have the same balance sheet date, December 31, 2025. The separate financial statements of the domestic and foreign subsidiaries included in the financial statements were prepared using uniform accounting and valuation principles.

Capital consolidation was carried out by offsetting the book values of the investments against the proportionate equity of the subsidiaries.

Business combinations are accounted for using the acquisition method in accordance with IFRS 3 – Business Combinations. This is based on the fair value at the time the TAKKT Group obtains control over the acquired company. The portion of the purchase price that was paid in anticipation of future positive cash flows from the acquisition of the company and that cannot be allocated to specific or identifiable assets as part of the complete revaluation at fair value is reported as goodwill under non-current assets.

Intercompany profits and losses, sales, expenses and income, guarantees and warranties, intercompany profits as well as all receivables and liabilities between the Group subsidiaries were eliminated.

Deferred taxes were recognized for consolidation transactions in accordance with IAS 12 – Income Taxes, provided that the tax differences are expected to reverse in future financial years.

Currency translation

TAKKT AG's reporting currency is euro. In accordance with IAS 21 – The Effects of Changes in Foreign Exchange Rates, currency is translated at the level of the individual Group companies using the functional currency method. Since all consolidated companies manage their businesses economically, organizationally and financially autonomously, the respective local currency is identical to the functional currency.

As a result, assets and liabilities are translated at the year-end rates on the balance sheet date and income and expenses are translated at the average rates. Equity is translated at the historical exchange rates. Any resulting translation differences are recognized in other comprehensive income.

If a foreign business operation is disposed of, currency differences, which until then were recorded in Other comprehensive income without any effect on profit, are recorded in the statement of income.

Goodwill arising from the acquisition of a foreign operation, as well as any fair value adjustments to the carrying amounts of assets and liabilities resulting from this acquisition, are treated as assets and liabilities of the foreign operation and translated at the closing rate. Translation differences are recognized in other comprehensive income.

The TAKKT Group does not operate subsidiaries in high-inflation countries.

In the separate financial statements of the TAKKT Group companies, transactions in foreign currencies are translated at the rate prevailing at the date of the transaction. Monetary items in foreign currencies are translated at the rate prevailing at the reporting date. Exchange differences are primarily recognized under Other operating expenses in the statement of income of the separate financial statements. Non-monetary items in foreign currency are carried at historical rates.

Material exchange rates for TAKKT Group

		Year-end rates		Average rates	
Currency	**Country**	**2025**	2024	**2025**	2024
USD	USA	1.1750	1.0389	1.1278	1.0819
CHF	Switzerland	0.9314	0.9412	0.9370	0.9524
GBP	UK	0.8726	0.8292	0.8565	0.8466
SEK	Sweden	10.8215	11.4590	11.0634	11.4313
CAD	Canada	1.6088	1.4948	1.5773	1.4818

Accounting and valuation principles

Sales include sales of products and services less cash discounts, rebates and accruals from customer loyalty programs. In principle, sales are recognized when the control over the products or services is transferred to the customer. This occurs either at a certain point in time or over a certain period of time. TAKKT fulfills the performance obligations essentially at a certain point in time, the time when the goods are handed over to the transport service provider. The sale of the various products and services generally takes place at customary payment terms and does not include a financing component. Return rights of customers are accounted for by capitalizing a refund asset and recording a refund liability. The estimated variable consideration is only included, in whole or in part, in the transaction price if it is highly probable that there will be no significant reversal of the recognized cumulative revenue.

Material guarantees above and beyond the legal requirements are not granted. Loyalty award credits which are granted as part of a customer loyalty program are deferred in sales by forming a contractual liability measured at fair value under Trade payables and similar liabilities.

In addition to the cost of sales, the **cost of materials** also includes the transport costs necessary for the purchase of goods and the outgoing freight costs incurred in connection with delivery to end customers.

Advertising costs are expensed as soon as the company has the right to access the advertising material and / or has received the service associated with the advertising activities.

Impairments are carried out if the asset's recoverable amount has fallen below the book value (amortized cost).

Interest income and interest expenses not requiring capitalization in accordance with IAS 23 – Borrowing Costs are recognized in the proper period using the effective interest method.

Income taxes include both taxes on income, as well as deferred taxes recognized in profit or loss. The income tax for the year is determined based on the taxable income according to the tax regulations of the specific countries and taking the respective applicable tax rate into account. The exemption from the recognition and disclosure of deferred tax assets and deferred tax liabilities in connection with Pillar TWO income taxes in accordance with IAS 12.4A is applied.

Property, plant and equipment is capitalized at acquisition or manufacturing costs less scheduled depreciation and any impairments. The costs of self-constructed property, plant and equipment include direct costs as well as those portions of overhead costs directly attributable to the construction. Property, plant and equipment is depreciated using the straight-line method over its useful economic life, which in the case of leasehold improvements maximally equals the term of the underlying lease agreements. Depreciation is based on the following useful lives in the Group:

	Useful life in years	
	2025	2024
Buildings (incl. leasehold improvements)	1 – 50	1 – 50
Plant, machinery and equipment	1 – 25	3 – 16

Net book values and useful lives are reviewed at each reporting date and adjusted, if necessary.

In accordance with IFRS 16 – Leases, TAKKT as lessee recognizes a right-of-use asset and a corresponding lease liability for all **leases**. TAKKT makes use of practical expedients for leased assets of low value as well as for short-term leases (12 months or less, excluding real estate). TAKKT does not apply the standard to leases involving intangible assets. The lease payments for which TAKKT makes use of practical expedients are recognized as lease expenses in accordance with the practical expedients.

If possible, the interest rate underlying the lease contracts is used to determine the present value of future lease payments. Usually this rate is not available at TAKKT thus the lessee’s incremental borrowing rate is used in these cases. The incremental borrowing rate is determined using the build-up approach in which the risk-free interest rate represents the basis which is adjusted for the credit risk of the lessee, the lease term as well as the underlying currency of the lease.

At the commencement date of the lease term, the amount of the right-of-use asset generally corresponds to the amount of the lease liability. Deviations may result from the consideration of initial costs incurred in connection with obtaining the lease, any advance payments made and lease incentives received prior to the commencement date as well as any costs of vacating and demolition. The right-of-use assets are recognized at acquisition costs less scheduled depreciation and any impairments. The right-of-use assets are depreciated on a straight-line basis over the expected useful economic life or throughout the shorter lease term of the lease contract. If the exercise of a purchase option is assessed reasonably certain and if the transfer of ownership is expected at the end of the lease term, the right-of-use asset is depreciated throughout the useful economic life of the underlying asset.

Contracts can contain both lease and non-lease components. TAKKT assigns the transaction price to these components on the basis of their relative stand-alone selling prices. Leases for vehicles constitute an exception. In these cases, TAKKT makes use of the option not to split lease and non-lease components but to account the whole contract as a lease contract.

TAKKT is exposed to possible future increases in variable lease payments that may result from a change in index or (interest) rate. These possible changes to the lease payments are not considered in the lease liability until they take effect. Accordingly lease liabilities are adjusted as soon as changes in an index or (interest) rate affect the lease payments.

When determining the lease term, extension and termination options are taken into consideration if the exercise of these options is considered reasonably certain. When determining the lease term at the date of availability, TAKKT considers all facts and circumstances that provide an economic incentive to exercise extension options or non-exercise termination options. A reassessment of the original estimate is carried out when a significant event or change in circumstances occurs and this possibly affects the previous assessment if the significant event or change in circumstances is within the lessee’s control. The assessment is reviewed at the latest when an extension or termination option is in fact being exercised (or not exercised).

TAKKT acts as lessor for a small number of leases. These are classified as operating leases. In these cases the underlying asset (or in the case of subleases the right-of-use asset from the main lease) continues to be recognized in the balance sheet. The lease payments received are recognized as lease income.

As **goodwill** and **intangible assets with an indefinite useful life** do not generate independent cash flows, the recoverable amount of the capitalised carrying amount is reviewed annually in accordance with IAS 36 – Impairment of Assets. In the event of triggering events, this review is also carried out during the year at the level of the so-called cash generating units. Cash generating units are identified on the basis of internal management and reporting. In the TAKKT Group, there were a total of 5 (5) cash generating units in the financial year.

The impairment test is based on a detailed plan of the future cash flows before interest and taxes less capital expenditure on maintenance and replacements less changes in the net working capital for a period of 5 years and perpetuity following the detailed planning period. Future cash flows for the years following the detailed planning period are extrapolated using individual growth rates that reflect long-term inflation expectations. Furthermore, the long-term average growth rate of the relevant markets is not exceeded.

This detailed planning is based on financial plans approved by the responsible management, which are also used for internal purposes. The main assumptions for planning relate to the underlying sales growth and operational margin in the detailed planning period as well as the growth in perpetuity for the years following it. When detailed plans are produced, past developments and expectations regarding future market trends are taken into account. The influence of TAKKT’s sustainability goals is also implicitly included.

The growth in perpetuity is determined that it lies below the long-term average organic growth and below the long-term average expected future market growth. The determined cash flows are discounted individually with the weighted average cost of capital (WACC) before tax calculated for every cash generating unit in order to determine the value in use of the cash generating unit. Based on a WACC rate after taxes derived from the Capital Asset Pricing Model, the WACC rate before tax is calculated using an iterative procedure for which the value in use before tax equals the value in use after tax.

Cost of equity was determined using a risk-free interest rate as well as a risk markup per cash generating unit resulting from a market risk premium and an average relevered beta factor of the peer group. Cost of debt consists of a risk-free interest rate plus a risk markup (credit spread).

The recoverable amount, which corresponds to the higher of the present value of the expected cash flows from use (value in use) or, where applicable, the fair value less costs to sell (net realisable value) determined in a second step, is compared with the corresponding carrying amount. If this is lower than the carrying amount of the cash-generating unit, an impairment loss is recognized in profit or loss on the goodwill and, if applicable, on the remaining assets of the affected cash-generating unit. Reversals of impairment losses recognized on goodwill are not permitted.

Brands are entered with an indeterminate useful life as long as the right of use for the brands can be utilized indefinitely and the level of awareness is permanently maintained by advertising.

Purchased **intangible assets with a determinable useful life** are valued at acquisition cost plus incidental acquisition costs less amortization using the straight-line method and any impairment. The net book values and useful lives are reviewed at every reporting date and adjusted if necessary. If the expected useful life of the asset differs from previous estimates, the depreciation period is adjusted accordingly. If the expected pattern of the consumption of the asset's future economic benefits has changed, the depreciation method is adjusted accordingly.

Amortization within the Group was based on the following useful lives:

	Useful life in years	
	2025	2024
Goodwill	indefinite	indefinite
Brands	indefinite	indefinite
Customer relationships	3 – 10	3 – 10
Domain names	5 – 10	5 – 10
Catalog- / web design	3	3
Software, licenses and similar rights	1 – 10	2 – 7

If not subject to capitalization according to IAS 38 – Intangible Assets, r**esearch and development costs** are recognized in the statement of income when incurred. Development costs are capitalized when the recognition criteria of IAS 38 are met. **Internally generated intangible assets** are recognized at manufacturing costs less scheduled amortization and impairment. Capitalized development costs include all directly attributable costs and proportionate overhead costs and are amortized over the expected useful life of 1 – 10 years using the straight-line method.

Financial assets and financial liabilities are divided into the following measurement categories:

Financial assets
- Debt instruments measured at amortized cost
- Debt instruments measured at fair value through other comprehensive income
- Debt instruments, derivatives and equity instruments measured at fair value through profit and loss
- Equity instruments measured at fair value through other comprehensive income

Financial liabilities
- Financial liabilities measured at amortized cost
- Financial liabilities measured at fair value through profit and loss

The classification of financial assets into the different categories is based on the way in which they are managed (the so-called business model condition in accordance with IFRS 9 – Financial Instruments) and on the characteristics of the asset's contractual cash flows (so-called cash flow condition according to IFRS 9).

The classification is determined at the date of acquisition and reviewed as of each reporting date. Financial assets, with the exception of trade receivables, are initially recognized at fair value and, provided they are not subsequently measured at fair value through profit or loss, plus transaction costs.

Depending on the underlying “business model”, debt instruments whose cash flow characteristics consist exclusively of interest and repayments of outstanding principal are classified as subsequently measured either at amortized cost (“hold”) or at fair value through other comprehensive income (“hold and sell”). All remaining debt instruments are measured at fair value through profit or loss. Debt instruments valued at amortized cost are generally accounted for using the effective interest method and are subject to the impairment requirements of IFRS 9.

For equity instruments, a valuation at fair value through profit or loss is required. This does not apply to equity instruments that are not held for trading and for which the option to measure at fair value through other comprehensive income is irrevocably exercised upon initial recognition. This option, which is exercisable on a case-by-case basis, is used in the TAKKT Group exclusively for investments in unlisted corporate entities. Gains and losses from changes in fair value are recognized in other comprehensive income with no effect on income. Such changes in value recognized in other comprehensive income are never reclassified to the income statement. Dividend payments, on the other hand, are recognized in profit or loss. The equity instruments are not subject to any impairment requirements.

For debt instruments, derivatives and equity instruments of the category at fair value through profit or loss, directly attributable transaction costs and changes in fair value are to be recognized in profit or loss in the income statement. They are not subject to any impairment requirements. In the TAKKT Group, only shares in venture capital funds and derivatives for which no formal hedge accounting is applied are within this measurement category.

IFRS 9 uses the expected credit losses model as the impairment model for financial assets. Expected credit losses must be taken into account when the financial asset is recognized for the first time. At TAKKT, mainly the trade receivables are in the scope of application of this model. Further information on credit risk can be found in Section 4 Risk Management and Financial Instruments.

Financial liabilities, with the exception of derivative financial instruments, are initially measured at fair value plus transaction costs and subsequently at amortized cost using the effective interest method.

Financial liabilities measured at fair value through profit or loss include financial liabilities held for trading. At TAKKT, this includes only derivatives classified as held for trading that are not included in hedge accounting.

Purchases and sales of financial assets or securities of all categories are accounted for on the Settlement Date.

Financial assets and liabilities are reported net in the balance sheet if there is currently a legally enforceable right to offset. In addition, there must be an intention to settle on a net basis or to settle the associated liability and realize the financial asset simultaneously. Otherwise, the financial asset and liability are shown without offsetting in the balance sheet. Accordingly, related expenses and income are reported net to a limited extent.

The fair values to be disclosed for each individual financial instrument category in accordance with IFRS 7 – Financial Instruments: Disclosures generally correspond to book values. This applies directly to financial instruments that are shown in the balance sheet at fair value. For financial assets and liabilities measured at amortized cost, the book value generally represents a sufficient approximation of the fair value. If this is not the case, additional details are provided. The other receivables and payables are either current or subject to a variable market interest rate.

The input factors used for the valuation techniques to measure fair value are divided into the following levels:

Level 1:	Quoted prices in active markets accessible to the company for the identical asset or liability.
Level 2:	Input factors other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3:	Input factors for the asset or liability that are unobservable.

Sometimes, the input factors used to measure the fair value of an asset or liability might be categorized within different levels of the valuation hierarchy. In such cases, the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Financial instruments at TAKKT recognized at fair value relate to investments and derivative financial instruments. They are subject to a recurring fair value measurement. Derivative financial instruments are included in current Other financial assets as well as in current Other financial liabilities and relate to level 2. The investments relate to level 3.

Should it prove necessary to reclassify assets and liabilities carried at fair value on a recurring basis into a different level, for example because an asset is no longer traded on an active market or is being traded for the first time, they are reclassified at the end of the reporting period.

The fair value of financial instruments traded on an active market is based on the prices quoted on the reporting date. When level 2 assets and liabilities are measured at fair value on a recurring basis, the discounted cash flow method is used. This means that the future cash flows which the financial instruments are expected to generate are discounted using maturity-matched market interest rates. The creditworthiness of the respective debtor is taken into account by considering risk premiums depending on rating and term in the discount factors. The risk premiums are determined using prices for fixed-income securities observable on markets.

The valuation of venture capital funds is based on the so-called Adjusted Net Asset Method. Under this method, the fair values of the individual investments, determined by the fund on the basis of recognized valuation methods, are aggregated and adjusted for appropriate illiquidity discounts for the overall fund. In the case of investments in unlisted corporate entities, the valuation is derived from additional capital contributions by the investors or from the share price a third and new party has to pay in the course of another round of financing (Price of Recent Investment Valuation Method).

Inventories are recognized at the lower of acquisition respectively manufacturing costs or net realizable value. In general, a value based on the FIFO method (first in, first out) is applied. The manufacturing costs include not only the directly attributable materials used for production and wages but also appropriate portions of the indirect material and production overhead costs. There are no relevant borrowing costs due to the nature of the company’s business. The net realizable value represents the estimated selling price of the inventories less all estimated expenses still necessary for completion and sale. Obsolescence reserves were made, taking into account the expected sell-down period of the inventories. If the reasons for the write-downs no longer apply, the original reserves are released.

Trade receivables are initially recognized at the transaction price, which corresponds to the consideration paid in exchange for the transfer of goods or services to a customer. They are subsequently measured at amortized cost in accordance with the effective interest method. IFRS 9 provides for a 3-stage procedure for determining expected credit losses. A loss allowance is recognized either on the basis of the 12-month expected credit losses (Stage I) or on the basis of the lifetime expected credit losses if the credit risk has increased significantly since initial recognition (Stage II) or if credit impairment is identified (Stage III). Trade receivables are derecognized if they are no longer realizable according to a reasonable assessment.

The Group applies the simplified approach under IFRS 9 to measure expected credit losses; accordingly, over the term expected credit losses are used for all trade receivables and contract assets.

The investments (equity and debt instruments) and derivatives included in **Other financial assets** are measured at fair value, while Other financial assets and **Other receivables and assets** are measured at amortized cost.

Income tax or other tax receivables and income tax or other tax payables are measured using the amount expected to be received from or paid to the tax authorities. Calculation of the amount is based on the tax rates and laws applicable as of the closing date in the countries in which the taxable income is generated or the underlying transaction takes place.

Derivative financial instruments are used for hedging purposes. Forward foreign exchange contracts, for example, are used to reduce currency risks from operating activities. At TAKKT, derivative financial instruments are used to either hedge the fair value of a balance sheet asset or liability or to hedge a future cash flow from a firm commitment or forecast transaction (cash flow hedge). They are made exclusively to reduce risk, not for speculative purposes.

The fair value of a forward foreign exchange contract corresponds to the difference in the present values of the nominal amount at the fixed forward rate and the nominal amount at the forward rate at the reporting date. The cash flows are discounted using rating- and maturity-matched interest rates in line with the interest rate curves of the respective currency.

Accounting for derivative financial instruments occurs in Other financial assets or in Other financial liabilities as soon as purchase or sales contracts are made.

According to IFRS 9, all derivative financial instruments are to be recognized at fair value, irrespective of their purpose or intention. Fair value changes in derivative financial instruments are recognized either in the income statement or, if it is a cash flow hedge and hedge accounting is applied, in other comprehensive income, taking into account deferred taxes. Derivative financial instruments for which no formal hedge accounting is used are to be classified into the category financial instruments measured at fair value through profit or loss.

Derivative financial instruments are used to hedge balance sheet items. The results from the fair value measurement of the hedging instruments and the underlying transactions are recognized in profit or loss.

As part of a cash flow hedge, derivatives are used to hedge future cash flow risks from existing underlying transactions or planned transactions. The hedge-effective portion of the fair value changes in derivatives is initially recognized in Other comprehensive income.

The treatment of amounts recognized in Other comprehensive income depends on the nature of the underlying transaction. If the hedged transaction results in the recognition of a non-financial asset or a non-financial liability, the amount recognized in Other comprehensive income is taken into account when determining the initial cost or other carrying amount. For all other types of hedged underlying transactions, reclassifications to profit and loss are made at the same time as the underlying transaction has an impact on profit and loss. The hedge-ineffective portion of the fair value changes in derivatives is recognized directly in the income statement. Changes in the fair value of derivative financial instruments are recognized immediately in profit or loss in cases where hedge accounting is not applied. No fair value hedge accounting is applied at TAKKT.

Deferred taxes are recognized for all temporary differences between the relevant tax balance sheet and the IFRS balance sheet – with the exception of goodwill, if it is not tax deductible – as well as for loss carry forwards. Deferred tax assets are impaired if their realization cannot be expected with a significant degree of confidence. For the probable use of losses, the 5-year budget of the individual company and its loss history are considered. Deferred taxes were calculated using the respective local tax rates. Tax rate changes determined at the reporting date have been taken into account for the calculation of deferred taxes. The netting of deferred taxes is carried out according to the rules of IAS 12 if they relate to the same tax authority and the right to offset current tax refund claims and liabilities is legally enforceable. Provided that items were entered in Other comprehensive income with no effect on profits and loss and imply a change in deferred taxes, these deferred taxes were also recognized in Other comprehensive income with no effect on profit and loss. All other changes in deferred taxes are recognized in the statement of income.

In accordance with IAS 19 – Employee Benefits, **pension provisions and similar obligations** are calculated using the actuarial projected unit credit method. Determination of the defined benefit obligations is carried out by independent actuaries on an annual basis. In calculating these contractual obligations, prevailing long-term capital market interest rates as well as current assumptions about future salary and pension increases are considered in addition to biometric calculation bases. The actuarial interest rate is determined using a yield curve approach per currency area on the basis of yields on fixed-rate corporate bonds rated at least by one well-known rating agency with a rating of at least AA. For the eurozone, the corporate bonds of the iBoxx™ Corporates AA are applied. The probability of employee fluctuation was considered, depending on the job tenure in the company and the age of the beneficiaries. Direct pension commitments in Germany are derived using the biometric calculation tables 2018G from Heubeck-Richttafeln-GmbH. The fair value of plan assets is deducted from the defined benefit obligation.

Actuarial gains and losses resulting from changes in actuarial assumptions and / or from deviations between previous actuarial assumptions and actual developments are recognized immediately in Other comprehensive income as soon as they are incurred with no effect on profits and taking deferred taxes into account. The actuarial gains and losses immediately recorded in Other comprehensive income and associated deferred taxes are not reclassified to profit and loss in subsequent periods. The actuarial gains and losses recorded in a given reporting period and the applicable deferred taxes are presented separately in the statement of comprehensive income.

Net interest expense is determined by applying the actuarial interest rate determined at the end of the prior financial year to the pension provisions calculated at this point. The same interest rate is used for pension obligations and plan assets. Net interest expense is reported under interest and similar expenses. Current and past service costs are reported in Personnel expenses. Past service costs arising from plan amendments and curtailments are recognized in profit and loss in the period in which they occur.

With the exception of other personnel-related provisions calculated in accordance with IAS 19 respectively IFRS 2 – Share-based Payment, which mainly include obligations arising from partial retirement and anniversary payments based on actuarial calculations, **Other provisions** are made on the basis of IAS 37 – Provisions, Contingent Liabilities and Contingent Assets at the best estimate of the amount to be paid if a current legal or factual external obligation exists which is based on transactions or incidents in the past. The outflow of resources must be probable and calculable. Other provisions with a maturity of over one year are discounted using maturity-matched interest rates. Provisions are reviewed on a regular basis and adjusted to the best estimate currently available if new insights are obtained or circumstances have changed. If it is not probable any more that fulfilling the obligation is connected to the outflow of resources, a provision is released.

Classified as cash-settled share-based payment in accordance with IFRS 2, the performance cash plans of the Management Board are exclusively dependent on the development of total shareholder return (TSR). The development of the share price and the dividend payment is taken into account in the calculation of the TSR. The expense for the benefits received or liability to settle these benefits is recorded after the claims are earned. The liability is reassessed on each reporting date and on the settlement date. Changes in fair value are recorded in the respective year under review through profit and loss.

The long-term performance share plans for the Management Board, which are classified as equity-settled share-based payments in accordance with IFRS 2, are dependent on the achievement of 2 financial performance targets: the average return on capital employed (ROCE) and the cumulative net income for the year. The expense for the benefits received or an obligation to settle these benefits is recognized after the entitlement has been earned. For these plans, the obligation is recognized in equity. The liability is remeasured at each balance sheet date and on the settlement date. Changes in fair value are recognized in profit or loss in the respective reporting year.

In the case of a buy-back of **treasury shares**, the consideration paid, which includes directly attributable costs less any tax effects, is presented as a reduction of equity.

The short-term portions of non-current assets and liabilities whose remaining terms are less than one year are disclosed under the current balance sheet items.

If IFRS 3 – Business Combinations is not applicable, **contingent liabilities and assets** are not recognized in the balance sheet but stated and explained in the notes.

The consolidated financial statements are prepared on the basis of certain **assumptions** and **estimates** which have an effect on the amount and presentation of the reported assets, liabilities, income, expenses and contingent liabilities and assets. The premises underlying these assumptions and estimates are based on the management knowledge available at that given time. The assumptions and estimates primarily concern the items set forth below.

During the acquisition of companies all identifiable assets, liabilities and contingent liabilities are measured at fair value within the scope of the purchase price allocation. The fair value is determined by recognized valuation methods depending on the type of asset. These valuations are closely related to the management's assumptions concerning the future development of the assets and the applied discount rates. The recognized fair values represent key estimates as well as the goodwill derived from the purchase price allocation.

Impairment tests of goodwill and other intangible assets with indefinite useful lives are based on forward-looking assumptions. These assumptions consider past developments and assumptions concerning the future development of markets. The main assumptions are the future sales growth and operational margin in the detailed planning period, estimated growth rates after the detailed planning period, weighted average cost of capital and tax rates.

The premises above and the underlying calculation model can significantly influence the individual values and ultimately the amount of a possible impairment.

In the case of trade receivables, the determination of the allowance for expected credit losses relies to a large extent on estimates and assessments. At every reporting date an impairment analysis is conducted to measure the expected credit losses. The impairment rates are based on the aging structure of the receivables, past experience and the assessment of the current and forecast creditworthiness of customers.

The actual payments received may differ from the carrying amounts. Valuation allowances for inventories are mainly based on the experienced sell-down period of the single products.

The key assumptions and estimates for the measurement of provisions, especially those for pensions, concern the probability of the provisions being used, the amount of the obligation and, in the case of non-current provisions, the interest rates applied. In addition, pension obligations under defined benefit plans require actuarial assumptions regarding salary and pension trends, life expectancies and employee turnover. The actual development, and hence actual payments due in the future, may deviate from the expected development and the recognized provisions.

Obligations from expected customer credit notes need to be assessed based on the experience in regard to customer credit notes issued in the past.

Deferred tax assets and liabilities are measured on the basis of management's assumptions and estimates. In addition to the interpretation of the tax regulations applicable to the taxable entity concerned, the key factor in the calculation of deferred tax assets in respect of temporary differences and tax loss carry forwards is an assessment of the likelihood that adequate taxable income will be generated in future or that appropriate tax planning opportunities for utilizing tax loss carry forwards will be implemented.

All assumptions and estimates are based on the circumstances prevailing on the reporting date and are examined on an ongoing basis. Although the assumptions and estimates are made with management's best knowledge, future events and changes in general circumstances often give rise to differences between the actual amounts and the estimates. This applies in particular to obligations where existence, amount and timing of occurrence are uncertain. In case of differences, the assumptions and, if necessary, the carrying amounts of the assets and liabilities affected are adjusted accordingly.

Geopolitical risks, particularly those related to trade conflicts, a challenging macroeconomic environment and the associated material uncertainties were taken into account, where relevant, in estimates and judgements.

2. NOTES TO THE CONSOLIDATED STATEMENT OF INCOME

(1) Sales in EUR thousand

	2025	2024
Sales with third parties	964,034	1,052,575
Sales with affiliated companies	242	315
	964,276	**1,052,890**

Sales are generated mainly by selling goods and associated transport services. Sales resulting from the provision of services of EUR 10,342 thousand (EUR 11,593 thousand) are of minor significance.

Sales with affiliated companies related to subsidiaries of the majority shareholder Franz Haniel & Cie. GmbH, Duisburg / Germany, that are not included in the consolidated financial statements of TAKKT AG.

In the financial year, revenues of EUR 13.491 thousand (EUR (11.198 thousand) were generated which had been recognized at the beginning of the financial year under liabilities from contracts with customers.

Sales from a distribution perspective are as follows:

Sales according to regions in EUR thousand

	Industrial & Packaging	**Office Furniture & Displays**	**Food-services**	**2025**
Germany	189,330	0	4,115	193,445
Europe without Germany	371,330	0	11,308	382,638
USA	23	194,094	178,790	372,907
Other	362	3,058	11,866	15,286
	561,045	**197,152**	**206,079**	**964,276**

	Industrial & Packaging	**Office Furniture & Displays**	**Food-services**	**2024**
Germany	207,612	4,183	4,048	215,843
Europe without Germany	381,532	367	11,842	393,741
USA	18	225,918	201,852	427,788
Other	342	3,373	11,803	15,518
	589,504	**233,841**	**229,545**	**1,052,890**

(2) Other operating income in EUR thousand

	2025	2024
Income from the disposal of non-current assets	861	306
Rental income	109	288
Other income	3,768	4,588
	4,738	**5,182**

Other income includes, in particular, prior year income.

(3) Personnel expenses in EUR thousand

	2025	2024
Wages and salaries	156,384	167,826
Social security costs	28,347	29,542
Retirement costs	4,433	5,027
Release of personnel-related provisions	– 733	– 3,944
Other	1,757	1,903
	190,188	**200,354**

(4) Other operating expenses in EUR thousand

	2025	2024
Operating expenses	125,327	124,593
Administrative expenses	32,069	32,608
Operating taxes	2,675	2,829
Leasing	1,695	1,749
Foreign exchange differences	1,157	– 1,037
Impairment on financial assets	487	1,206
Release of provisions	0	– 365
Loss on deconsolidation	0	1,428
	163,410	**163,011**

A major part of operating expenses is print and online advertising costs. Operating taxes include real estate tax, car tax and taxes on capital and assets for example. The foreign exchange differences include income of EUR 714 thousand (EUR 1,950 thousand) and expenses of EUR 1,871 thousand (EUR 913 thousand).

Impairment on financial assets mainly relates to the change in valuation allowances on trade receivables and full write-offs of trade receivables where they cannot be recovered. Write-offs amounted to EUR 1,794 thousand (EUR 1,536 thousand). Subsequent payments received on written-off receivables are included with EUR 132 thousand (EUR 205 thousand).

(5) Depreciation, amortization and impairment of property, plant and equipment and other intangible assets in EUR thousand

	2025	2024
Property, plant and equipment	22,882	22,827
Other intangible assets	10,342	10,506
	33,224	**33,333**

Depreciation and amortization comprise scheduled amortization amounting to EUR 430 thousand (EUR 430 thousand) relating to intangible assets recorded in conjunction with purchase price allocations.

In the current financial year, impairments were made in accordance with IAS 36 on property, plant and equipment in the amount of EUR 1,363 thousand (EUR 63 thousand). Of this amount, EUR 1,026 thousand (EUR 63 thousand) relates to impairments on right-of-use assets that according to IFRS 16 are subject to the regulations of IAS 36. The underlying assets of the impaired right-of-use assets mainly relate to rented warehouse and office buildings that have already been terminated at the next possible date and will no longer be used for the remaining term of the lease. In addition, an impairment loss of EUR 337 thousand was recognized on a building owned in the United Kingdom due to restricted use.

Impairment losses of EUR 1,433 thousand (EUR 588 thousand) were recognized on intangible assets in accordance with IAS 36. In the current financial year, the impairment relates to the write-down of internet domains following an impairment test. In the previous year, it related to the advance payment for the discontinued development of an ERP module.

The recoverability of the capitalized book value of intangible assets with an indefinite useful life, as these do not generate any independent cash flows, is reviewed together with the goodwill at the level of cash generating units.

(6) Impairment of goodwill in EUR thousand

Impairment losses were recognized on goodwill for the following cash-generating units:

	2025	2024
Cash generating units		
NBF	12,502	0
D2G	43,004	0
CenBert	68,009	62,852
XXLhoreca	2,000	0
	125,515	**62,852**

(7) Interest and similar expenses in EUR thousand

	2025	2024
Interest portion of lease liabilities	2,549	2,911
Interest portion of pension provisions	1,747	1,714
Interest on financial liabilities	5,403	4,487
	9,699	**9,112**

(8) Other finance result in EUR thousand

	2025	2024
Valuation of financial instruments	– 279	– 1,319
	– 279	**– 1,319**

Compared to the previous year, interest and similar income is reported separately to improve transparency and clarity. The prior year’s figures have been adjusted accordingly.

(9) Income taxes

Income taxes includes current tax paid respectively due in the individual countries as well as deferred taxes recognized in the income statement. The income tax rates applied for the individual countries range between 15.0 (15.0) percent and 30.7 (30.7) percent, taking into account minimum taxation (Pillar TWO).

Breakdown of income taxes in EUR thousand

	2025	2024
Current tax (cost)	– 5,341	– 9,004
Deferred tax (income)	33,698	18,533
	28,357	**9,529**

Current tax includes expense of EUR 870 thousand (EUR 4 thousand) relating to prior periods. Deferred tax expense of EUR 10,531 thousand (EUR 6,090 thousand) results from the changes of allowances on deferred tax assets. Deferred tax expense of EUR 151 thousand (prior year income of EUR 2,045 thousand) results from tax rate changes.

The difference between the actual income taxes and the calculated income taxes, which would result from a tax rate of 30.7 (30.7) percent for TAKKT AG is made up as follows:

Tax rate reconciliation in EUR thousand

	2025	2024
Profit before tax	**– 148,597**	**– 50,814**
Expected average income tax	45,617	15,600
Changes in tax rates	– 151	2,045
Differences between local and Group tax rates	– 3,822	1,359
Non-deductible expenses	– 728	– 2,451
Non-taxable income	86	96
Allowance for deferred tax assets	– 10,531	– 6,090
Taxes relating to prior years	– 870	– 4
Non-tax effective profit from deconsolidation	0	– 474
Non-tax effective goodwill impairments	– 516	0
Other differences	– 728	– 552
Income tax per the consolidated income statement	**28,357**	**9,529**
Tax ratio (in %)	19.1	18.8

The calculated tax rate of 30.7 percent is based on the tax rates applicable in Germany in 2025. A corporation tax of 15.0 percent, the solidarity surcharge of 5.5 percent percent and the average municipal trade tax rate for the German Group companies were taken into account. The Group's current income tax in connection with the Pillar TWO rules amounts to EUR 0 thousand (EUR 0 thousand).

In July 2025, a gradual reduction of the corporate income tax rate from the current 15 percent to 10 percent by 2032 was decided, starting with the 2028 assessment period. The valuation of deferred tax assets and liabilities takes into account the expected reversal dates and the applicable tax rates. The resulting adjustment of EUR 151 thousand was recognized in profit or loss under tax expense.

Several years in the Group have not yet been finally assessed for tax purposes. TAKKT believes it has made sufficient provisions for these open assessment years. However, it cannot be ruled out that tax payments may exceed the provisions recognized in the financial statements.

(10) Earnings per share

	2025	2024
Number of shares issued (in thousand)	65,610	65,610
Weighted average number of shares issued after share buy-back (in thousand)	64,034	64,451
Profit (in EUR thousand)	– 120,240	– 41,285
Basic earnings per share (in EUR)	– 1.88	– 0.64
Diluted earnings per share (in EUR)	– 1.88	– 0.64

Basic and diluted earnings per share are calculated by dividing the profit by the weighted average number of shares issued. As potential shares (mainly stock options and convertible bonds), which could dilute the earnings per share, were not issued, basic and diluted earnings per share are identical.

3. NOTES TO THE CONSOLIDATED BALANCE SHEET

(11) Property, plant and equipment in EUR thousand

	Land, buildings and similar assets	Plant, machinery and equipment	Payments on account and assets under construction"	Total
Acquisition costs				
Balance at 01/01/2025	209,258	105,433	1,110	315,801
Currency translation	– 6,390	– 3,695	– 7	– 10,092
Additions	12,093	3,716	1,039	16,848
Transfers	97	595	– 692	0
Disposals	– 11,465	– 3,922	– 14	– 15,401
Balance at 12/31/2025	**203,593**	**102,127**	**1,436**	**307,156**
Cumulative depreciation and impairment				
Balance at 01/01/2025	– 121,666	– 87,425	0	– 209,091
Currency translation	4,177	3,346	0	7,523
Additions	– 15,835	– 5,684	0	– 21,519
Impairment	– 1,363	0	0	– 1,363
Disposals	10,273	3,799	0	14,072
Balance at 12/31/2025	**– 124,414**	**– 85,964**	**0**	**– 210,378**
Net book values				
Balance at 12/31/2025	**79,179**	**16,163**	**1,436**	**96,778**

Property, plant and equipment of EUR 96,778 thousand (EUR 106,710 thousand) at reporting date includes EUR 54,942 thousand (EUR 60,375 thousand) property, plant and equipment legally owned by TAKKT as well as advance payments made and EUR 41,836 thousand (EUR 46,335 thousand) right-of-use assets for leased assets.

As in the previous year, tangible assets legally and economically owned by the Group, with the exception of the capitalized right-of-use assets under IFRS 16, were not subject to any restraints on disposal rights.

Purchase commitments for Property, plant and equipment amount to EUR 131 thousand (EUR 342 thousand).

	Land, buildings and similar assets	Plant, machinery and equipment	Payments on account and assets under construction	Total
Acquisition costs				
Balance at 01/01/2024	204,787	103,121	1,721	309,629
Currency translation	2,875	1,910	17	4,802
Changes in scope of consolidation	– 909	– 1,629	0	– 2,538
Additions	15,122	3,764	1,371	20,257
Transfers	– 5	1,912	– 1,907	0
Disposals	– 12,612	– 3,645	– 92	– 16,349
Balance at 12/31/2024	**209,258**	**105,433**	**1,110**	**315,801**
Cumulative depreciation and impairment				
Balance at 01/01/2024	– 113,708	– 83,101	0	– 196,809
Currency translation	– 1,914	– 1,723	0	– 3,637
Changes in scope of consolidation	650	905	0	1,555
Additions	– 16,210	– 6,554	0	– 22,764
Impairment	– 63	0	0	– 63
Disposals	9,579	3,048	0	12,627
Balance at 12/31/2024	**– 121,666**	**– 87,425**	**0**	**– 209,091**
Net book values				
Balance at 12/31/2024	**87,592**	**18,008**	**1,110**	**106,710**

(12) Goodwill in EUR thousand

	2025	2024
Acquisition costs		
Balance at 01/01/	612,088	594,004
Currency translation	– 33,926	18,084
Additions	0	0
Disposals	0	0
Balance at 12/31/	**578,162**	**612,088**
Cumulative impairment		
Balance at 01/01 /	– 103,956	– 36,199
Currency translation	17,003	– 4,905
Additions	– 125,515	– 62,852
Disposals	0	0
Balance at 12/31	**– 212,468**	**– 103,956**
Net book values		
Balance at 12/31/	**365,694**	**508,132**

The following table shows the carrying amounts of goodwill and the significant assumptions used in the impairment tests:

	Book values of goodwill (in EUR thousand)		**WACC (before taxes)** (in %)		**Growth of Perpetuity rate** (in %)	
Cash generating units	**2025**	2024	**2025**	2024	**2025**	2024
Industrial & Packaging	325,908	327,050	10.5	11.5	1.0	1.0
NBF	27,683	44,881	11.4	11.9	1.5	1.7
D2G	4,509	51,784	11.3	11.9	1.5	1.7
CenBert	7,594	82,417	11.2	11.9	1.5	1.7
XXLhoreca	0	2,000	8.7	10.8	1.0	1.0
	365,694	**508,132**				

The base interest rate for the cash-generating units Industrial & Packaging and XXLhoreca is 3.3 (2.5) percent and the market risk premium is 6.0 (6.8) percent. For the other cash-generating units, the base interest rate is 5.1 (4.9) percent and the market risk premium is 5.0 (5.0) percent.

The average compound annual growth rate (CAGR) in external sales in the detailed planning period ranged between 4.8 (5.6) percent and 11.9 (15.5) percent for the cash generating units. For all cash-generating units, the impairment assessment is based on detailed cash flow forecasts for a period of 5 years, which were approved by the Management Board as part of the company-wide budget planning process, taking into account the current business situation.

The valuation model uses the cash flows from the approved medium-term planning of the respective cash-generating unit. This takes into account general market growth, market share development, and individual growth initiatives. The planned gross profit margins are based on the values determined in previous financial years, taking into account expected price and cost developments. The planned wage and salary costs are derived from the usual past growth rates, taking into account the planned inflation trend. Due to the comparable business model of each cash generating unit, cost increases and economies of scale were taken into account in the overall cost planning. In addition, cost increases for IT software projects were assumed in all cash-generating units, and increased investments in non-current assets were taken into account. In all cash-generating units, growth is to be achieved with existing and new customers. In the cash generating unit CenBert, for example, the Hubert brand will strengthen its key account business and the Central brand will strengthen its direct sales. The NBF cash-generating unit will focus, among other things, on its website and the expansion of its internal sales and project business. The D2G cash-generating unit, for example, has launched measures to optimise its marketing mix, pricing and product range, in addition to improving its website.

The evidence of impairment for all cash-generating units is based on the value in use, as it exceeded the fair value less costs to sell.

The impairment tests of the cash generating units in the financial year 2025 and in the previous year revealed a need for impairment. The reasons for the impairment were deteriorated earnings forecasts based on the sharp decline in sales.

The following table shows the corresponding carrying amounts of the net assets and value in use for the respective impairments of the cash generating units in EUR thousand:

	Impairment		**Book value of net assets**		**Value in use**	
Cash generating units	**2025**	2024	**2025**	2024	**2025**	2024
NBF	12,502	-	63,815	-	51,810	-
D2G	43,004	-	61,729	-	20,298	-
CenBert	68,009	62,852	114,754	204,562	49,469	139,004
XXLhoreca	2,000	-	3,820	-	– 1,109	-

For the cash-generating Industrial & Packaging unit, an increase in the weighted average cost of capital after taxes of half a percentage point and a decrease in perpetuity growth of half a percentage point would not result in any impairment loss. The same applies to a deterioration in the EBITDA margin of half a percentage point. If the EBITDA margin of the Industrial & Packaging unit were to deteriorate by 2.92 percentage points (previous year: 5.02 percentage points), the achievable income would equal the carrying amount.

(13) Other intangible assets in EUR thousand

	Brands with undefined useful life	Customer lists	Other (purchase price allocation)	Software, licenses and similar rights	Payments on account and assets under construc-tion	Total
Acquisition costs						
Balance at 01/01/2025	19,328	46,013	46,537	87,657	2,798	202,333
Currency translation	– 2,239	19	– 2,165	– 2,479	– 249	– 7,113
Additions	0	0	0	2,789	1,129	3,918
Transfers	0	0	0	2,039	– 2,039	0
Disposals	0	0	0	– 392	– 588	– 980
Balance at 12/31/2025	**17,089**	**46,032**	**44,372**	**89,614**	**1,051**	**198,158**
Cumulative amortization and impairment						
Balance at 01/01/2025	0	– 46,013	– 44,674	– 75,916	– 588	– 167,191
Currency translation	0	– 19	2,165	2,113	0	4,259
Additions	0	0	– 430	– 8,479	0	– 8,909
Impairment	0	0	– 1,433	0	0	– 1,433
Disposals	0	0	0	289	588	877
Balance at 12/31/2025	**0**	**– 46,032**	**– 44,372**	**– 81,993**	**0**	**– 172,397**
Net book values						
Balance at 12/31/2025	**17,089**	**0**	**0**	**7,621**	**1,051**	**25,761**

As in the previous year, intangible assets were not subject to any restraints on disposal.

The acquired brands are reported at their book value as intangible assets with an indefinite useful life.

The item Software, licences and similar rights includes internally generated intangible assets in the form of capitalised development costs, which are recognized in accordance with IAS 38. Additions during the financial year include capitalised development costs of EUR 826 thousand (EUR 825 thousand).

	Brands with undefined useful life	Customer lists	Other (purchase price allocation)	Software, licenses and similar rights	Payments on account and assets under construc-tion	Total
Acquisition costs						
Balance at 01/01/2024	18,172	47,423	45,811	83,948	1,343	196,697
Currency translation	1,156	24	1,486	1,213	76	3,955
Changes in scope of consolidation	0	– 150	– 760	– 544	0	– 1,454
Additions	0	0	0	3,409	2,678	6,087
Transfers	0	0	0	1,284	– 1,284	0
Disposals	0	– 1,284	0	– 1,653	– 15	– 2,952
Balance at 12/31/2024	**19,328**	**46,013**	**46,537**	**87,657**	**2,798**	**202,333**
Cumulative amortization and impairment						
Balance at 01/01/2024	0	– 47,423	– 43,518	– 67,421	0	– 158,362
Currency translation	0	– 24	– 1,485	– 1,012	0	– 2,521
Changes in scope of consolidation	0	150	760	388	0	1,298
Additions	0	0	– 431	– 9,487	0	– 9,918
Impairment	0	0	0	0	– 588	– 588
Disposals	0	1,284	0	1,616	0	2,900
Balance at 12/31/2024	**0**	**– 46,013**	**– 44,674**	**– 75,916**	**– 588**	**– 167,191**
Net book values						
Balance at 12/31/2024	**19,328**	**0**	**1,863**	**11,741**	**2,210**	**35,142**

The distribution on business units is as follows in EUR thousand:

	Book values of brands with undefined useful life	
	2025	2024
Business Unit		
NBF	6,366	7,200
Central	10,723	12,128
	17,089	**19,328**

Purchase commitments for intangible assets amount to EUR 40 thousand (EUR 460 thousand).

(14) Non-current other financial assets in EUR thousand

	2025	2024
Investments in corporate entities	2,652	10,004
Investment in venture capital funds	1,262	1,492
Other	515	338
	4,429	**11,834**

(15) Deferred tax

Deferred tax on loss carry forwards in EUR thousand

	2025	2024
Deferred tax on loss carry forwards (gross)	22,975	13,035
Allowance	– 17,011	– 6,533
Deferred tax on loss carry forwards (net)	**5,964**	**6,502**

Expiration of impaired loss carry forwards in EUR thousand

	up to 1 year	1 to 5 years	over 5 years	unlimited	Total
2024	290	162	420	20,684	21,556
2025	400	46	704	65,986	67,136

In accordance with IAS 12.39, no deferred tax liabilities are recognized for retained earnings of subsidiaries, as TAKKT is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

No deferred tax liabilities have been calculated for retained earnings of foreign subsidiaries not intended for distribution of EUR 222,149 thousand (EUR 263,591 thousand). In the event of distribution, 5 percent of the profits would be subject to German taxation; foreign withholding taxes would apply if applicable. In addition, further income tax consequences would have to be taken into account when distributing the profits of a foreign subsidiary. Distributions would therefore generally result in additional tax expenses. Determining the taxable temporary differences would involve a disproportionate amount of effort.

Deferred tax assets and liabilities result from recognition and valuation differences for the following balance sheet positions:

Deferred tax assets and liabilities in EUR thousand

	Assets		Liabilities	
	2025	2024	**2025**	2024
Property, plant and equipment and other intangible assets	823	2,925	13,781	17,830
Goodwill	0	0	28,851	66,136
Other non-current assets	0	0	439	662
Inventories	3,654	3,563	0	16
Trade receivables and other assets	1,750	1,544	387	565
Non-current provisions	4,124	5,053	0	0
Current provisions	612	431	400	224
Financial liabilities	9,652	13,146	0	0
Other liabilities	4,321	4,342	156	11
Fair value of derivative financial instruments	42	110	29	295
Loss carry forwards	5,964	6,502	0	0
Subtotal	**30,942**	**37,616**	**44,043**	**85,739**
Netting	– 23,528	– 30,004	– 23,528	– 30,004
Consolidated balance sheet	**7,414**	**7,612**	**20,515**	**55,735**

Deferred taxes of EUR 0 thousand (EUR 101 thousand) were recognized on the fair value changes of investments recognized directly in equity. Deferred tax assets of EUR 12 thousand (deferred tax liabilities of EUR 185 thousand) on the market value of derivative financial instruments classified as cash flow hedges as well as deferred taxes of EUR 769 thousand (EUR 2,639 thousand) on actuarial gains and losses for the evaluation of pension provisions were recorded with no effect on profit and loss.

Of the deferred tax assets in the amount of EUR 7,414 thousand (EUR 7,612 thousand), EUR 1,025 thousand (EUR 1,309 thousand) relate to companies which generated losses in the year under review or the previous year. The recognition of deferred tax assets is based on the positive results of the rolling 5-year budget of the respective company taking into account the future expectations as well as the specific business development respectively on the loss history in the past.

(16) Inventories in EUR thousand

	2025	2024
Raw materials and supplies	1,994	2,423
Work in progress	1,365	1,516
Finished goods and purchased merchandise	85,669	105,802
Assets for rights from customer returns	1,054	1,156
Payments on account	1,915	1,571
	91,997	**112,468**

An obsolescence reserve of EUR 12,788 thousand (EUR 10,972 thousand) has been made on finished goods and purchased merchandise, taking the expected sell-down period of the inventories into consideration. Intercompany profits of EUR 0 thousand (EUR 22 thousand) were eliminated. The valuation allowance changes included in the cost of materials resulted in an expense of EUR 2,770 thousand (income of EUR 947 thousand), mainly due to one-time effects in inventories.

(17) Trade receivables

Development of allowances on trade receivables in EUR thousand

	2025	2024
Balance at 01/01/	3,336	3,388
Additions	716	675
Release	– 1,892	– 783
Currency translation and other changes	– 128	56
Balance at 12/31/	**2,032**	**3,336**

TAKKT has not capitalized any overdue receivables that are not impaired. Further information on credit risk can be found in Section 4 Risk Management and Financial Instruments.

(18) Current other financial assets in EUR thousand

	2025	2024
Market value of derivative financial instruments	109	796
Bonus claims against suppliers	9,297	9,685
Other	3,495	3,377
	12,901	**13,858**

(19) Current other receivables and assets in EUR thousand

	2025	2024
Other tax receivables	2,074	868
Deferred expenses	5,609	6,241
	7,683	**7,109**

(20) Cash and cash equivalents in EUR thousand

	2025	2024
Checks, cash balances	25	27
Bank balances	14,429	8,104
	14,454	**8,131**

Bank balances comprises funds with a maturity of up to 3 months.

(21) Total equity

Share capital

The fully paid-in share capital of TAKKT AG amounts to EUR 65,610 thousand (EUR 65,610 thousand) as of December 31, 2025, and is divided into 65,610,331 (65,610,331) no-par-value bearer shares with a nominal value of EUR 1.00.

Treasury shares (TAKKT AG)

No use was made during the financial year of the authorization to acquire treasury shares granted by the Annual General Meeting on 18 May 2022 until 17 May 2027.

On the balance sheet date, TAKKT AG held 1,573,006 (1,584,976) treasury shares, corresponding to 2.4 (2.4) percent of the share capital.

The company may use the repurchased shares for all purposes in accordance with the authorization granted. In the financial year 2025, 11,970 (13,980) shares were issued to employees from treasury shares.

Authorized capital

In accordance with the resolution of the Shareholders' Meeting amending the statutes on May 18, 2022, the Management Board is authorized until May 17, 2027, to increase the issued capital by an amount of up to EUR 32,805 thousand (authorized capital) once or several times by issuing new no-par-value bearer shares, taking the subscription rights of the shareholders into account. With the approval of the Supervisory Board, the Management Board is, however, entitled to exclude residual amounts from the shareholders' statutory subscription right. No use was made of this authorization in 2025.

Retained earnings

Retained earnings include earnings contributed by the Group, the consolidation adjustments and related deferred taxes affecting profit as well as the capital reserve of EUR 215,600 thousand (EUR 215,600 thousand), which is shown in the retained earnings with the offset goodwill from the capital consolidation from the spin-off balance sheet in 1999.

Other components of equity in EUR thousand

	Pension provisions	Equity instruments	Cash flow hedges	Tax	Foreign currency reserves	Total
Balance at 01/01/2024	**– 12,382**	**2,530**	**3,337**	**2,435**	**24,576**	**20,496**
Other comprehensive income	2,498	– 1,386	1,418	– 1,304	12,959	14,185
thereof currency translation effects	25	0	– 1	– 3	12,959	12,980
Transfer to retained earnings	0	896	0	0	0	896
Balance at 12/31/2024 / 01/01/2025	**– 9,884**	**2,040**	**4,755**	**1,131**	**37,535**	**35,577**
Other comprehensive income	5,937	– 7,324	– 688	– 1,571	– 18,053	– 21,699
thereof currency translation effects	– 24	0	– 22	12	– 18,053	– 18,087
Transfer to retained earnings	0	654	0	0	0	654
Balance at 12/31/2025	**– 3,947**	**– 4,630**	**4,067**	**– 440**	**19,482**	**14,532**

Dividends

The shareholders have a claim to the unappropriated profits of TAKKT AG, provided that the latter is not excluded from distribution to the shareholders by law or the statutes of the company, by way of a shareholders' resolution or by a restriction on distribution.

The Management Board and the Supervisory Board propose to the Annual General Meeting to distribute a dividend of EUR 0.00 (EUR 0.60) per dividend-bearing share be distributed from the unappropriated profits of EUR 4,161 thousand (EUR 102,935 thousand) for the 2025 financial year and that the amount be carried forward the entire amount to new account.

(22) Non-current and current financial liabilities in EUR thousand

	Remaining term			
	up to 1 year	**1 to 5 years**	**over 5 years**	**12/31/2025**
Liabilities to banks	32,749	60,000	0	92,749
Lease liabilities	15,181	29,135	7,696	52,012
Finance liabilities to affiliated companies	0	0	0	0
Other	758	427	0	1,185
	48,688	**89,562**	**7,696**	**145,946**
thereof long-term (maturity > 1 year)				97,258

	Remaining term			
	up to 1 year	**1 to 5 years**	**over 5 years**	**12/31/2024**
Liabilities to banks	28,344	33,000	0	61,344
Lease liabilities	14,640	34,433	7,740	56,813
Finance liabilities to affiliated companies	2,725	0	0	2,725
Other	113	1,174	0	1,287
	45,822	**68,607**	**7,740**	**122,169**
thereof long-term (maturity > 1 year)				76,347

The remaining terms of the liabilities to banks are equivalent to the terms of the respective utilized financing commitments. Additionally, TAKKT has unused credit lines amounting to EUR 146,433 thousand (EUR 188,154 thousand). Average net financial liabilities for the financial year amounted to EUR 137,562 thousand (EUR 125,165 thousand). Debt was weighted by months.

The liabilities to banks are unsecured. Lease liabilities primarily relate to office and warehouse buildings as well as vehicles. At the reporting date, the item Other includes TAKKT Performance Bonds issued to TAKKT Group executives.

(23) Pension provisions and similar obligations

For many employees of the TAKKT Group, different pension commitments are in place depending on the legal, economic and tax situation of the particular country, which usually take the length of service as well as salary or final salary of the employee into consideration. These include defined benefit as well as defined contribution pension plans that cover retirement, disability and surviving dependents. The pension provisions include obligations from current pensions as well as the present value of obligations for employee benefits payable in the future.

The key defined benefit pension plans that apply to the TAKKT Group relate to German companies and are in place for active and former members of the Management Board, executives and other employees. The resulting obligation is financed mostly through provisions.

Management Board members receive an entitlement for pension and survivors‘ benefits, with an annual contribution amounting to 10 percent of the sum of the basic salary and the target bonus (with target achievement of 100 percent) under the Short Term Incentive Plan. Contributions are only granted as long as the individual is appointed to the Management Board. Interest of 5 percent p.a. is granted for the contributions set aside in the reporting year until the occurrence of the insured event, and 6 percent p.a. for older contributions. An entitlement to retirement benefits commences on the date of retirement, but not before reaching the age of 62. In the case of disability and death, the amount from the pension plan paid out or annuitized is equivalent to what would have been paid if contributions had been made up to the age of 63. Part of this commitment is hedged against insolvency using standard market products on the basis of a contractual trust agreement. The assets held by the trustee are plan assets.

For certain executives, pension commitments are in place that cover benefits upon reaching the age of 65, disability and widow’s / widower’s or orphan’s pension. The annual contribution to the pension plan is 8 percent of the annual fixed income of the respective executive. The German Commercial Code (HGB) reference interest rate of the German Federal Bank is used for the annual interest yield of the respective capital account. Payments are made generally in installments or on request as an annuity. Pension payments are still being made to former members of the Management Board and executives based on a plan that has been discontinued.

For many of the other employees of the German Group companies, there is a pension plan in place that regulates retirement pension upon reaching the age of 65, disability as well as widow’s / widower’s and orphan’s pension. Depending on the completed years of service and the average remuneration of the last 3 work years subject to pension contributions and in accordance with the current valid works agreement, monthly fixed amounts in euros for each year of service will become due at the time of pension payout. The plan is closed to new employees. In addition, specific employees have the option of converting salary into pension contributions. These amounts, which are referred to as deferred compensation, are converted into benefit components and paid out as pension benefits.

In Switzerland, in accordance with the BVG (Bundesgesetz über die berufliche Vorsorge; Swiss Federal Act on Occupational Retirement, Survivors'and Disability Pension Plans), there are defined benefit pension plans for employees and executives, that cover retirement, disability and surviving dependents. The pension plans are financed by contributions from employees and the employer to a pension fund (collective foundation), that represent plan assets. Contributions as a percentage of the pensionable salary vary depending on salary and age. Payments are made annuitized or as a lump sum. To cover the pension claims, the plans are subject to minimum funding requirements from which future additional contribution obligations may arise.

The value of the pension provisions reported in the balance sheet is derived as follows:

Development of pension provisions in EUR thousand

	2025	2024
Present value of funded obligations	17,094	19,259
Present value of unfunded obligations	47,398	50,899
Total present value of obligations	**64,492**	**70,158**
Fair value of plan assets	– 15,601	– 16,597
Pension provision at 31.12.	**48,891**	**53,561**

For the pension plans described above, the following parameters classified as material are applied for the calculation of the present value of obligations:

Parameters in percent

	2025		2024	
	EUR	**CHF**	**EUR**	**CHF**
Actuarial interest rate	4.00	1.10	3.40	0.80
Salary trend	2.75	1.50	2.75	1.50
Pension trend	2.00	0.00	2.00	0.00

The actuarial interest rate is based on high-quality fixed-rate corporate bonds with a rating of at least AA from a recognized rating agency.

The weighted duration of the pension provisions as of December 31, 2025, is 14.8 (16.2) years.

All other commitments are not material and are determined using specific local accounting principles and parameters.

Development of pension provisions in EUR thousand

	Present value of obligation	Fair value of plan assets	Pension provisions
Balance at 01/01/2025	**70,158**	**16,597**	**53,561**
Current service cost	1,888	0	1,888
Past service costs and gains and losses on settlements and curtailments	– 74	0	– 74
Personnel expenses	**1,814**	**0**	**1,814**
Net interest expense	**2,078**	**331**	**1,747**
Actuarial gains (-) / losses (+) arising from changes in demographic assumptions	– 3	0	– 3
Actuarial gains (-) / losses (+) arising from changes in financial assumptions	– 5,366	0	– 5,366
Experience gains / losses	– 2,634	– 2,042	– 592
Changes to other components of equity	**– 8,003**	**– 2,042**	**– 5,961**
Effect of changes in foreign exchange rates	179	149	30
Contributions of plan participants	308	308	0
Contributions of employer	0	514	– 514
Benefit payments	– 2,042	– 256	– 1,786
Other effects	**– 1,555**	**715**	**– 2,270**
Balance at 12/31/2025	**64,492**	**15,601**	**48,891**

	Present value of obligation	Fair value of plan assets	Pension provisions
Balance at 01/01/2024	**71,051**	**16,498**	**54,553**
Current service cost	2,099	0	2,099
Past service costs and gains and losses on settlements and curtailments	0	0	0
Personnel expenses	**2,099**	**0**	**2,099**
Net interest expense	**2,047**	**333**	**1,714**
Actuarial gains (-) / losses (+) arising from changes in demographic assumptions	– 6	0	– 6
Actuarial gains (-) / losses (+) arising from changes in financial assumptions	– 414	0	– 414
Experience gains / losses	684	2,737	– 2,053
Changes to other components of equity	**264**	**2,737**	**– 2,473**
Effect of changes in foreign exchange rates	– 126	– 104	– 22
Contributions of plan participants	302	302	0
Contributions of employer	0	501	– 501
Benefit payments	– 5,479	– 3,670	– 1,809
Other effects	**– 5,303**	**– 2,971**	**– 2,332**
Balance at 12/31/2024	**70,158**	**16,597**	**53,561**

In addition to qualified insurance contracts (EUR 7,838 thousand, prior year EUR 9,486 thousand, without underlying active market), the plan assets contain securities funds (EUR 7,751 thousand, prior year EUR 7,084 thousand, with underlying active market) as well as cash (EUR 12 thousand, prior year EUR 27 thousand, with underlying active market). The plan assets do not include any of the Group's financial instruments or assets used by the Group. Employer contributions to plan assets are expected to come to EUR 530 thousand in 2026.

The following table shows the effect of changes in the parameters classified as significant, which are considered reasonably possible based on historical observations, on the present value of the defined benefit obligations. All other assumptions regarding the original calculation remain unchanged, i.e., possible interactions between the individual assumptions are not taken into account. From the stated sensitivities, no linear development for the defined benefit obligation can be derived in the event of a change in the parameters.

Sensitivity analysis of present value of obligation in EUR thousand

	Present value of obligation	
	2025	2024
Actuarial interest rate		
Increase of 0.5 percentage points	60,189	65,063
Decrease of 0.5 percentage points	69,350	76,082
Salary trend		
Increase of 0.5 percentage points	64,720	70,472
Decrease of 0.5 percentage points	64,277	69,969
Pension trend		
Increase of 0.5 percentage points	66,483	72,820
Decrease of 0.5 percentage points	62,685	67,855
Mortality / Life expectancy		
Increase of 1 year	65,776	71,733
Decrease of 1 year	63,200	68,685

The following table shows the expected future pension benefit payments:

Expected maturity of pension benefits 2025 in EUR thousand

	2026	**2027 – 2030**	**2031 – 2035**
Expected payments	2,496	10,241	18,148

Expected maturity of pension benefits 2024 in EUR thousand

	2025	**2026 – 2029**	**2030 – 2034**
Expected payments	1,695	9,287	17,339

The risks associated with the defined benefit obligations relate to actuarial risks such as longevity as well as financial risks such as market price risks which influence the actuarial interest rate or inflation risks which could have an effect on the development of salary and pension trend. There is no intention to hedge these risks.

Defined Contribution Plans

Statutory pension insurance is an important component of retirement pension planning for most employees, especially in Germany. The employer contributions made to such insurance and recorded under Personnel expenses amounted to EUR 9,219 thousand (EUR 9,567 thousand) during the reporting period. The future level of such expenses largely depends on how the underlying pension insurance systems develop.

Some foreign companies, especially in the United States, have voluntary defined contribution plans for the payment of benefits after termination of employment. Affected US companies pay a pension contribution for their staff to an external fund after a certain time of service. Employer contributions depend on voluntary employee contributions and are limited to up to 4.0 (4.0) percent of the employee's salary. Moreover, there are plans for certain US companies, that can lead to further employer contributions to an external fund depending on the sales development of the respective company. The companies cannot derive any claims from their contribution payments; accordingly there are no plan assets to be capitalized by these companies. Expenses for defined contribution plans amounted to EUR 2,619 thousand (EUR 2,928 thousand) in the year under review.

(24) Non-current other and Current provisions

Development of Non-current other and Current provisions in EUR thousand

	01/01/	Currency translation	Usage	Transfers	Release	Additions	12/31/2025
Personnel obligations	4,018	– 10	– 35	– 2,113	– 72	301	2,089
Other	1,709	– 149	– 154	0	0	532	1,938
Long-term other provisions	**5,727**	**– 159**	**– 189**	**– 2,113**	**– 72**	**833**	**4,027**
Staff bonuses	5,650	– 51	– 5,113	30	– 355	5,614	5,775
Personnel obligations	2,379	– 104	– 1,895	184	– 305	3,756	4,015
Obligations related to partial retirement and anniversary	0	0	– 801	1,899	0	0	1,098
Other	1,289	– 89	– 635	0	0	556	1,121
Short-term provisions	**9,318**	**– 244**	**– 8,444**	**2,113**	**– 660**	**9,926**	**12,009**

Non-current personnel obligations include obligations for partial retirement amounting to EUR 884 thousand (EUR 2,266 thousand) and anniversary amounting to EUR 1,048 thousand (EUR 1,513 thousand). The amount of the provision for partial retirement and anniversary depends largely on various assumptions, in particular the discount rate used, expected salary and wage increases, and assumptions regarding length of service and staff turnover. Changes to these parameters can affect the amount of the provision. The calculation is based on actuarial calculation methods.

The current portion of early retirement part-time working arrangements and jubilee is reported for the first time under current provisions.

The item Other in Non-current other provisions comprises, in particular, deconstruction obligations. These are measured on the basis of the best possible estimate of the scope and costs of restoration, which depends largely on the interpretation of lease obligations and future price developments.

Current personnel obligations exclusively include obligations from severance agreements.

(25) Trade payables and similar liabilities in EUR thousand

	2025	2024
Trade Payables	60,161	56,444
Liabilities from contracts with customers	10,037	14,451
Uninvoiced goods and services	17,054	23,617
	87,252	**94,512**

With regard to trade payables, most of the goods delivered are subject to customary ownership retention rights. Liabilities from contracts with customers contain customer payments on account and obligations from customer loyalty programs.

Liabilities from contracts with customers mainly include customer advance payments of EUR 9,332 thousand (EUR 13,775 thousand). These will result in sales in the following year. Obligations from customer loyalty programs are included at EUR 705 thousand (EUR 676 thousand). These are recognized as sales when the bonus points collected are redeemed by customers, which is expected over the next 2 years.

(26) Current other financial liabilities in EUR thousand

	2025	2024
Expected customer credit notes	2,550	2,531
Bonus liabilities to customers	2,441	2,880
Audit fees	1,549	889
Fair value of derivative financial instruments	146	404
Other	5,884	7,750
	12,570	**14,454**

The item Other mainly includes debtors with credit balances.

Obligations from expected customer credit notes mainly result from refund liabilities.

(27) Current Other liabilities in EUR thousand

	2025	2024
Other tax payables	10,695	9,708
Personnel liabilities	4,064	4,771
Social security contributions	850	892
Other	3,604	3,205
	19,213	**18,576**

The liabilities from other taxes mainly consist of VAT liabilities amounting to EUR 7,667 thousand (EUR 5,812 thousand).

4. RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

In addition to the liquidity and credit risks, in the area of financial risks TAKKT is also exposed to both opportunities and risks from fluctuations in exchange rates and interest rates on international capital markets due to its international presence. The Group's risk management system covers the uncertainties of future development of financial markets accordingly. Derivatives are used to reduce these risks. With this strategy, the risk management system supports the Group's financial performance.

Financial instruments held by TAKKT are assigned to the IFRS 9 categories as follows:

Reconciliation of financial instruments to IFRS 9-categories as of December 31, 2025 in EUR thousand

	Financial instrument category				No IFRS 9 category	Reconciliation to balance sheet	Balance sheet item total
	Debt instruments and derivatives measured at fair value through profit and loss	Equity instruments measured at fair value through other comprehensive income	Financial assets measured at amortized cost	Financial liabilities measured at amortized cost			
Non-current assets							
Debt instruments	1,262	0	0	0	-	-	
Equity instruments	0	2,652	0	0	-	-	
Other	0	0	515	0	-	-	
Other financial assets	1,262	2,652	515	0	0	0	4,429
Current assets							
Trade receivables	0	0	86,576	0	0	0	86,576
Other financial assets	19	0	12,792	0	90	0	12,901
Cash and cash equivalents	0	0	14,454	0	0	0	14,454
Assets	**1,281**	**2,652**	**114,337**	**0**			
Non-current liabilities							
Financial liabilities	0	0	0	60,427	36,831	0	97,258
Current liabilities							
Financial liabilities	0	0	0	33,507	15,181	0	48,688
Trade payables and similar liabilities	0	0	0	77,215	0	10,037	87,252
Other financial liabilities	14	0	0	12,423	133	0	12,570
Liabilities	**14**	**0**	**0**	**183,572**			

Reconciliation of financial instruments to IFRS 9-categories as of December 31, 2024 in EUR thousand

	Financial instrument category				No IFRS 9 category	Reconciliation to balance sheet	Balance sheet item total
	Debt instruments and derivatives measured at fair value through profit and loss	Equity instruments measured at fair value through other comprehensive income	Financial assets measured at amortized cost	Financial liabilities measured at amortized cost			
Non-current assets							
Debt instruments	1,492	0	0	0	-	-	
Equity instruments	0	10,005	0	0	-	-	
Other	0	0	337	0	-	-	
Other assets	1,492	10,005	337	0	0	0	11,834
Current assets							
Trade receivables	0	0	106,926	0	0	0	106,926
Other financial assets	18	0	13,062	0	778	0	13,858
Cash and cash equivalents	0	0	8,131	0	0	0	8,131
Assets	**1,510**	**10,005**	**128,456**	**0**			
Non-current liabilities							
Financial liabilities	0	0	0	34,174	42,173	0	76,347
Current liabilities							
Financial liabilities	0	0	0	31,182	14,640	0	45,822
Trade payables and similar liabilities	0	0	0	80,061	0	14,451	94,512
Other financial liabilities	271	0	0	14,050	133	0	14,454
Liabilities	**271**	**0**	**0**	**159,467**			

The financial instruments in the category Debt instruments and derivatives measured at fair value through profit and loss within non-current assets relates to an investment classified as debt instrument and within current assets and liabilities relates to derivatives which are to be classified as held for trading in accordance with IFRS 9. These derivatives are used exclusively for hedging purposes. These derivatives are used exclusively for hedging purposes.

The equity instruments included in the category Equity instruments measured at fair value through other comprehensive income relate to investments in unlisted companies. They were designated as at fair value through Other comprehensive income as they are held strategically and not for trading.

The column ‘No IFRS 9 category’ includes mainly lease liabilities with a book value of EUR 52,012 thousand (EUR 56,813 thousand) as well as derivatives (cash flow hedges).

The calculation method used for all financial instruments measured at fair value relates to level 3 for the reporting year and the previous year, except for the valuation of derivatives, which is attributable to level 2.

The following overview shows a detailed reconciliation of the financial instruments that are measured at fair value within level 3 on a recurring basis in EUR thousand. The type and price indication of the last financing round are the main unobservable parameters for the investments in unlisted companies included here. The estimated fair value would generally increase (decrease) if the price of the last financing round were higher (lower).

	2025	2024
Balance at 01/01/	**11,497**	**13,333**
Addition	0	0
Fair value change recognized in profit or loss*)	– 230	– 450
Fair value change recognized in other comprehensive income	– 7,324	– 1,386
Disposals	– 29	0
Balance at 12/31/	**3,914**	**11,497**
*) reported in other finance result, thereof unrealized profit or loss relating to those financial instruments held at the reporting date	– 230	– 450

The negative fair value change recognized in Other comprehensive income in the reporting year results from the revaluation of an investment based on an offer to purchase shares from a co-shareholder, which was not accepted. In the previous year, the negative change in fair value recognized in Other comprehensive income resulted from the revaluation of two investments following a financing round. TAKKT no longer participated in these as an investor.

In the year under review, no reclassifications were made between the individual levels.

The book values of all financial instruments not carried at fair value in the balance sheet represent appropriate approximate values for fair values as of the closing date of the reporting period. Significant deviations between book values and fair values can arise with regard to financial liabilities from TAKKT performance bonds.

In this regard, the disclosures for these financial liabilities as of the closing date are as follows:

Financial liabilities by book value and fair value in EUR thousand

	Book Value 12/31/2025	Fair Value 12/31/2025	Book Value 12/31/2024	Fair Value 12/31/2024
Other liabilities	1,185	1,128	1,287	1,355

The fair value is determined using the same method assigned to level 2 as for assets and liabilities that are measured at fair value on a recurring basis applying the discounted cash flow-method.

The net result of the financial instrument categories recognized in the income statement is broken down as follows:

Net result of the financial instruments categories in EUR thousand

	From interest	At fair value	Currency translation	Valuation allowance	2025
Debt instruments and derivatives measured at fair value through profit and loss	0	28	0	0	28
Financial assets measured at amortized cost	186	0	– 1,780	– 487	– 2,081
Financial liabilities measured at amortized cost	– 5,213	0	– 307	0	– 5,520
	– 5,027	**28**	**– 2,087**	**– 487**	**– 7,573**

	From interest	At fair value	Currency translation	Valuation allowance	2024
Debt instruments and derivatives measured at fair value through profit and loss	0	– 1,167	0	0	– 1,167
Financial assets measured at amortized cost	112	0	1,811	– 1,206	717
Financial liabilities measured at amortized cost	– 4,395	0	– 151	0	– 4,546
	– 4,283	**– 1,167**	**1,660**	**– 1,206**	**– 4,996**

Credit risk

TAKKT is exposed to credit risk both from operating business as well as from financial instruments. Credit risk in the operating business results from possible write-offs due to customer default. The possible loss cannot exceed the book value of the receivable from an individual customer. Given the high number of existing customer relationships, the risk can be seen as being comparatively low. As a result of the strong diversification of the customer structure, there is no exceptional concentration of risk in the operating business.

TAKKT uses a two-stage model to determine the expected credit losses on trade receivables. Classification is based on days overdue and the debtor’s creditworthiness.

- Receivables with a maturity of up to 6 months are assigned to level 2 of the impairment model in accordance with IFRS 9. The impairment is calculated using a flat-rate impairment rate derived from the historical default rates of recent years. This method is based on the assumption that there is no significant deterioration in credit quality within this period.
- Receivables that are more than 6 months overdue or are already in debt collection or insolvency proceedings are allocated to level 3. Increased impairment rates are applied to these receivables, which are calculated on the basis of historical experience. These higher rates reflect the increased default risk of such receivables.

The model is based on a combination of historical data, current economic conditions and forward-looking estimates. The applied historical default rates and impairment rates are regularly reviewed and adjusted as needed to ensure they adequately reflect not only past developments, but also current and future macroeconomic developments. This regular review ensures that the impairment model provides a realistic assessment of current credit risks and does not only take past-oriented values into account.

However, a possible prolonged weakening of economic dynamics and high inflationary pressure may lead to higher default risks for TAKKT’s receivables. Due to an intensive receivables management with consistent creditworthiness assessments prior to transactions as well as a stringent dunning process, in the financial year write-offs on trade receivables are very low at 0.2 (0.1) percent of sales and have remained at this level in the past regardless of economic developments.

Risks of write-offs are accounted for by customary ownership retention rights for goods delivered and by creating allowances. Derecognized receivables may still be subject to enforcement measures in individual cases.

A forecast on the development of customers’ creditworthiness is associated with high uncertainties. For the financial year 2026, a deterioration in the payment behaviour of 5customers is generally not expected.

Trade receivables in EUR thousand

	01/01/2025	Currency translation	Changes in scope of consolidation	Other changes	12/31/2025
Nominal value of receivables	110,262	– 5,073	0	– 16,581	88,608
Valuation allowances	– 3,336	128	0	1,176	– 2,032
Book value of receivables	**106,926**	**– 4,945**	**0**	**– 15,405**	**86,576**

	01/01/2024	Currency translation	Changes in scope of consolidation	Other changes	12/31/2024
Nominal value of receivables	118,677	2,603	– 69	– 10,949	110,262
Valuation allowances	– 3,388	– 56	0	108	– 3,336
Book value of receivables	**115,289**	**2,547**	**– 69**	**– 10,841**	**106,926**

The following table shows information on the estimated default risk and the expected credit losses for trade receivables, taking into account the two-stage model applied:

Estimate of expected credit losses as at December 31, 2025

	Nominal value of receivables (in EUR thousand)	**Expected Credit Loss-Allowance** (in EUR thousand)	**Book value of receivables** (in EUR thousand)	**Allowance rate** (in %)
Receivables with portfolio-based impairment	83,812	369	83,443	0.4
Receivables with objective evidence of impairment	4,796	1,663	3,133	34.7
	88,608	**2,032**	**86,576**	**2.3**

Estimate of expected credit losses as at December 31, 2024

	Nominal value of receivables (in EUR thousand)	**Expected Credit Loss-Allowance** (in EUR thousand)	**Book value of receivables** (in EUR thousand)	**Allowance rate** (in %)
Receivables with portfolio-based impairment	103,912	1,362	102,550	1.3
Receivables with objective evidence of impairment	6,350	1,974	4,376	31.1
	110,262	**3,336**	**106,926**	**3.0**

A credit risk also exists for other financial receivables, derivative financial instruments and bank balances. It consists of the risk of default of a contractual partner. For derivative financial instruments, the maximum risk is therefore the amount of the recognized positive fair values less the negative fair values with the same contractual partner.

Since financial transactions are only concluded and maintained with counterparties with good creditworthiness, the actual risk of default can be considered as rather low. Risk concentrations in the finance area are avoided by broadly spreading transactions and deals among a number of banks with good ratings. The banks' creditworthiness is checked continuously.

The risk of default for bonus receivables from suppliers is also considered low, as there is a possibility of recourse to the company's own liabilities to suppliers.

Liquidity risk

Liquidity risk is understood as the risk of not being able to meet payment obligations at any time. The following table lists the contractually agreed interest payments and repayments from original financial liabilities as well as incoming and outgoing payments from derivative financial liabilities and assets at December 31, 2025. There were no financial guarantees. Foreign currency amounts were translated into the reporting currency euro at the respective closing rate at the reporting date.

Maturity analysis as of December 31, 2025 in EUR thousand

	Cash flow 2026	Cash flow 2027	Cash flow 2028 – 2030	Cash flow 2031 – 2035	Cash flow 2036...
Original financial liabilities					
Liabilities to banks	– 32,749	– 30,065	– 30,067	0	0
Lease liabilities	– 17,539	– 15,512	– 17,889	– 7,738	– 1,582
Finance liabilities to affiliated companies	0	0	0	0	0
Trade payables and similar liabilities	– 77,215	0	0	0	0
Other liabilities	– 13,181	– 243	– 188	0	0
Derivative financial liabilities					
Outgoing payments	– 24,976	0	0	0	0
Connected incoming payments	24,829	0	0	0	0

Maturity analysis as of December 31, 2024 in EUR thousand

	Cash flow 2025	Cash flow 2026	Cash flow 2027 – 2029	Cash flow 2030 – 2034	Cash flow 2035...
Original financial liabilities					
Liabilities to banks	– 28,344	0	– 33,108	0	0
Lease liabilities	– 16,359	– 14,497	– 22,982	– 6,331	– 2,431
Finance liabilities to affiliated companies	– 2,725	0	0	0	0
Trade payables and similar liabilities	– 80,061	0	0	0	0
Other liabilities	– 14,163	– 618	– 720	0	0
Derivative financial liabilities					
Outgoing payments	– 70,254	0	0	0	0
Connected incoming payments	69,850	0	0	0	0

TAKKT has considerable unused short- and long-term credit lines with a number of German and international banks amounting to EUR 146,433 thousand (EUR 188,154 thousand). Thus, the liquidity risk resulting from the maturities is largely negligible.

Market price risk

The term ‘market price risk’ relates to the risk that the fair value or the future cash flows of a financial instrument change due to fluctuations in market prices. In the case of TAKKT, market price risk mainly comprises currency and interest rate risks. In the following paragraphs, for each type of risk, the financial instruments on the books at the reporting date will be described in detail.

The following sensitivity analyses of market price risks show which effects on profits and equity there would have been if financial instruments recorded at the closing date had been affected by hypothetical changes in different relevant risk variables. The assumption is that the volume of financial instruments at the closing date was representative for the full year and that the assumed changes in risk variables at the closing date were reasonable.

Currency risk

The table below shows the hedged nominal volumes and the market values of the respective currency hedges. As in the previous year, contracts have maturities of up to one year. No netting of currency derivatives was undertaken. Global netting agreements, which provide for the offsetting of mutual receivables and liabilities existing at that time in the event of default, existed for derivative financial instruments with a market value of EUR 66 thousand (EUR 152 thousand).

Currency hedging in EUR thousand

	Nominal value		Market value	
	2025	2024	**2025**	2024
Assets				
Currency derivatives designated as cash flow hedges	14,754	33,699	90	778
Currency derivatives without hedge accounting	6,087	4,630	19	18
Liabilities				
Currency derivatives designated as cash flow hedges	6,053	8,609	– 133	– 133
Currency derivatives without hedge accounting	18,778	61,218	– 14	– 271
	45,672	**108,156**	**– 38**	**392**

Currency derivatives designated as cash flow hedges

TAKKT is exposed to currency risks because a limited volume of purchases and sales of products and services (less than 10 percent of consolidated sales) is in different currencies. The expected net foreign currency cash flows within the TAKKT Group are hedged using forward foreign exchange contracts for a period of 12 months at an average of 50 percent on a rolling basis. The existence of an economic hedging relationship is documented and the effectiveness of the hedging relationship is assessed prospectively. The critical terms match method is used for currency hedges, as the currencies, terms and amounts for the planned transactions and forward exchange transactions are closely aligned. The currency instruments can be designated as effective cash flow hedges and were not associated with any significant ineffectiveness until the balance sheet date. Exchange rate differences of the underlying currencies impact other components of equity through changes in the fair value of the hedge instruments. They are therefore considered in equity-related sensitivity calculations.

In the 2025 financial year, losses after deferred taxes totaling EUR 30 thousand (gains of EUR 460 thousand) resulting from changes in the fair values of foreign exchange derivatives were recorded in Other comprehensive income without affecting profit. These changes in valuation represent the effective part of the hedge relationship. In addition, gains of EUR 446 thousand (losses of EUR 538 thousand) recorded in Other comprehensive income were transferred to the statement of income (under Other operating expenses). With the payments taking place within the next 12 months, TAKKT expects that losses recorded in Other comprehensive income amounting to EUR 30 thousand after deferred taxes will be transferred to the statement of income.

Broken down by currency, the hedging instruments designated as cash flow hedges have the following maturities:

Nominal volume of hedging instruments in EUR thousand

	2025		2024	
	Cash flow 2026	**Cash flow 2027...**	**Cash flow 2025**	**Cash flow 2026...**
CAD	1,709	0	5,452	0
CHF	7,601	0	15,544	0
CZK	498	0	1,243	0
DKK	531	0	555	0
GBP	3,736	0	8,840	0
HUF	936	0	1,331	0
NOK	913	0	786	0
PLN	249	0	800	0
RON	520	0	832	0
SEK	991	0	909	0
USD	– 3,123	0	– 6,016	0

The average hedging rates are 0.9199 (0.9219) EUR/CHF, 1.1654 (1.0913) EUR/USD and 0.8706 (0.8471) EUR/GBP.

Currency derivatives without hedge accounting

Intercompany loans involving more than one currency are hedged with forward foreign exchange contracts. This locks in prices for intercompany financing transactions. Accordingly, the Group is not exposed to any risk from exchange rate movements. While the individual company can establish a relationship between the derivative instrument and the underlying transaction, the underlying transaction is eliminated in the context of the Group's debt consolidation. From the Group's perspective, the derivative is therefore no longer used for hedging purposes. Fluctuations in exchange rates in the underlying currencies trigger changes in market values with regard to the derivatives and the related intercompany loans causing counteracting changes in Other finance result and are therefore included in the profit-based sensitivity calculation.

As operating transactions at the level of the individual companies are generally carried out in the respective functional currency, there are only a small number of foreign currency receivables or liabilities against third parties. These may be hedged economically in the form of forward foreign exchange transactions. The resulting foreign currency risk is correspondingly low.

Fluctuations in exchange rates of the underlying currencies lead in receivables or payables as well as in any associated derivatives to counteracting fluctuations in profit through changes in market value and are included in the profit-based sensitivity calculation.

No fair value hedge accounting is applied for these economic hedges.

The following table lists the effects of a theoretical change in the EUR / CHF, EUR / USD and EUR / GBP exchange rates on the profit before tax as well as on equity at the reporting date. Other exchange rate fluctuations have no material effect on profit or equity. Influences on the balance sheet and consolidated statement of comprehensive income resulting from the translation of separate financial statements into the reporting currency euro (known as translation risks) are not included.

Sensitivity analysis for currency fluctuations in EUR thousand

12/31/2025	Increase / decrease	Effect on profit before tax	Effect on shareholders' equity without impact on profits
EUR / CHF	+10 %	– 1,607	+759
EUR / CHF	– 10 %	+1.607	– 759
EUR / USD	+10 %	+116	– 309
EUR / USD	– 10 %	– 116	+309
EUR / GBP	+10 %	+389	+369
EUR / GBP	– 10 %	– 389	– 369

12/31/2024	Increase / decrease	Effect on profit before tax	Effect on shareholders' equity without impact on profits
EUR / CHF	+10 %	– 1.886	+1.548
EUR / CHF	– 10 %	+1.886	– 1.548
EUR / USD	+10 %	+112	– 591
EUR / USD	– 10 %	– 112	+591
EUR / GBP	+10 %	+298	+865
EUR / GBP	– 10 %	– 298	– 865

Interest rate risk

As part of its hedging policy, TAKKT aims for a hedging ratio of 60 to 80 percent of the total financing volume for interest rate risks.

In addition to financing via lease liabilities, which are not subject to interest rate risk, the TAKKT Group finances itself primarily via bilateral credit lines, which are generally utilised on a revolving basis with a short-term fixed interest rates and are therefore subject to interest rate risk.

Due to the short-term utilisations, TAKKT has the flexibility to use the free cash flow to reduce these bank liabilities and thus also to reduce the interest rate risks.

As a result, these utilisations were not hedged using interest rate swaps in the financial year and in the previous year.

Floating rate financial instruments are included in the profit-related sensitivity calculation since interest rate changes affect the financial result.

Non-interest-bearing financial instruments (e. g. trade receivables and payables) are generally not subject to interest rate risks. Only if changes in market interest rates have an influence on financial instruments recognized at fair value they are considered in the sensitivity calculation.

The following table lists the sensitivity of the profit before tax and equity in case of a theoretical change in the level of market interest rates relating to the financial instruments at the closing date which would have been exposed to such a change in the interest rate level. Fluctuations in interest rates in currency areas other than those shown do not have a significant impact on the profit or equity. Financial instruments with a fixed interest rate and a remaining term of less than one year are included in the analysis. It is assumed, that the level is representative for the whole year and that the assumed change of the market interest level was possible.

Sensitivity analysis for interest rate fluctuations in EUR thousand

12/31/2025	Increase / decrease in basis points	Effect on profit before tax	Effect on shareholders' equity without impact on profits
EUR	+100/– 100	– 841/+841	– 42/+42
CHF	+100/– 100	+5 / – 5	+26/– 26
USD	+100/– 100	– 27/+27	– 14/+15
GBP	+100/– 100	+39/– 39	+11/– 11

12/31/2024	Increase / decrease in basis points	Effect on profit before tax	Effect on shareholders' equity without impact on profits
EUR	+100/– 100	– 544/+544	– 107/+107
CHF	+100/– 100	+13/– 13	+68/– 68
USD	+100/– 100	– 3 / +3	– 43/+44
GBP	+100/– 100	– 34/+34	+35/– 35

5. OTHER NOTES

Notes to the consolidated statement of cash flows

The statement of cash flows has been derived from the consolidated financial statements of the TAKKT Group and prepared in accordance with IAS 7 – Statement of Cash Flows. It shows changes in cash and cash equivalents during the financial year on the basis of cash transactions. Cash flows are reported separately according to source and application of funds into operating, investing, and financing activities. The Cash flow from operating activities is presented using the indirect method, while the cash flow from investing and financing activities is presented using the direct method.

Capital expenditure relates mainly to maintenance, expansion and modernization of the business. The cash inflows from the disposal of property, plant and equipment and intangible non-current assets mainly resulted from the sale of office properties.

Cash flow from operating activities declined significantly to EUR 30,858 thousand (EUR 93,863 thousand). In 2025, TAKKT continued its measures to improve the cash conversion cycle by optimizing net working capital. Despite the high release of net working capital in the previous year, the Group still achieved a cash inflow of TEUR 23,680 (TEUR 53,567) in the past financial year. The reduction in inventories resulted in TEUR 9,373 (TEUR 18,790) and the decrease in trade receivables in TEUR 14,937 (TEUR 9,635). In the previous year, the cash inflow (EUR 27,333 thousand) was also generated from the increase in trade payables and similar liabilities. The higher release of net working capital thus compensated for part of the negative cash flow effect from the lower EBITDA.

The cash flow from operating activities includes interest receipts of EUR 293 thousand (EUR 112 thousand) and interest payments of EUR 7,492 thousand (EUR 6,325 thousand). In 2025, income taxes of EUR 5,878 thousand (EUR 7,598 thousand) were paid.

Cash flow from financing activities includes payments from transactions with owners as well as payments from changes in financial liabilities. The transactions with owners are related to the distribution of dividends to the shareholders of the TAKKT AG in the amount of EUR 38,422 thousand (EUR 64,628 thousand), the share buy-back with EUR 0 thousand (EUR 8,516 thousand) and the issue of employee shares totalling to EUR 61 thousand (EUR 139 thousand). The cash-effective changes of the financial liabilities concern the incoming and outgoing payments in order to borrow or repay financial liabilities.

The following table shows both the cash and non-cash changes in financial liabilities in EUR thousand:

	01/01/2025	Payment effective change	Non-cash change			12/31/2025
			Currency translation	Additions leasing	Other	
Liabilities to banks	61,344	37,237	– 5,832	0	0	92,749
Lease liabilities	56,813	– 13,638	– 3,259	12,077	19	52,012
Finance liabilities to affiliated companies	2,725	– 2,725	0	0	0	0
Other	1,287	– 113	0	0	11	1,185
	122,169	**20,761**	**– 9,091**	**12,077**	**30**	**145,946**

	01/01/2024	Payment effective change	Non-cash change				12/31/2024
			Currency translation	Additions leasing	Changes in scope of consolidation	Other	
Liabilities to banks	45,906	11,484	3,954	0	0	0	61,344
Lease liabilities	57,669	– 14,655	1,638	14,681	– 260	– 2,260	56,813
Finance liabilities to affiliated companies	6,154	– 3,429	0	0	0	0	2,725
Other	1,870	– 633	0	0	0	50	1,287
	111,599	**– 7,233**	**5,592**	**14,681**	**– 260**	**– 2,210**	**122,169**

Cash and cash equivalents include checks, cash on hand and bank balances with a term of up to 3 months and comprise the balance sheet item Cash and cash equivalents. These were not netted off against short-term financial liabilities. The cash and cash equivalents are not subject to any restrictions on disposal.

Notes to the consolidated segment reporting

Consolidated segment reporting 2025 in EUR thousand

	Industrial & Packaging	Office Furniture & Displays	Food-services	Segments total	Other	Consoli-dation	Group total
Sales to third parties	561,045	197,152	206,079	964,276	0	0	964,276
Inter-segment sales	6	0	0	6	0	– 6	0
Segment sales (nominal)	561,051	197,152	206,079	964,282	0	– 6	964,276
Currency effects	– 1,324	8,364	8,334	15,374	0	0	15,374
Segment sales (organic)	559,727	205,516	214,413	979,656	0	– 6	979,650
Organic development of sales	– 5.1 %	– 10.4 %*	– 6.6 %	– 6.6 %			– 6.6 %*
Gross margin	234,074	83,184	51,429	368,687	0	0	368,687
in % of sales	41.7 %	42.2 %	25.0 %	38.2 %			38.2 %
EBITDA	33,405	9,366	– 4,655	38,116	– 18,289	0	19,827
in % of sales	6.0 %	4.8 %	– 2.3 %	4.0 %			2.1 %
Adjustments	9,777	1,232	3,194	14,203	2,274	0	16,477
EBITDA adjusted	43,182	10,598	– 1,461	52,319	– 16,015	0	36,304
in % of sales	7.7 %	5.4 %	– 0.7 %	5.4 %			3.8 %
Free Cashflow	30,932	6,222	– 1,324	35,830	– 25,525	0	10,305
Segment assets	557,319	99,432	78,822	735,573	161,848	– 181,047	716,374
investment in non-current assets	– 5,907	– 970	– 1,834	– 8,711	– 262	0	– 8,973

* To determine the organic revenue growth, the previous year's nominal revenue must be reduced by the effects of portfolio changes amounting to EUR 4,570 thousand.

The most important management indicators for the TAKKT Group are the key financial figures of organic revenue growth, gross profit margin, adjusted EBITDA margin and free cash flow.

The adjustments line item includes one-time expenses in personnel expenses of EUR 9,087 thousand (EUR 12,129 thousand) and gross profit of EUR 2,519 thousand (EUR 194 thousand). In addition, the line item Adjustments includes other negative effects amounting to EUR 4,871 thousand (EUR 4,754 thousand).

Free cash flow is calculated as follows (in EUR thousand):

	2025	2024
Cash flow from operating activities	**30,858**	**93,863**
Capital expenditure on Property, plant and equipment and intangible assets	– 8,973	– 11,851
Proceeds from disposal of Property, plant and equipment and intangible assets	2,058	700
Repayments of Lease liabilities	– 13,638	– 14,655
Free Cashflow	**10,305**	**68,057**

Consolidated segment reporting 2024 in EUR thousand

	Industrial & Packaging	Office Furniture & Displays	Food-services	Segments total	Other	Consoli-dation	Group total
Sales to third parties	589,504	233,841	229,545	1,052,890	0	0	1,052,890
Inter-segment sales	14	15	0	29	0	– 29	0
Segment sales (nominal)	589,518	233,856	229,545	1,052,919	0	– 29	1,052,890
Currency effects	– 4,003	191	336	– 3,476	0	0	– 3,476
Segment sales (organic)	585,515	234,047	229,881	1,049,443	0	– 29	1,049,414
Organic development of sales	– 13.0 %	– 16.9 %	– 19.5 %	– 15.4 %			– 15.4 %
Gross margin	252,656	100,666	60,551	413,873	0	0	413,873
in % of sales	42.9 %	43.0 %	26.4 %	39.3 %			39.3 %
EBITDA	62,686	12,739	– 617	74,808	– 19,118	0	55,690
in % of sales	10.6 %	5.4 %	– 0.3 %	7.1 %			5.3 %
Adjustments	6,847	2,843	763	10,453	6,624	0	17,077
EBITDA adjusted	69,533	15,582	146	85,261	– 12,494	0	72,767
in % of sales	11.8 %	6.7 %	0.1 %	8.1 %			6.9 %
Free Cashflow	61,697	14,786	17,871	94,354	– 26,297	0	68,057
Segment assets	620,987	183,834	260,300	1,065,121	309,134	– 451,522	922,733
Investment in non-current assets	8,391	1,939	1,092	11,422	429	0	11,851

Consolidated segment reporting by geographical region 2025 of the TAKKT Group in EUR thousand

	Germany	Europe without Germany	USA	Other	Group total
Sales to third parties	193,445	382,638	372,907	15,286	964,276
Non-current assets*	339,069	68,009	81,073	82	488,233

* Non-current assets excluding financial instruments and deferred tax assets.

Consolidated segment reporting by geographical region 2024 of the TAKKT Group in EUR thousand

	Germany	Europe without Germany	USA	Other	Group total
Sales to third parties	215,843	393,741	427,788	15,518	1,052,890
Non-current assets*	347,720	70,962	231,264	38	649,984

* Non-current assets excluding financial instruments and deferred tax assets.

Within the scope of segment reporting under IFRS 8 – Operating Segments, the activities of the TAKKT Group are broken down according to the organizational structure. The breakdown is carried out according to the management approach. Correspondingly, segment reporting is presented on the basis of internal reporting to the Management Board of TAKKT AG as the chief operating decision maker. The reportable segments follow the organizational structure and correspond to the focus on 3 business models for 3 product categories and sales markets. The fundamental segment result for controlling purposes is the EBITDA.

The Group addresses the market through the following 3 segments: Industrial & Packaging, Office Furniture & Displays and Foodservices. Each segment has a focused product portfolio that is primarily focused on a specific working environment. TAKKT AG coordinates and is responsible for supporting group functions such as IT, logistics, HR and finance.

Segment reporting uses the same accounting standards as the consolidated financial statements. Intra-group transfers are valued at internal prices calculated on the basis of the cost-plus method and checked for plausibility using an arm's-length comparison wherever possible. This cost-plus method complies with OECD (Organization for Economic Co-operation and Development) principles. The same system was used in the previous year.

Investment in non-current segment assets comprises additions to Property, plant and equipment, to Other intangible assets and to long-term financial assets.

The product portfolio of the **Industrial & Packaging** segment is focused on the working environment of the factory floor or warehouse in the manufacturing industry and logistics. This includes the following mainly European sales brands:

Kaiser+Kraft, Gerdmans and Runelandhs, which offer products for transportation, plant, warehouse and office equipment in more than 20 countries in Europe. Customers include industrial enterprises as well as companies from the areas of service and retail and public bodies.

As packaging specialists, Ratioform and Davpack offer different articles in 6 European countries for companies in different industries.

OfficeFurnitureOnline and BiGDUG offer office furniture and equipment such as desks, chairs, cabinets or workbenches to small and medium-sized companies, especially in Great Britain.

The product portfolio of the **Office Furniture & Displays** segment is geared towards the working world of service providers. This includes, for example, office equipment for everyday use in the company or for work at home. This includes the following brands, which are mainly active in the USA:

National Business Furniture and OfficeFurniture.com offer products in the area of office equipment. In addition to companies, its customers include government agencies, the health care sector, schools and churches.

Displays2go offers approximately 13,000 merchandising products in the US, including advertising banners, digital display stands, mobile trade show booths and stand-up displays.

The product portfolio of the **Foodservices** segment is geared towards the working world of hotels, restaurants and catering. The segment offers, among other things, products that are required for the preparation and presentation of food and groceries. This includes the following brands with a focus on North America:

Hubert, Retail Resource and Central Restaurant Products sell equipment for the food service sector and food retailers. The customers include large canteens, catering businesses and restaurant operators.

XXLhoreca, based in the Netherlands, is a specialized e-commerce retailer in catering equipment and mainly supplies hotels, restaurants, canteens and catering companies.

The segment reporting's column **Other** discloses TAKKT AG, in which the key functions of the Group are concentrated, TAKKT America Holding, TAKKT CC, TAKKT Hungary Kft. and TAKKT Group Magyarország Kft., as well as TAKKT Beteiligungsgesellschaft with its investments in start-ups, which do not satisfy the definition of a reportable segment according to IFRS 8.

Geographical information
Sales to third parties are allocated according to customer location; non-current assets are allocated according to where the owning unit is located.

No single external customer contributed 10 percent or more to sales in financial year 2025 or the previous year.

Leasing

Book values in connection with leases in EUR thousand

	12/31/2025	12/31/2024
Recognized under property, plant and equipment		
Land, buildings and similar assets	41,462	45,805
Plant, machinery and equipment	374	530
	41,836	**46,335**
Recognized under financial liabilities		
Non-current lease liabilities	36,831	42,173
Current lease liabilities	15,181	14,640
	52,012	**56,813**

Additions to right-of-use assets for financial year 2025 amounted to EUR 12,077 thousand (EUR 14,566 thousand). Of this amount, EUR 11,915 thousand (EUR 14,420 thousand) related to additions to right-of-use assets for buildings and EUR 162 thousand (EUR 146 thousand) to additions to right-of-use assets for vehicles.

Income and Expenses in connection with leases in EUR thousand

	2025	2024
Scheduled depreciation of right-of-use assets for land, buildings and similar assets	12,777	13,036
Scheduled depreciation of right-of-use assets for plant, machinery and equipment	293	387
Impairment of right-of-use assets	1,026	63
Interest expenses of lease liabilities	2,549	2,911
Expenses for variable lease payments not included in lease liabilities	0	35
Expenses for short-term leases (12 months or less, other than real estate)	838	636
Expenses for leases of low-value assets, excluding short-term leases	35	217
Expenses	**17,518**	**17,285**
Income from sub-leasing of rights of use	63	273
Income	**63**	**273**

Total lease payments in 2025 amounted to EUR 17,060 thousand (EUR 18,454 thousand).

Payments for variable lease liabilities as well as payments for short term and low value leases of EUR 873 thousand (EUR 888 thousand) and interest payments on lease liabilities of EUR 2,549 thousand (EUR 2,911 thousand) are recognized in cash flow from operating activities. The repayment of lease liabilities of EUR 13,638 thousand (EUR 14,655 thousand) is recognized in cash flow from financing activities.

TAKKT leases various office and warehouse buildings as well as vehicles. Lease agreements are generally concluded for fixed periods of between 12 months and 10 years but may include extension and termination options. As of December 31, 2025, possible future cash outflows of EUR 45,664 thousand (EUR 48,522 thousand) were not taken into consideration for the measurement of lease liabilities as it is not reasonably certain that these leases will be extended respectively termination options will not be exercised. The future obligations arising from leases already concluded but not commenced as of December 31, 2025, amounts to EUR 524 thousand (EUR 3,948 thousand).

Contingent liabilities and receivables
As in prior year, material contingent liabilities and receivables do not exist.

Capital management
The overriding goal of the TAKKT Group's capital management is to optimize and maintain a solid capital structure in order to secure the necessary flexibility and scope for value-adding investments. Total equity and net financial liabilities constitute the basic values for the capital management. Capital management methods mainly include instruments such as dividend payments and measures relating to equity and debt financing. TAKKT is not subject to any external minimum capital requirements.

The capital structure is assessed using internally established covenants. TAKKT has set internal limits for each of these key figures. For each of these key figures, TAKKT has internally determined thresholds. The Group's total equity ratio target is between 30 and 60 percent. For gearing, the long-term target is below 1.5. The target for the debt repayment period is less than 5 years. For the interest cover ratio, another index for the company's financial stability, the aim is a figure above 4. The Management Board is regularly informed about the development of these key figures.

Sale of a subsidiary
In the previous year, 100% of the shares in the German Group company Mydisplays GmbH, Burscheid, in the Office Furniture & Displays segment were sold to Towergroup GmbH, Würzburg. Including the cash and cash equivalents of EUR 6 thousand held by the sold company, the cash amount for the sale was EUR 109 thousand. As a result of the sale, assets of EUR 2,474 thousand and liabilities of EUR 931 thousand were removed from the balance sheet as at December 31, 2024. The deconsolidation expense recognized in other operating expenses in 2024 amounted to EUR 1,428 thousand.

Events after the reporting period
Since 28 February 2026, there have been armed conflicts between Israel and the USA on the one hand and Iran on the other, which have also affected neighbouring countries. TAKKT is a global group, but its operations in Iran and neighbouring countries are very limited. Nevertheless, management is monitoring the impact of the conflict on the macroeconomic environment in Europe and the USA. The effects on procurement costs and delivery times are also being continuously monitored. A reliable quantification of the impact is not currently possible.

Staff participation model
Executives of the TAKKT Group have the option of subscribing for TAKKT Performance Bonds. The term of the TAKKT Performance Bonds is 5 years. Premature termination is only permitted in specific cases. The interest rate of the subordinated TAKKT Performance Bonds is calculated annually. It includes a basic interest yield plus a subordination premium, plus a positive respectively minus a negative TAKKT value added spread. The minimum yield is 0 percent per annum. The maximum yearly yield is capped at 12 percent. The TAKKT value added is defined as the difference between the operating profit after tax generated by the company and the cost of capital on the average capital employed. The profit after taxes is defined as EBIT (adjusted for amortization and impairment of intangible assets from the acquisition of companies), reduced or increased by the Income tax expense / income and increased by the Other financial result.

The TAKKT Performance Bonds amount to EUR 1,185 thousand (EUR 1,287 thousand) and are disclosed as Other under Financial liabilities. An interest expense of EUR 11 thousand (EUR 50 thousand) was posted in the year under review. In the reporting years 2020 and 2025, the subscription option was suspended.

Additionally, German employees had again the opportunity to purchase employee shares in the year under review. Shares were sold to employees for this purpose in spring 2025. In total, 11,970 (13,980) shares were acquired by 248 (305) employees. This corresponds to a participation of 21.5 (24.1) percent of all eligible persons.

German corporate governance code

The declaration on the recommendations made by the Government Commission of the German Corporate Governance Code required under section 161 AktG was issued as of December 31, 2025, and made available to the shareholders on the website of TAKKT AG at https://www.takkt.de/investoren/corporate-governance/entsprechenserklaerung.

Related entities transactions

Related entities in the sense of IAS 24 – Related Party Disclosures include the majority shareholder Franz Haniel & Cie. GmbH, Duisburg / Germany (including its subsidiaries and associated companies). Related-party transactions mainly relate to ongoing delivery and settlement transactions and service contracts with Franz Haniel & Cie. GmbH, Duisburg / Germany, and its subsidiaries. By participating in Haniel Group’s cash management system, TAKKT Group benefited from potential economies of scale until September. All transactions with related entities are contractually agreed and performed on terms that are customary for transactions with third parties.

Related entity transactions in EUR thousand

	Franz Haniel & Cie. GmbH		Group companies of Haniel Group		Total	
	2025	2024	**2025**	2024	**2025**	2024
Turnover / Other income	0	0	242	315	242	315
Cost of Sales / Other expenses	786	773	448	437	1,234	1,210
Interest and similar expenses	0	0	67	109	67	109
Short-term receivables	0	0	10	24	10	24
Short-term payables	0	0	14	3,652	14	3,652

TAKKT has relationships in the normal course of the business with numerous entities that are also customers and / or suppliers.

Related persons transactions

Related persons in the sense of IAS 24 include the Management and Supervisory Boards of TAKKT AG and the Management Board members of the majority shareholder Franz Haniel & Cie. GmbH, Duisburg / Germany, (including any and all persons related to these Boards). Related-party transactions mainly relate to service contracts with the members of TAKKT AG's Management Board. All transactions with related persons are contractually agreed and performed on terms that are customary for transactions with third parties.

Management Board

The remuneration of the members of the Management Board of TAKKT AG serving during the financial year, pursuant to Section 314 of the German Commercial Code (HGB), totaled to EUR 1,706 thousand (EUR 1,682 thousand). Of this amount, EUR 1,053 thousand (EUR 873 thousand) is attributable to non-performance-related components, i.e. short-term fixed remuneration. EUR 653 thousand (EUR 809 thousand) is attributable to performance-related components. Of the performance-related components, EUR 0 thousand (EUR 523 thousand) is attributable to short-term variable performance-related remuneration. EUR 653 thousand (EUR 286 thousand) relates to the LTIP (Long Term Incentive Plan). The LTIP is a virtual performance share plan, presented as share-based remuneration with equity settlement at the fair value of the performance cash plan set up in the respective financial year at the time it is granted. In the previous year, the LTIP was a performance cash plan, presented as share-based remuneration with cash settlement at the fair value of the performance cash plan set up in the respective financial year at the time it is granted. Members of the Executive Board are granted a long-term incentive plan each year and paid out in shares (performance share plan) or cash (performance cash plan) after a period of 4 years, depending on target achievement. The number of shares depends on the achievement of 2 financial performance targets: the average return on capital employed (ROCE) and the cumulative net income for the year over a 3-year performance period followed by a 1-year holding period. The amount of the cash payment depends exclusively on the development of the total shareholder return (TSR) over the term of the 4-year plan. The performance plans are classified and accounted for as equity-settled or cash-settled share-based payment transactions in accordance with IFRS 2.

In accordance with IFRS 2, the total expense or income for the performance plans comprises the fair value of the entitlement earned in the respective financial year of issuance plus the change in value of entitlements already earned under the performance plans of previous years. The performance cash plan liabilities are remeasured at each reporting date and at the settlement date. The measurement is based on the expected development of the relevant performance factors. The income from the valuation of the performance plans amounted in the reporting year to EUR 0 thousand (in the previous year income of EUR 969 thousand). The fair value of the 2022, 2023, 2024 and 2025 performance plans (2021, 2022, 2023 and 2024) amounted to EUR 0 thousand (EUR 0 thousand) as of the reporting date.

Expenses of EUR 222 thousand (EUR 165 thousand) relate to post-employment benefits. As of the reporting date, the defined benefit obligation amounted for the members of the Management Board to EUR 168 thousand (EUR 154 thousand).

For termination benefits, EUR 449 thousand (EUR 2,131 thousand) were recognized in the income statement.

As of December 31, 2025, the Management Board members held 120,00 (41,477) shares in TAKKT AG at a fair value of EUR 444 thousand (EUR 319 thousand). There are liabilities to the members of the Management Board from TAKKT Performance Bonds of EUR 0 thousand (EUR 47 thousand). In addition, there are pension obligations to the members of the Management Board from the voluntary conversion of part of the target achievement into a pension plan (i.e., deferred compensation) in the amount of EUR 0 thousand (EUR 255 thousand). Neither in the financial year nor in the previous year were voluntarily contributions from the STIP target achievement allocated to this plan by the Management Board members.

Remuneration granted to former members of the Management Board of TAKKT AG and their surviving dependents in 2025 amounted to EUR 394 thousand (EUR 391 thousand). Pension provisions for former members of the Management Board and their surviving dependents totaled to EUR 21,268 thousand (EUR 20,789 thousand) as of December 31, 2025.

Supervisory Board

Remuneration paid to the TAKKT AG Supervisory Board amounted to EUR 490 thousand (EUR 490 thousand), of which EUR 431 thousand (EUR 431 thousand) were for activities in relation to the Supervisory Board, EUR 59 thousand (EUR 59 thousand) for activities in relation to the committees. The member of the works council on the Supervisory Board is also entitled to a regular salary as set out in his employment contract which represents an appropriate remuneration for his function respectively work in the Company. The compensation of the Supervisory Board is purely a fixed compensation. Of the claims granted, EUR 119 thousand (EUR 490 thousand) were still recorded as liabilities as of the end of the reporting period. Neither as of December 31, 2025 nor as of the reporting date of the previous year, the Supervisory Board members held shares in TAKKT AG.

Number of employees

The average number of employees in the TAKKT Group is broken down as follows:

	2025	2024
Division		
Industrial & Packaging	1,447	1,531
Office Furniture & Displays	357	425
Foodservices	335	346
Other	61	63
	2,200	**2,365**

Fees for Group Auditor in EUR thousand

	2025	2024
Audit services	1,740	1,370
Other assurance services	28	146
Other services	0	15
	1,768	**1,531**

The following fees were recognized as expenses for the services provided by the global network of Deloitte and Deloitte GmbH Wirtschaftsprüfungsgesellschaft (in EUR thousand):

	Deloitte	thereof Deloitte GmbH WPG	Deloitte	thereof Deloitte GmbH WPG
	2025	**2025**	2024	2024
Audit services	1,740	825	1,370	522
Other assurance services	28	28	146	146
Other services	0	0	15	15
	1,768	**853**	**1,531**	**683**

The fees for audit services mainly include fees for the audit of the consolidated financial statements and the audit of the financial statements of TAKKT AG and its subsidiaries. It also includes the fee for the formal audit of the remuneration report in accordance with section 162 AktG.

The other assurance services included services in connection with the EMIR Regulation.

Declaration of shareholders' holdings

Outside the reporting requirements of the German Securities Trading Act (WpHG), Franz Haniel & Cie. GmbH, Duisburg, voluntarily notified us in January 2026 that it owned 65.0 (65.0) percent of the no-par-value bearer shares with voting rights in the share capital of TAKKT AG as of December 31, 2025.

Utilization of simplification provisions

The simplification provisions pursuant to section 264 (3) of the German Commercial Code (HGB) were applied to the following companies included in the consolidated financial statements:

TAKKT Industrial & Packaging GmbH, Stuttgart
KAISER+KRAFT GmbH, Stuttgart
TAKKT Fulfillment GmbH, Pliening
BEG GmbH, Stuttgart
TAKKT Beteiligungsgesellschaft mbH, Stuttgart
TAKKT CC GmbH, Stuttgart
TAKKT WFC GmbH, Stuttgart

Subsidiaries within TAKKT AG, Stuttgart, as of December 31, 2025

TAKKT AG, Stuttgart, described as number 1 in the following overview, holds interests in the following companies:

No.	Group companies	held by no.	interest %
2	TAKKT CC GmbH, Stuttgart / Germany	1	100.00
3	TAKKT WFC GmbH, Stuttgart / Germany	1	100.00
4	TAKKT Industrial & Packaging GmbH, Stuttgart / Germany	1	100.00
5	KAISER+KRAFT GmbH, Stuttgart / Germany	4	100.00
6	KAISER+KRAFT Gesellschaft m.b.H., Salzburg / Austria	4	100.00
7	KAISER+KRAFT N.V., Brüssel / Belgium	4/15	50.00/50.00
8	KAISER+KRAFT AG, Steinhausen / Switzerland	4	100.00
9	KAISER+KRAFT s.r.o., Prague / Czech Republic	4	100.00
10	KAISER+KRAFT S.A., Barcelona / Spain	4	100.00
11	FRANKEL S.A.S., Massy / France	4	100.00
12	KAISER+KRAFT Ltd., Hemel Hempstead / Great Britain	4	100.00
13	KAISER+KRAFT Kft., Budaörs / Hungary	4	100.00
14	KAISER+KRAFT S.r.l., Milan / Italy	4	100.00
15	Vink Lisse B.V., Lisse / The Netherlands	4	100.00
16	KAISER+KRAFT S.A., Lisbon / Portugal	4	100.00
17	KAISER+KRAFT Sp. z o.o., Warsaw / Poland	4	100.00
18	KAISER+KRAFT s.r.o., Nitra / Slovakia	4/5	99.90/0.10
19	Gerdmans Inredningar AB, Markaryd / Sweden	4	100.00
20	Gerdmans Kontor-og Lagerudstyr A / S, Nivaa / Denmark	19	100.00
21	Gerdmans Innredninger AS, Sandvika / Norway	19	100.00
22	Gerdmans OY, Espoo / Finland	19	100.00
23	Runelandhs Försäljnings AB, Kalmar / Sweden	19	100.00
24	KAISER+KRAFT Logistics East s.r.o., Syrovice / Czech Republic	4	100.00
25	KAISER+KRAFT s.r.l., Ramnicu Valcea / Romania	24	100.00
26	BEG GmbH, Stuttgart / Germany	4	100.00
27	TAKKT Fulfillment GmbH, Pliening / Germany	4	100.00
28	Ratioform Imballaggi S.r.l., Milan / Italy	4	100.00
29	Ratioform Embalajes, S.A., Sant Esteve Sesrovires / Spain	4	100.00
30	Davenport Paper Co. Ltd., Derby / Great Britain	4	100.00
31	TAKKT Beteiligungsgesellschaft mbH, Stuttgart / Germany	4	100.00
32	BiGDUG Ltd., Gloucester / Great Britain	4	100.00
33	Equip4work Ltd., Dumfries / Great Britain	4	100.00

No.	Group companies	held by no.	interest %
34	Juma International B.V., Wormerveer / The Netherlands	4	100.00
35	TAKKT Group Magyarország Kft., Budaörs / Hungary	1	100.00
36	TAKKT Hungary Kft., Budaörs / Hungary	1	100.00
37	TAKKT America Holding, Inc., Milwaukee / USA	1	100.00
38	TAKKT Foodservices LLC, Harrison / USA	37	100.00
39	Hubert Company LLC, Harrison / USA	37	100.00
40	Hubert Hong Kong Ltd., Hong Kong / China	38	100.00
41	SPG U.S. Retail Resource LLC, Harrison / USA	37	100.00
42	Hubert Distributing Company, Inc., Markham / Canada	37	100.00
43	Central Products LLC, Indianapolis / USA	37	100.00
44	D2G Group LLC., Fall River / USA	37	100.00
45	National Business Furniture LLC, Milwaukee / USA	37	100.00

REPRESENTATIVE BODIES

Supervisory Board

Hubertus Mühlhäuser, Hurden, Switzerland, born October 07, 1969
Chairman
Full-time Supervisory Board
Member of the Supervisory Board of Ballard Power Systems Inc., Burnaby, Canada
Chairman of the Supervisory Board of Kelvion Group GmbH, Herne, Germany
Member of the Supervisory Board of BlackBruin Oy, Jyväskyla, Finland
Chairman of the Supervisory Board of Keenfinity Group, Eindhoven, Netherlands
(since June 1, 2025)
Chairman of the Supervisory Board of MacGregor Group AB, Stockholm, Sweden
(since July 1, 2025)
Chairman of the Supervisory Board of FläktGroup GmbH, Herne (until November 1, 2025)

Dr. Johannes Haupt, Ettlingen, born June 29, 1961 (until May 21, 2025)
Deputy Chairman
Management consultant
Chairman of the Supervisory Board and Chairman of the Board of Lenze SE, Aerzen
Member of the Advisory Board of ACO Group SE, Büdelsdorf
Chairman of the Board of Regionique Produkte GmbH, Ettlingen
Member of the Advisory Board of init innovation in traffic systems SE, Karlsruhe
Chairman of the Advisory Board of Baumann Maschinenbau Solms GmbH & Co. KG, Solms

Stefan Räbsamen, Freienbach, Switzerland, born July 25, 1965
Deputy Chairman
Full-time Supervisory Board and Board of Directors
Member of the Board of Directors of Georg Fischer AG, Schaffhausen, Switzerland
Member of the Board of Directors of SMG Swiss Marketplace Group Holding AG, Zurich, Switzerland (since September 24, 2025)

Hendrikus Derksen, Nijmegen, Netherlands, born January 18, 1969 (since May 21, 2025)
CFO and member of the Management Board of Franz Haniel & Cie. GmbH, Duisburg

Alyssa Jade McDonald-Bärtl, Waldetzenberg, born August 14, 1979
Managing Director of BLYSS GmbH, Berlin

Aliz Tepfenhart, Grünwald, born November 04, 1974
Member of the Management Board of karriere tutor GmbH, Königstein (since March 1, 2025)
Managing Director of Tepfenhart Digital UG, Wolfratshausen
Member of the Management Board of GEFRO Stiftung GmbH, Memmingen
Member of the Advisory Board of Salling Group A/S, Aarhus, Denmark (since October 1, 2025)

Thomas Kniehl, Stuttgart, born June 11, 1965
Full-time chairman Works Council
Chairman of the Joint Works Council of KAISER+KRAFT GmbH, Stuttgart,
and TAKKT Industrial & Packaging GmbH, Stuttgart
Chairman of the General Works Council of Franz Haniel & Cie. GmbH, Duisburg
Member (employee representative) of the Advisory Board of Franz Haniel & Cie. GmbH, Duisburg

Mangament Board

Andreas Weishaar, Wiesbaden, born September 14, 1973
Chairman of the Management Board, CEO
Member of the Board of Directors of Halton Group, Helsinki, Finland

Lars Bolscho, Stuttgart, born November 06, 1978 (until July 6, 2025)
Member of the Management Board, CFO

Timo Krutoff, Dortmund, born March 17, 1978 (since July 7, 2025)
Member of the Management Board, CFO

Stuttgart, March 20, 2026
TAKKT AG
The Management Board

Andreas Weishaar | Timo Krutoff

Further disclosures

RESPONSIBILITY STATEMENT BY THE MANAGEMENT BOARD

To the best of our knowledge and in accordance with the applicable accounting principles, the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and the combined Management report for TAKKT AG and the Group includes a fair view of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group.

Stuttgart, March 20, 2026
TAKKT AG
The Management Board

Andreas Weishaar | Timo Krutoff

INDEPENDENT AUDITORS' REPORT

To the **TAKKT AG, Stuttgart**

Report on the audit of the consolidated financial statements and the combined management report

Audit Opinions

We have audited the consolidated financial statements of TAKKT AG, Stuttgart, and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2025, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, and the consolidated statement of cash flows for the financial year from January 1 to December 31, 2025, and the notes to the consolidated financial statements, including significant information on accounting policies. In addition, we have audited the combined management report of TAKKT AG, Stuttgart, for the fiscal year from January 1 to December 31, 2025, which is combined with the management report of the parent company.

In accordance with German legal requirements, we have not audited the content of the Corporate Governance Statement pursuant to Sections 289f and 315d of the German Commercial Code (HGB), and the separate non-financial group report pursuant to Sections 315b and 315c HGB, as part of the sustainability report, to which reference is made in the section "Corporate Performance and Other Legal Disclosures" of the combined management report.

Furthermore, we did not audit the statements on the appropriateness and effectiveness of the internal control and risk management system pursuant to recommendation A.5 of the German Corporate Governance Code (2022), which are presented in the section "Risk and opportunity report" of the combined management report and explained as being outside the scope of the management report, nor have we reviewed the content of the sustainability report to which the management report refers.

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

- the accompanying consolidated financial statements comply, in all material respects, with the IFRS® Accounting Standards (hereinafter "IFRS Accounting Standards") issued by the International Accounting Standards Board (IASB), as adopted by the European Union (EU), and the additional requirements of German commercial law pursuant to section 315e (1) of the German Commercial Code (HGB) and, in compliance with these requirements, give a true and fair view of the assets, liabilities and financial position of the Group as at December 31, 2025, and of its financial performance for the financial year from January 1 to December 31, 2025, and

- the accompanying combined management report as a whole provides an appropriate view of the Group's position. In all material respects, this combined management report is consistent with the consolidated financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the combined management report does not cover the contents of the sustainability report, including the non-financial group report, the corporate governance statement and the statements of the legal representatives on the appropriateness and effectiveness of the internal control and risk management system, that are not part of the management report.

Pursuant to section 322(3) sentence 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the combined management report.

Basis for the Audit Opinions

We conducted our audit of the consolidated financial statements and the combined management report in accordance with section 317 HGB and the EU Audit Regulation (No. 537 / 2014; referred to subsequently as ‚EU Audit Regulation') and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institute of Public Auditors in Germany (IDW). Our responsibilities under those requirements and principles are further described in the ‚Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the combined management report' section of our auditor's report. We are independent of the group entities in accordance with the requirements of European law and German commercial and professional law, the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and we have fulfilled our other German professional responsibilities in accordance with these requirements and the IESBA Code. In addition, in accordance with Article 10(2) point (f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Article 5(1) of the EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the consolidated financial statements and on the combined management report.

Key audit matters in the Audit of the Consolidated Financial Statements

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year from January 1 to December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our audit opinion thereon, we do not provide a separate audit opinion on these matters.

In the following paragraphs, we describe the key audit matter of the recoverability of goodwill, which we consider to be of particular importance.

Our presentation of this key audit matter is structured as follows:

a) Description of the matter (includ-ing reference to related disclosures in the consolidated financial statements)
b) Audit approach

Impairment of goodwill

a) The consolidated financial statements of TAKKT AG as of December 31, 2025, include goodwill amounting to EUR 365.7 million (previous year: EUR 508.1).

The legal representatives of TAKKT AG review capitalized goodwill for impairment at least once a year and event related. The recoverable amount of the cash-generating unit is compared with its carrying amount.

The recoverable amount is determined based on the value in use using a discounted cash flow valuation model. This is based on the present values of the expected future cash flows, which are based on the medium-term planning prepared by legal representatives, which in turn is extrapolated using assumptions about long-term growth rates. Discounting is performed using discount rates determined based on the weighted average cost of capital of the respective cash-generating unit.

The result of this valuation is highly dependent on the assessment of future cash flows by the legal representatives, the discount rate used, and the long-term growth rates applied, and is therefore subject to uncertainties. Given this background and the complexity of the valuation model used, as well as the significant importance for the Group's financial position and performance, this matter was of particular importance in our audit.

The information provided by the legal representatives regarding the impairment of goodwill are included in the sections "Accounting and valuation policies", "Notes to the Income Statement" under the headline "Impairment of goodwill" and "Notes to the balance sheet" under the headline "Goodwill".

b) As part of our audit, we reviewed the process of the legal representatives for conducting the impairment tests with the involvement of our internal valuation specialists and assessed the design of the controls identified as relevant to the audit and determined whether they were implemented appropriately.

In the case of estimates made by the legal representatives, we assessed the methods applied, the assumptions made, and the data used for their reasonableness. In this context, we reviewed the entire valuation model, particularly its methodological and mathematical accuracy.

Furthermore, we verified whether the planning for the respective cash-generating unit underlying the impairment tests was derived from the medium-term planning prepared by the legal representatives for the Group and whether the data included in the valuation model was correctly taken from the planning. To assess the quality and plausibility of the medium-term planning, we interviewed the legal representatives or persons designated by them regarding the key assumptions of the medium-term planning and validated these against external macroeconomic and industry-specific market data. Additionally, we examined whether the planning was consistent with the strategy and forecast reporting in the combined management report.

Since a significant portion of the respective value in use results from projected cash flows for the period after the medium-term planning period, we critically assessed the sustainable growth rates applied for this phase based on general and industry-specific market data. Furthermore, we validated the parameters used to determine the discount rates, questioned the appropriateness of the peer group used, and compared the market data used with external evidence. Our internal valuation specialists supported us in this process.

We also reviewed the completeness and accuracy of the disclosures required by IAS 36 in the notes to the consolidated financial statements.

Other Information

The Management Board respectively the Supervisory Board is responsible for the other information. The other information comprises:

- the report of the supervisory board,
- the sustainability report, which contains the separate non-financial group report,
- the corporate governance statement,
- the remuneration report pursuant to section 162 of the German Stock Corporation Act (AktG),
- the statements of the legal representatives on the appropriateness and effectiveness of the internal control and risk management system in the combined management report, which are not part of the management report,
- the declarations of the legal representatives pursuant to Sections 297 (2) Sentence 4 and 315 (1) Sentence 5 of the German Commercial Code (HGB) regarding the consolidated financial statements and the combined management report and
- all other parts of the annual report,
- but not the consolidated financial statements, not the audited information in the combined management report and not our related auditor’s report.

The Supervisory Board is responsible for the report of the Supervisory Board. The Management Board and Supervisory Board are responsible for the declaration pursuant to Section 161 AktG on the German Corporate Governance Code, which is part of the corporate governance statement, and for the remuneration report. Otherwise, management is responsible for other information.

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

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

- is materially inconsistent with the consolidated financial statements, with the combined management report audited by us with regard to factual accuracy or our knowledge obtained in the audit, or
- otherwise appears to be materially misstated.

Responsibilities of the Management Board and the Supervisory Board for the Consolidated Financial Statements and the Combined Management Report

The Management Board is responsible for the preparation of the consolidated financial statements that comply, in all material respects, with IFRS Accounting Standards as adopted by the EU and the additional requirements of German commercial law pursuant to section 315e(1) HGB and that the consolidated financial statements, in compliance with these requirements, give a true and fair view of the assets, liabilities, financial position and financial performance of the Group. In addition, the Management Board is responsible for such internal control, as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatements due to fraud (i.e. manipulation of the accounting and financial loss) or errors.

In preparing the consolidated financial statements, the Management Board is responsible for assessing the Group's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the Group or to cease operations, or there is no realistic alternative but to do so.

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

The Supervisory Board is responsible for overseeing the Group's financial reporting process for the preparation of the consolidated financial statements and of the combined management report.

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

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

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with section 317 HGB and the EU Audit Regulation and in compliance with the German Generally Accepted Standards for Financial Statement Audits promulgated by the IDW will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and this combined management report.

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

› identify and assess the risks of material misstatements of the consolidated financial statements and of the combined management report due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error because fraud may involve collusion, forgery, intentional omissions, misleading representations, or the override of internal controls.

› obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of the arrangements and measures relevant to the audit of the combined management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of the Group's internal control or of those arrangements and measures.

› evaluate the appropriateness of the accounting policies used by the Management Board and the reasonableness of estimates made by the Management Board and related disclosures.

› conclude on the appropriateness of the Management Board'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 the auditors' report to the related disclosures in the consolidated financial statements and in the combined management report or, if such disclosures are inadequate, to modify our respective audit 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 be able to continue as a going concern.

› evaluate presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with IFRS Accounting Standards as adopted by the EU and the additional requirements of German commercial law pursuant to section 315e (1) HGB.

- plan and perform the audit of the consolidated financial statements to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express audit opinions on the consolidated financial statements and on the combined management report. We are responsible for the direction, supervision, and performance of the Group audit. We remain solely responsible for our audit opinions.

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

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

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

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and, where relevant, the Actions taken or safeguards taken to eliminate threats to independence.

From the matters communicated with those charged with governance, 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.

Other statutory and other legal requirements

Report on the Audit in Accordance with 317(3a) HGB on the Electronic Reproduction of the Consolidated Financial Statements and the Combined Management Report Prepared for Publication Purposes

Audit Opinion

We have performed the audit in accordance with section 317(3a) of the German Commercial Code (HGB) to obtain reasonable assurance about whether the reproductions of the consolidated financial statements and the combined management report (hereinafter also referred to as ‚ESEF documents') contained in the attached electronic file with the SHA-256 value c44dba37068c1a7a4781fb02dd534493d3c3e0d1d67ec9a303c6c53595341521 and prepared for publication purposes complies in all material respects with the requirements of section 328(1) HGB for the electronic reporting format (‚ESEF format'). In accordance with German legal requirements, this audit only extends to the conversion of the information contained in the consolidated financial statements and the combined management report into the ESEF format and therefore relates neither to the information contained in this reproduction nor to any other information contained in the above-mentioned electronic file.

In our opinion, the reproduction of the consolidated financial statements and the combined management report contained in the above-mentioned electronic file and prepared for publication purposes complies in all material respects with the requirements of Section 328(1) HGB for the electronic reporting format. Except for this opinion and our opinions on the accompanying consolidated financial statements and on the accompanying combined management report for the fiscal year from January 1 to December 31, 2025, contained in the preceding ‚Report on the Audit of the Consolidated Financial Statements and Combined Management Report', we do not express any opinion on the information given in these statements or on the other disclosures made in the above-mentioned electronic file.

Basis for the Audit Opinion

We conducted our audit of the reproduction of the consolidated financial statements and the combined management report contained in the above-mentioned electronic file in accordance with Section 317(3a) HGB and the IDW Assurance Standard: Assurance in Accordance with section 317(3a) HGB on the Electronic Reproduction of Financial Statements and Management Reports prepared for Publication Purposes (IDW PS 410 (06.2022)). Accordingly, our responsibilities are further described in the section ‚Group Auditor's Responsibility for the Audit of the ESEF Documents'. In our audit, we applied the requirements of the IDW Quality Management Standards.

Responsibilities of the Management Board and the Supervisory Board for the ESEF Documents

The Management Board is responsible for the preparation of the ESEF documents containing the electronic reproductions of the consolidated financial statements and the combined management report in accordance with section 328(1) sentence 4 no. 1 HGB and for the tagging of the consolidated financial statements in accordance with section 328(1) sentence 4 no. 2 HGB.

Furthermore, the Management Board is responsible for such internal control as they have considered necessary to enable the preparation of the ESEF documents that are free from material intentional or unintentional non-compliance with the requirements of Section 328 (1) HGB for the electronic reporting format.

The Supervisory Board is responsible for overseeing the process of preparing the ESEF documents as part of the financial reporting process.

Group Auditor’s Responsibilities for the Audit of the ESEF Documents
Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material intentional or unintentional non-compliance with the requirements of section 328(1) HGB. We exercise professional judgment and maintain professional skepticism throughout the assurance work.

Furthermore, we:

- identify and assess the risks of material intentional and unintentional non-compliance with the requirements of section 328(1) HGB, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinion.

- obtain an understanding of internal control relevant to the audit on the ESEF documents 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 those controls.

- evaluate the technical validity of the ESEF documents, i. e. whether the electronic file containing the ESEF documents meets the requirements of Delegated Regulation (EU) 2019/815 on the technical specification for this electronic file.

- evaluate whether the ESEF documents enables a XHTML reproduction with content equivalent to the audited consolidated financial statements and to the audited combined management report.

- evaluate whether the tagging of the ESEF documents with Inline XBRL technology (iXBRL) in accordance with Articles 4 and 6 of Delegated Regulation (EU) 2019/815 as applicable at the reporting date enables an appropriate and complete machine-readable XBRL copy of the XHTML rendering.

Further Information pursuant to Article 10 of the EU Audit Regulation
We were elected as group auditors by the Annual General Meeting on May 21, 2025. We were engaged by the Supervisory Board on October 17/23, 2025. We have been the group auditor of the TAKKT AG, Stuttgart, since the 2024 financial year.

We declare that the audit opinions expressed in this auditor’s report are consistent with the additional report to the Supervisory Board pursuant to Article 11 of the EU Audit Regulation (long-form audit report).

Other matters – Use of the auditor's report

Our audit opinion should always be read in conjunction with the audited consolidated financial statements and the audited combined management report as well as the audited ESEF documents. The consolidated financial statements and combined management report converted to the ESEF format report – including the versions to be published in the Company Register – are only electronic reproductions of the audited consolidated financial statements and the audited combined management report and do not replace them. In particular, the ESEF opinion and our audit opinion contained therein are only to be used in conjunction with the audited ESEF documents provided in electronic form.

Responsible German Public Auditor

The German Public Auditor responsible for the audit is Michael Sturm.

Stuttgart, March 20, 2026

Deloitte GmbH
Wirtschaftsprüfungsgesellschaft

Michael Sturm	Constantin Fuchs
Wirtschaftsprüfer	Wirtschaftsprüfer
(German Public Auditor)	(German Public Auditor)

Remuneration report

REMUNERATION REPORT

The remuneration report explains the principles of the remuneration system for the members of the Management Board and Supervisory Board of TAKKT AG and describes the structure and amount of the Management Board remuneration. In addition, it describes the structure and amount of the remuneration of the Supervisory Board. It meets the requirements of the German Stock Corporation Act (section 162 AktG) and follows the recommendations of the German Corporate Governance Code.

A LOOK BACK AT THE 2025 REMUNERATION YEAR

Approval of the remuneration report and the remuneration system by the Shareholders

Pursuant to section 120a(1) sentence 1 AktG, the Shareholders' Meeting of a listed company shall resolve on the approval of the remuneration system for Board Members submitted by the Supervisory Board whenever there is a significant change in the remuneration system, but at least every four years. To further align the Executive Board's remuneration system with the interests of the shareholders and with market practice, the Supervisory Board resolved on 26 March 2025 to amend the remuneration system approved by the Annual General Meeting on 17 May 2024. The key adjustments relate to the introduction of a Long Term Performance Share Plan (LTIP) and the modification of the Short Term Incentive Plan (STIP). As a result of these changes, the remuneration system for the members of the Executive Board was resubmitted to the Annual General Meeting for approval. On 21 May 2025, the new remuneration system was approved by the Annual General Meeting under agenda item 7 with a majority of 93.73%, and the remuneration report for the year 2024 was approved under agenda item 6 with a majority of 82.81%.

Business development in 2025

TAKKT generated sales of EUR 964.3 million in 2025 (EUR 1,052.9 million), representing a decline of 8.4 percent compared to the prior year. Adjusted for negative currency effects, organic growth amounted to minus 6.6 percent.

In addition to the difficult and volatile environment in the markets relevant to TAKKT, business performance in 2025 was also shaped by internal challenges.

In 2025, extensive measures were implemented to streamline the cost base, which were associated with significant one-time expenses. Due to the declining sales performance and the low gross profit margin, EBITDA fell to EUR 19.8 million (EUR 55.7 million). The EBITDA margin adjusted for one-time expenses was 3.8 percent (previous year: 6.9 percent). Free cashflow in fiscal year 2025 was affected by the negative sales and earnings development. However, through the reduction of net working capital in the second half of the year, the Group still generated a positive cash inflow of EUR 10.3 million (previous year: EUR 68.1 million).

Changes in the management board

CFO Lars Bolscho stepped down from the Management Board effective July 6, 2025. By resolution dated June 25, 2025, the Supervisory Board appointed Timo Krutoff as CFO with effect from July 7, 2025.

REMUNERATION SYSTEM AT A GLANCE

Principles of the remuneration system

The Management Board remuneration system is closely linked to TAKKT's corporate strategy and makes a key contribution to achieving the corporate goals. The remuneration paid is based on the company's size, its financial position, and the structure and amount of the remuneration paid to Board Members at comparable companies. The remuneration paid to Board Members is made up of non-performance-related and performance-related components.

Non-performance-related remuneration comprises a fixed remuneration, the occupational pension scheme and fringe benefits. Fringe benefits include in particular the use of a company car or a corresponding compensation payment. The amount of the non-performance-related remuneration is based on the Board Member's experience and the relevant standard market remuneration paid, based on the horizontal comparison, for the function/responsibility concerned.

The components of the performance-related payments consist of the Short Term Incentive Plan (STIP), a remuneration component with a short- and long-term incentive, and the Long Term Incentive Plan (LTIP) in the form of a performance cash plan, a rolling remuneration component that acts as a long-term incentive.

The STIP for fiscal year 2024 was based on the operating result of the respective fiscal year before interest, taxes, depreciation and amortization or impairments from purchase price allocations (EBITA) as a performance criteria, as well as the free cashflow. Starting with the STIP for fiscal year 2025, the free cashflow was replaced by the unlevered free cashflow (UFCF). The UFCF corresponds to the free cashflow before interest payments.

The LTIP for fiscal year 2025 is based on the financial performance indicators return on capital employed (ROCE) and cumulative net income and is a performance share plan that is settled in shares. In addition, strategy-derived, measurable, and ambitious sustainability targets are taken into account as a multiplier. The LTIPs of previous years (LTIP 2021, 2022, 2023, and 2024) were based exclusively on the development of TAKKT's total shareholder return (TSR) and thus on the performance of the TAKKT share price and the dividend. These were performance cash plans that were paid out in cash.

For details regarding the specific design of the STIP and LTIP for fiscal year 2025, reference is made to the appendix to the invitation to the Annual General Meeting concerning the remuneration system.

Appropriateness of remuneration

The remuneration system was developed by the Personnel Committee and was based in part on an expert report. The expert opinion on the system was part of an appropriateness opinion prepared by independent remuneration experts. The Personnel Committee is responsible for preparing the resolutions to be passed by the Supervisory Board on the remuneration system and for reviewing the system on a regular basis. The Personnel Committee and Supervisory Board take the requirements set out in the German Stock Corporation Act (AktG) into account in all of their remuneration decisions and are guided by the recommendations made in the German Corporate Governance Code and the following guidelines:

- Performance-based focus of the remuneration system (Pay for Performance)
- Promotion of the company's long-term sustainable development and value generation
- Ensuring remuneration that is in line with market standards
- Conformity with stock corporation law and governance requirements

The Personnel Committee regularly reviews on the basis of appropriateness reports whether the Management Board remuneration and the individual components are in line with market standards, are competitive as well as appropriate and makes proposals for adjustments to the Supervisory Board if required.

The assessment whether the remuneration is in line with market standards, competitive and appropriate is based on a comparison with similar companies (peer group), the company's economic position and future prospects, and the responsibilities and performance of the respective Board Member. The Supervisory Board conducts regular horizontal and vertical comparisons for this purpose. In the horizontal comparison, companies that are comparable to TAKKT particularly with respect to industry and size are used as a reference. In the vertical comparison, the remuneration of the Management Board is assessed internally in relation to the remuneration of the upper management level and the entire workforce.

Following its review in 2025, the Supervisory Board came to the conclusion that the level of Management Board remuneration and pensions are appropriate from a legal point of view in accordance with section 87(1) AktG.

Target remuneration and maximum remuneration

Target remuneration for 2025

The total target remuneration is defined as the total of non-performance-related remuneration (fixed remuneration, occupational pension scheme and fringe benefits) and performance-related remuneration in the event of a target achievement of 100%. The fixed remuneration makes up between 34% and 46% of the target total remuneration for the Board Members.

Fringe benefits account for between 0% and 1% and the contribution to the occupational pension scheme makes up between 7% and 8% of the total target remuneration. The portion of the STIP with a short-term incentive (STIP without deferral) corresponds to between 20% and 22% of the total target remuneration; the performance-related remuneration with a long-term incentive (LTIP and STIP deferral) corresponds to between 24% and 37%. In line with the focus on performance, the share of performance-related target remuneration generally exceeds the share of non-performance-related remuneration. In addition, the long-term performance-related remuneration components generally outweigh the short-term ones.

The following table shows the individual target remuneration of each Management Board member and the relative share of total target remuneration represented by each of the individual remuneration components.

Target remuneration

	Andreas Weishaar (since 08/01/2024)				Timo Krutoff (since 07/07/2025)				Lars Bolscho (until 07/06/2025)			
	2024		2025		2024		2025		2024		2025	
	kEUR	in %	kEUR	in %	kEUR	in %	kEUR	in %	kEUR	in %	kEUR	in %
Fixed salary	188	27 %	475	34 %	–	–	224	37 %	350	40 %	204	46 %
Fringe benefits	45	6 %	8	1 %	–	–	3	0 %	6	1 %	3	1 %
Company pensions	–	0 %	90	7 %	–	–	40	7 %	58	7 %	34	8 %
Non-performance-related target remuneration	**233**	**33 %**	**573**	**42 %**	**–**	**–**	**267**	**44 %**	**414**	**47 %**	**241**	**55 %**
STIP without deferral	118	17 %	299	22 %	–	–	121	20 %	161	18 %	94	21 %
STIP deferral	51	7 %	128	9 %	–	–	52	9 %	69	8 %	40	9 %
LTIP	–	–	380	28 %	–	–	161	27 %	140	16 %	66	15 %
Take-Off Bonus	–	–	–	–	–	–	–	–	100	11 %	0	0 %
Premium bonus	300	43 %	–	–	–	–	–	–	–	–	–	–
Performance-related target remuneration	**469**	**67 %**	**807**	**58 %**	**–**	**–**	**334**	**56 %**	**470**	**53 %**	**200**	**45 %**
Total target remuneration	**702**	**100 %**	**1,380**	**100 %**	**–**	**–**	**601**	**100 %**	**884**	**100 %**	**441**	**100 %**

In addition to the remuneration listed above, a one-time signing bonus of EUR 136 thousand was agreed for Timo Krutoff.

Maximum remuneration 2025

Both the individual variable remuneration components and the total amount of all Management Board remuneration components, including fringe benefits and the occupational pension scheme (total remuneration), are capped. The payout of the LTIP is capped at 200% of the target value. In contrast, the STIP is capped at 300% of the target amount.

The maximum remuneration amount for Management Board members pursuant to section 87a(1) no. 1 AktG (including fringe benefits and occupational pension scheme) amounts to EUR 3,435 thousand per year for the CEO and EUR 2,437 thousand per year for the CFO. Pursuant to § 162 section 1 AktG, the remuneration granted and owed to the CEO and CFO for the financial year 2025 did not exceed the maximum remuneration.

REMUNERATION 2025

Non-performance-related remuneration

Fixed remuneration

All Management Board members receive an agreed basic annual salary. This is paid out in twelve equal monthly installments. The amount of the annual basic salary is based on the Board Member's experience and the relevant standard market remuneration paid, based on the horizontal comparison, for the function respectively responsibility concerned.

Fringe benefits

The fringe benefits mainly comprise the use of company cars or similar benefits. Board Members are also reimbursed for expenses incurred in the interests of the company (travel, representation and hospitality expenses). In addition, accident, luggage and D&O insurance is taken out for the Management Board members, the latter with a deductible of 10% to be borne by the Board Member. In accordance with section 93(2) sentence 3 AktG, this deductible corresponds to no more than one and a half times the fixed remuneration.

Occupational pension scheme

The Board Members receive entitlements for pensions and survivors' benefits in the form of a direct defined contribution commitment to which an annual contribution corresponding to 10% of the total basic salary plus the contractually agreed STIP target amount (100% target achievement) is made. Contributions are only granted as long as the individual is appointed to the Management Board. An interest rate of 5% per year is granted for annual contributions until the occurrence of the insured event. For all commitments, Board Members are entitled to pension payments upon leaving the company but not before reaching the age of 62. In the case of disability or death, the amount from the pension plan paid out or annuitized is equivalent to what would have been paid if contributions had been made up to the age of 63. The part of this commitment that exceeds the protection ceiling of the statutory agency providing insolvency protection for occupational pension schemes is hedged against insolvency with commercially available products based on a contractual trust agreement.

Other fixed remuneration components

The Supervisory Board can grant further payments to new appointments on a case-by-case basis at its own discretion. These payments can be one-time payments (e.g. to compensate for other remuneration the individual would have been entitled to) or the assumption of costs associated with the move to the company (e.g. relocation costs). Such compensation payments are reported and explained separately in the remuneration report.

Performance-related remuneration

Short Term Incentive Plan (STIP)

The basis for calculating the STIP for the 2025 payout year was EBITA and free cashflow. EBITA is weighted at 60% and free cashflow at 40% when determining target achievement.

Target achievement is determined using linear interpolation within a corridor ranging from minus 30% (0% of the target value) to plus 30% (200% of the target value), based on the respective target values. The target values relevant for calculating the STIP are based on the EBITA and free cashflow agreed between the Management Board and the Supervisory Board for the respective calendar year. The target values are set by the Supervisory Board by December 31 before the start of the fiscal year to which they apply, based on the annually prepared budget plan. The actual figures are taken directly from TAKKT's audited consolidated financial statements. These are prepared in accordance with the applicable IFRS regulations, taking into account the respective version of the accounting guidelines. The actual figures are further multiplied by a modifier. For the calculation of the STIP for the 2025 payout year, this modifier was defined within a corridor of zero to two. The calculation was based on the assessment of individual performance objectives ("Results") as well as individual behavior ("Behavior"). Results and behavior are evaluated on whether expectations are met, underachieved, or exceeded. Depending on the assessment in both dimensions, each Management Board member is positioned within a "9-box grid." Each field in the grid is assigned a modifier or modifier range.

Results / Behavior	C below expectations	B meets expectations	A exceeds expectations
1 exceeds expectations	0	1.1 – 1.3	1.5 – 2.0
2 meets expectations	0	1.0	1.2 – 1.4
3 below expectations	0	0.4 – 0.6	0.7 – 0.9

The individual goals are agreed between the Chairman of the Supervisory Board and the members of the Management Board for each fiscal year. They can be quantitative or qualitative goals. The quantitative targets include revenue, profit and cash flow targets. The qualitative goals are divided into:

- Strategic objectives (e.g., developing growth strategies derived from the corporate strategy),
- Execution objectives (e.g., improvements in cash steering), and
- Talent objectives (e.g., building and expanding leadership teams).

Each individual target is assessed separately at the end of the year according to the scale described above. The assessment is made on a summary basis, taking into account the relevance of the individual targets for the success of the company. They are monitored on an ongoing basis and can be adjusted if necessary.

Individual behavior is assessed based on the five TAKKT Core Behaviors:

- Think customer first: We make it easy to do business with us. Our customer is the center of everything we do.
- Empower others: We engage our employees through open feedback, collaboration, transparency and teamwork.
- Improve every day: We challenge the status quo and quickly embrace change. We keep it simple and impactful.
- Take ownership: We are accountable for our targets and always deliver on our commitments.
- Compete for success: We are determined to win with a clear drive to reach our goals. We have the courage to make difficult decisions.

70% of the remuneration linked to target achievement is paid out in the following year, 30% is retained for a period of three years after the end of the respective fiscal year (deferral). Interest on the deferral is subject to the total shareholder return (TSR), with both positive and negative interest possible. The TSR reflects the development of the share taking into account the share price development and reinvested dividends.

For this purpose, the arithmetic average of the Total Return Index of the TAKKT share over the 30 trading days prior to the beginning and prior to the end of the waiting period is compared.

EBITA for fiscal year 2024 was below the lower threshold of the EBITA target corridor, and free cashflow was below the target value, resulting in a target achievement level of 23% for the financial component of the STIP. The individual target achievement for Andreas Weishaar, based on the individual targets ('Results') and individual behavior ('Behavior'), resulted in a modifier of 1.3. For Lars Bolscho, the target achievement relating to the individual performance objectives ('Results') and individual behavior ('Behavior') resulted in a modifier of 0.6.

The STIP target achievement based on the multiplicative linking of the financial and individual components can be seen in the following overview.

STIP 2024 payout in financial year 2025

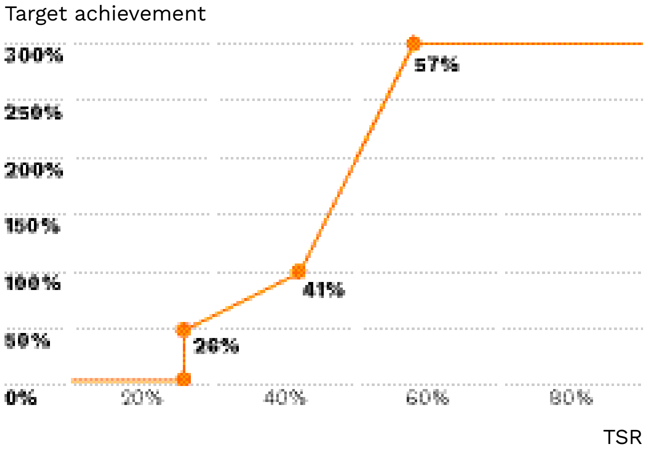
	Targetvalue (100 %) in EUR thousand	Financial target achievement in %	Modifier for individual target achievement	Total target achievement in %	STIP incl. Deferral in EUR thousand	STIP-Payout in EUR thousand
Lars Bolscho (until 07/06/2025)	230	23 %	0.6	14 %	31	22
Andreas Weishaar	203	23 %	1.3	30 %	60	42

Long Term Incentive Plan (LTIP)
For fiscal year 2021, a performance cash plan with a term running until the end of 2024 was granted. The amount to be paid out depends solely on the development of

total shareholder return (TSR) over the term of the four-year plan. The TSR is defined in the STIP in line with the calculation of interest on the deferral.

The target value is achieved when the TSR is 9% per year. The lower threshold that needs to be reached for a payout to be made is 6% TSR per year. The upper threshold at which the payout is capped is 12% TSR per year.

Total Shareholder Return (TSR)



If the lower threshold is reached, the target achievement is 50% of the contractually agreed LTIP target amount. If the upper threshold is reached, the target achievement is 300%.

Linear interpolation is used between 6% and 9% TSR per year and between 9% and 12% TSR per year.

With a total shareholder return of below 6% p.a., the LTIP 2021 – 2024 tranche resulted in the following target achievement and payout in 2025 for former Management Board members. The current Management Board members joined the company after December 31, 2021 and were therefore not entitled to any payout under the 2021 – 2024 LTIP.

Calculation of the target achievement level of LTIP 2021 – 2024

	Target	Weighting	Total
TSR	**0 %**	**100 %**	**0 %**

Calculation of LTIP 2021 – 2024 payout in fiscal year 2025
in EUR thousand

	Target value	Target Achieve-ment	Total
Felix Zimmermann	115	0 %	0
Maria Zesch	83	0 %	0
Heiko Hegwein	132	0 %	0
Tobias Flaitz	150	0 %	0
Sum			**0**

Malus / Clawback

TAKKT may, in justified cases, demand the partial or full reimbursement of an already paid out STIP or LTIP amount over a period of three years from the due date. Justified cases refer, in particular, to the materialization of one of the following scenarios involving a Board Member:

- The Board Member was significantly involved in or responsible for conduct that resulted in considerable losses or a significant governmental sanction for TAKKT AG, meaning that they breached their duties intentionally or by gross negligence.

- The Board Member committed a serious breach of relevant external or internal regulations relating to their conduct and acted intentionally or by gross negligence in this regard.

TAKKT has the burden of proving that one of the aforementioned scenarios has materialized involving the Board Member. The reversal of the burden of proof set out in section 93c(2) sentence 2 AktG does not apply in this respect.

In the 2025 fiscal year, TAKKT AG did not claw back or reduce any variable remuneration.

BENEFITS IN THE EVENT OF TERMINATION OF SERVICES

Occupational pension scheme

The following table lists the contributions made during their board activity to pension plans, current service costs for the year under review and the present values of obligations for the members of the Management Board in accordance with IAS 19.

Payments in the event of early termination

In the current contracts of the Management Board Members, the limit of possible severance payments corresponds to the recommendations of the German Corporate Governance Code. According to the Code, the payments that could be paid in the event of a premature termination of the membership of the Management Board without cause may at most remunerate the remaining term and also may not exceed the amount of an annual salary. Other sources of income are not taken into account. The right to a severance payment will not apply in the event of extraordinary termination of the contract of employment by the company for good cause.

Lars Bolscho resigned from his position as a member of the Management Board with effect from the end of July 6, 2025. His service contract ended on December 31, 2025. For the remaining term of his service contract, Lars Bolscho continued to receive the remuneration agreed under his contract. In total, the benefits related to his departure amounted to EUR 449 thousand, of which EUR 195 thousand were paid out in 2025.

Pension commitments in EUR thousand

	Contribution to company pension plan		Service cost according to IAS 19		Pension obligation according to IAS 19	
	2024	**2025**	2024	**2025**	2024	**2025**
Andreas Weishaar	–	90	–	117	–	112
Timo Krutoff (since 07/07/2025)	–	40	–	56	–	56
Lars Bolscho (until 07/06/2025)	58	34	89	49	154	–
Total	**58**	**164**	**89**	**222**	**154**	**168**

“REMUNERATION GRANTED AND OWED” IN ACCORDANCE WITH SECTION 162(1) SENTENCE 1 AKTG

Pursuant to section 162(1) sentence 1, sentence 2 no. 1 AktG, all fixed and variable remuneration components “granted and owed” to the individual members of the Management Board in the 2025 fiscal year must be disclosed. The values stated for both the STIP and LTIP for the 2025 fiscal year therefore include all benefits actually received in the respective fiscal year, regardless of the fiscal year for which they were received by the members of the Management Board. Accordingly, the STIP corresponds to the amount of the STIP from the 2024 fiscal year, which was disbursed in the 2025 fiscal year in accordance with the contractual agreement. The 2021 – 2024 LTIP therefore corresponds to the amount for the LTIP whose four-year term ended on December 31, 2024 and which was disbursed in the 2025 fiscal year in accordance with the contractual agreement. In addition to the compensation shown in the table, Timo Krutoff received a signing bonus of TEUR 136, of which TEUR 50 was paid out in 2025. In 2025, Andreas Weishaar received a performance-based completion bonus for the 2024 financial year with a target amount of TEUR 300, which was tied to cash targets. With a target achievement level of 131.3%, this resulted in a payout of TEUR 394 in 2025.

In accordance with section 162(5) AktG, the personal information of former Management Board members is no longer included if they left before December 31, 2015.

Remuneration granted and owed in accordance with section 162(1) sentence 1 AktG of the current members of the Management Board in EUR thousand

	Andreas Weishaar (since 08/01/2024)				Timo Krutoff (since 07/07/2025)				Lars Bolscho (until 07/06/2025)			
	2024		**2025**		2024		**2025**		2024		**2025**	
	kEUR	**in %**	**kEUR**	**in %**	**kEUR**	**in %**	**kEUR**	**in %**	**kEUR**	**in %**	**kEUR**	**in %**
Fixed salary	188	81 %	475	52 %	-	-	224	99 %	350	82 %	204	89 %
Fringe benefits	45	19 %	8	1 %	-	-	3	1 %	6	1 %	3	1 %
Non-performance-related remuneration	**233**	**100 %**	**483**	**53 %**	**-**	**-**	**227**	**100 %**	**356**	**84 %**	**207**	**90 %**
STIP 2023/2024	–	–	42	5 %	-	-	–	–	69	16 %	22	10 %
LTIP 2020/2021	–	–	–	–	-	-	–	–	–	–	–	–
Premium Bonus 2024	–	–	394	43 %	-	-	–	–	–	–	–	–
Performance-related remuneration	**–**	**–**	**436**	**47 %**	**-**	**-**	**–**	**–**	**69**	**16 %**	**22**	**10 %**
Total remuneration (section 162(1) sentence 1 AktG)	**233**	**100 %**	**919**	**100 %**	**-**	**-**	**227**	**100 %**	**425**	**100 %**	**229**	**100 %**

Remuneration granted and owed in accordance with section 162(1) sentence 1 AktG of the former members of the Management Board in EUR thousand

	Maria Zesch (until 07/31/2024)		Claude Tomaszewski (until 12/31/2022)		Tobias Flaitz (until 12/20/2021)	
	2024	**2025**	2024	**2025**	2024	**2025**
Fixed salary incl. Fringe benefits	285	–	–	–	–	–
STIP 2023/2024	202	–	-	–	–	–
LTIP 2020/2021	–	0	171	–	85	0
Total remuneration	**487**	**0**	**171**	**–**	**85**	**0**

	Felix Zimmermann (until 05/11/2021)		Heiko Hegwein (until 09/30/2020)	
	2024	**2025**	2024	**2025**
STIP 2023/2024	–	–	–	–
LTIP 2020/2021	267	0	128	0
Total remuneration	**267**	**0**	**128**	**0**

REMUNERATION OF THE SUPERVISORY BOARD

Each member of the Supervisory Board of TAKKT AG generally receives a fixed annual salary of EUR 58 thousand. The Chairman of the Supervisory Board receives double that amount; the Deputy Chairman receives EUR 25 thousand in addition to his fixed annual salary. An additional fixed remuneration of EUR 10 thousand is paid for membership in the Audit Committee, and EUR 3 thousand for membership in other Supervisory Board committees. The Chairman of the Supervisory Board committee receives double that amount; the Deputy Chairman receives one and a half times that amount.

The remuneration for serving on the Supervisory Board and its committees is payable quarterly on a pro rata temporis basis. As the payment date changed in 2025, the year 2024 was adjusted accordingly to improve comparability. In the case of only temporary membership of the Supervisory Board or one of its committees during a financial year, the remuneration is reduced on a pro rata basis. The same applies to a temporary chairmanship or deputy chairmanship of the Supervisory Board or its committees.

Remuneration granted and owed of the current and former members of the Supervisory Board

2025	Fixed payments		Committee remuneration		Total
	EUR thousand	in %	EUR thousand	in %	EUR thousand
Hubertus Mühlhäuser	116.0	95 %	6.0	5 %	122.0
Hendrikus Derksen (since 05/21/2025)	35.6	79 %	9.2	21 %	44.8
Johannes Haupt (until 05/21/2025)	32.1	77 %	9.4	23 %	41.5
Stefan Räbsamen	73.3	80 %	18.1	20 %	91.4
Thomas Kniehl	58.0	90 %	6.6	10 %	64.6
Alyssa Jade McDonald-Bärtl	58.0	90 %	6.1	10 %	64.1
Aliz Tepfenhart	58.0	95 %	3.0	5 %	61.0

2024	Fixed payments		Committee remuneration		Total
	EUR thousand	in %	EUR thousand	in %	EUR thousand
Hubertus Mühlhäuser (since 05/17/2024)	72.5	95 %	3.7	5 %	76.2
Thomas Schmidt (until 05/17/2024)	43.5	95 %	2.3	5 %	45.8
Johannes Haupt	83.0	77 %	24.5	23 %	107.5
Stefan Räbsamen (since 05/17/2024)	36.2	79 %	9.4	21 %	45.6
Florian Funck (until 05/17/2024)	21.8	80 %	5.6	20 %	27.4
Thomas Kniehl	58.0	85 %	10.0	15 %	68.0
Alyssa Jade McDonald-Bärtl	58.0	100 %	–	–	58.0
Aliz Tepfenhart	58.0	95 %	3.0	5 %	61.0

The fixed remuneration, remuneration for additional committee activities and the lack of performance-related Supervisory Board remuneration are specifically intended to reinforce the independence of the Supervisory Board members.

COMPARATIVE PRESENTATION OF THE DEVELOPMENT OF REMUNERATION OF MANAGEMENT BOARD MEMBERS, SUPERVISORY BOARD MEMBERS AS WELL AS THE REMAINING WORKFORCE AND THE EARNINGS DEVELOPMENT OF THE COMPANY

In order to comply with the requirements of section 162(1) sentence 2 no. 2 AktG, the following table shows the percentage change in the remuneration of the Management Board members, the Supervisory Board members and average remuneration of employees (full-time equivalents) as well as the earnings development of the company compared with the previous year.

The remuneration of the Management Board members included in the table reflects the amounts actually received in the respective fiscal year. These values correspond to the values stated in the tables on remuneration "granted and owed" in accordance with section 162(1) sentence 1 AktG. For better comparability of the remuneration, payments in the event of early termination of Board membership are not taken into account. Where members of the Management Board only received pro rata remuneration in the individual fiscal years (e.g., due to joining the company during the year), the remuneration for this fiscal year was projected for the full year in order to ensure comparability.

In accordance with section 162(1) sentence 2 no. 2 AktG, the comparative presentation also includes the annual change in the "earnings development of the company." "Company" in the meaning of section 162(1) sentence 2 no. 2 AktG is understood to be the legally independent, listed individual company (TAKKT AG). Since the remuneration of the Management Board members is also largely dependent on the development of Group key figures, the development of EBITA in the TAKKT Group is also included.

Since the employee and remuneration structures in the subsidiaries are diverse, particularly in the case of employees abroad, comparison of the development of average remuneration of the employees is based on the average remuneration of the workforce of the German subsidiaries of the TAKKT Group. In order to ensure comparability, the remuneration of part-time employees was extrapolated to full-time equivalents.

Comparative presentation of the annual change in the compensation of Management Board members and the Supervisory Board members as well as the average employee compensation and earnings development

	Change 2025 vs. 2024 in %	Change 2024 vs. 2023 in %	Change 2023 vs. 2022 in %	Change 2022 vs. 2021 in %	Change 2021 vs. 2020 in %
Current members of the Management Board in 2025 fiscal year					
Andreas Weishaar (since 08/01/2024)	64 %	-	-	-	-
Timo Krutoff (since 07/07/2025)	-	-	-	-	-
Former members of the Management Board					
Lars Bolscho (until 07/06/2025)	– 10 %	39 %	-	-	-
Maria Zesch (until 07/31/24)	– 100 %	– 44 %	5 %	81 %	-
Claude Tomaszewski (until 12/31/2022)	-	-	– 98 %	35 %	– 24 %
Tobias Flaitz (06/01/2020 until 12/20/2021)	-	-	– 100 %	– 31 %	57 %
Felix Zimmermann (until 05/11/2021)	-	-	-	– 100 %	3 %
Heiko Hegwein (until 09/30/2020)	-	-	-	– 100 %	– 70 %
Dirk Lessing (until 10/31/2019)	-	-	-	– 100 %	– 60 %
Current members of the Supervisory Board in 2025 fiscal year					
Hendrikus Derksen (since 05/21/2025)	-	-	-	-	-
Hubertus Mühlhäuser (since 05/17/2024)	0 %	-	-	-	-
Stefan Räbsamen (since 05/17/2024)	25 %	-	-	-	-
Alyssa Jade McDonald-Bärtl (since 05/18/2022)	11 %	– 3 %	-	-	–
Aliz Tepfenhart (since 05/18/2022)	0 %	– 3 %	-	-	-
Thomas Kniehl	– 5 %	– 4 %	5 %	24 %	– 20 %
Former members of the Supervisory Board					
Johannes Haupt (until 05/21/2025)	– 54 %	– 3 %	7 %	24 %	– 20 %
Thomas Schmidt (until 05/17/2024)	– 100 %	– 2 %	23 %	108 %	– 20 %
Florian Funck (until 05/17/2024)	– 100 %	– 3 %	– 23 %	– 17 %	– 1 %
Dorothee Ritz (until 05/18/2022)	-	– 100 %	3 %	24 %	– 20 %
Christian Wendler (until 05/18/2022)	-	– 100 %	0 %	24 %	– 19 %
Stephan Gemkow (until 05/15/2019)	-	-	-	-	-
Employees					
Average employee compensation	1 %	3 %	– 3 %	6 %	6 %
Performance					
Annual profit / loss TAKKT AG	– 176 %	64 %	– 47 %	86 %	30 %
EBITA TAKKT Group	– 150 %	– 71 %	– 18 %	22 %	33 %

OTHER DISCLOSURES

Deferred compensation

Management Board members may convert parts of their STIP payments into additional pension components on a graduated basis according to age group (deferred compensation). By opting to do without gross STIP payment amounts, the Board Members acquire benefit component entitlements vis-à-vis the company. The pension benefits are granted as entitlements for pensions and survivors' benefits and in the event of disability. Amounts converted from 2021 onwards bear interest at a rate of 4% per year until pension payments begin; and at 5% or 6% per year for older contributions.

From their board activity, there are pension obligations to the members of the Management Board from deferred compensation in the amount of EUR 0 thousand (EUR 255 thousand). In the fiscal year, EUR 0 thousand (EUR 0 thousand) was contributed to this plan.

TAKKT performance bonds

Stock options are not part of the Management Board remuneration at TAKKT. A voluntary participation offer is made to TAKKT executives allowing them to take part in the economic development of the TAKKT Group through bonds.

The return of this instrument results from a basic interest rate plus a premium or discount determined according to the performance of the TAKKT Group (TAKKT value added). The subscription amount as well as the attainable return have an upper limit. There are liabilities of EUR 0 thousand (EUR 47 thousand) to members of the Management Board from TAKKT Performance Bonds.

Remuneration for supervisory board mandates

Remuneration for activities associated with supervisory board mandates or activities performed as a member of the management in companies in which TAKKT holds a direct or indirect stake, or for which the Board Member is acting in TAKKT's interests, is offset against the STIP. The amounts are offset such that the remuneration received in the course of a fiscal year is offset against the STIP payable by the company for that year.

Miscellaneous

With respect to the members of the Management Board, there are the usual receivables and liabilities from appointment and employment contracts.

The members of the Management Board did not receive any benefits from third parties in the 2025 or 2024 fiscal years, which were either promised or granted to them in connection with their service on the Management Board.

As of December 31, 2025, the members of the Management Board held 120,000 (41,477) shares in TAKKT AG.

INDEPENDENT AUDITORS' REPORT ON THE AUDIT OF THE REMUNERATION REPORT PURSUANT TO SECTION 162(3) OF THE GERMAN STOCK CORPORATION ACT (AKTG)

To **TAKKT AG, Stuttgart**

Audit opinion

We have formally audited the remuneration report of TAKKT AG, Stuttgart, for the fiscal year from January 1 to December 31, 2025, to verify whether the disclosures pursuant to section 162(1) and (2) AktG have been made. In accordance with section 162(3) AktG, we have not audited the factual accuracy of the remuneration report.

In our judgment, the disclosures pursuant to section 162(1) and (2) have been made in the enclosed remuneration report in respect of all material matters. Our audit opinion does not extend to the factual accuracy of the remuneration report.

Basis for the audit opinion

We carried out our audit of the remuneration report in accordance with section 162(3) AktG, paying due regard to the Audit Standard of the Institute of Public Auditors in Germany (IDW) "Auditing the Remuneration Report pursuant to Section 162(3) AktG" (IDW AuS 870 (09.2023)). Our responsibility pursuant to this regulation and this standard is described in more detail in the "Auditor's responsibilities" chapter of our report. We have applied the requirements of the IDW Quality Management Standard in our audit practice. We have complied with the professional duties pursuant to the German Public Accountant Act (Wirtschaftsprüferordnung) and the Professional Charter for German Public Auditors / Sworn Auditors, including the requirements relating to independence.

Responsibilities of the management board and the supervisory board

The Management Board and the Supervisory Board are responsible for the preparation of the remuneration report, including the corresponding disclosures, that meets the requirements of section 162 AktG. In addition, they are responsible for the internal control that they deem necessary to enable the preparation of a remuneration report, including the corresponding disclosures, that is free from material misstatement due to fraud (i.e. manipulation of financial reporting and misappropriation of assets) or error.

Auditor's responsibilities

Our objective is to obtain reasonable assurance about whether the disclosures pursuant to section 162(1) and (2) AktG have been provided in respect of all material matters in the remuneration report and to issue an audit opinion in this regard in a report.

We planned and conducted our audit in such a way that we were able to determine the formal completeness of the remuneration report by comparing the disclosures made in the remuneration report with the disclosures required by section 162(1) and (2) AktG. In accordance with section 162(3) AktG, we did not verify the factual accuracy of the disclosures, the factual completeness of individual disclosures or the appropriate presentation of the remuneration report.

Stuttgart, March 20, 2026
Deloitte GmbH
Wirtschaftsprüfungsgesellschaft

Michael Sturm Wirtschaftsprüfer (German Public Auditor)	Constantin Fuchs Wirtschaftsprüfer (German Public Auditor)

Sustainability Report

EXPLANATORY INFORMATION ON THE CONTENT OF THE REPORT

This sustainability statement for the TAKKT Group has been prepared for the first time in full accordance with the Corporate Sustainability Reporting Directive (CSRD) using the European Sustainability Reporting Standards (ESRS). It also includes the EU Taxonomy disclosures pursuant to Regulation (EU) 2020/852. Parts of the sustainability statement also constitute the non-financial statement and thereby fulfill the legal requirements for TAKKT AG as a listed company (Sections 315b and 289b in conjunction with 264d and 290 of the German Commercial Code [HGB]). An overview of the components of the non-financial statement and their coverage within the sustainability statement can be found in the table below:

In accordance with Section 289c(3) nos. 3 and 4 HGB, there are no reportable risks for TAKKT AG. However, the definition of material reportable risks in accordance with the German Commercial Code (HGB) differs from that used in the ESRS. Consequently, this sustainability statement reports on risks deemed material in accordance with the ESRS. Since, however, these risks are not classified as serious for TAKKT, no reporting obligation applies under Section 289c(3) nos. 3 and 4 HGB.

Non-financial statement

Components of the non-financial statement	Section and page(s) of the sustainability statement
Environmental issues	ESRS E1 – Climate change; pp. 215 – 225
Employee issues	ESRS S1 – Own workforce; pp. 226 – 232
Social issues	ESRS S1 – Own workforce; pp. 226 – 232
Respect for human rights	ESRS S1 – Own workforce; pp. 226 – 232
Combating corruption and bribery	ESRS G1 – Business conduct; pp. 233 – 234

1. GENERAL INFORMATION

This section provides information on the content of the sustainability statement and the integration of sustainability in the undertaking's activities. Key contents include the analysis conducted by the undertaking to identify the sustainability-related impacts, risks and opportunities (sections SBM-3 and IRO-1), as well as the sustainability-related focus areas of the Management Board and Supervisory Board (section GOV-2).

ESRS 2 – GENERAL DISCLOSURES

BP-1 – General basis for preparation of sustainability statements

This sustainability statement applies to the TAKKT Group. The consolidation scope of the statement is generally consistent with that of the consolidated financial statements. However, the materiality assessment (identification of sustainability-related impacts) and the calculation of Scope 3 greenhouse gas emissions (GHG emissions) also include the undertaking's value chain. TAKKT does not make use of the option to omit information relating to intellectual property, know-how or the results of innovations.

BP-2 – Disclosures in relation to specific circumstances

Sources of estimation and outcome uncertainty

In some cases, the values of the metrics and parameters reported in this sustainability statement are based on estimates from assumptions. TAKKT anticipates a high level of measurement uncertainty for the disclosures on the expected development of emissions (section E1-4) and Scope 3 emissions (section E1-6). The high level of measurement uncertainty for expected emission trends stems from the limited predictability of future developments. For Scope 3 emissions, this is attributable to incomplete information regarding energy consumption along the product life cycle – from manufacturing, transport and use to disposal. The methodologies and assumptions used to determine these disclosures are described in the relevant sections.

Changes in preparation or presentation of sustainability information

First-time reporting in accordance with the CSRD using the ESRS results in new and modified disclosure requirements. Comparability with disclosures in reports from previous years is therefore limited. In the area of EU Taxonomy, the materiality concept implemented by EU Regulation 2026/73 results in a reduction in the number of reported activities compared with previous years.

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

The management of the TAKKT Group has a dual structure with the Management Board as its managing body and the Supervisory Board as its monitoring body. The Management Board and Supervisory Board work closely together in coordinating the undertaking's strategic direction. The Management Board is responsible for managing the undertaking. It is the duty of the Supervisory Board to oversee and advise the Management Board. Fifty percent of Supervisory Board members are independent, whereby independence refers both to cumulative independence from the company and its Management Board as well as independence from the controlling shareholder. The share of female members on the Management Board is 0 percent and 33 percent on the Supervisory Board. One member of the Supervisory Board is an employee of the undertaking and chairman of the Works Council. The following table shows the profiles of the board members:

Profiles of Management Board and Supervisory Board Members

	Management Board		Supervisory Board					
	Andreas Weishaar (CEO)	Timo Krutoff	Hubertus Mühlhäuser (Chairman)	Stefan Räbsamen (Deputy Chairman)	Henk Derksen	Thomas Kniehl (Chairman of the Works Council)	Alyssa Jade McDonald-Bärtel	Aliz Tepfenhart
Membership/ Independence								
Member since	2024	2025	2024	2024	2025	1999	2022	2022
Appointed/Elected until	2028	2028	2027	2027	2027	2027	2027	2027
Independence			No	Yes	No	No	Yes	Yes
Diversity								
Gender	Male	Male	Male	Male	Male	Male	Female	Female
Year of birth	1973	1978	1969	1965	1969	1965	1979	1974
Nationality	DEU	DEU	DEU	CH	NL	DEU	AUT, DEU	DEU, ROU
Expertise								
Corporate governance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Operational management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mergers & Acquisitions	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Corporate Finance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Accounting	Yes	Yes	Yes	Yes	Yes	Yes	Yes	
Auditing	Yes	Yes	Yes	Yes	Yes	Yes	Yes	
Sustainability/ESG	Yes	Yes		Yes		Yes	Yes	Yes
Digitalization	Yes	Yes	Yes	Yes				Yes
E-commerce	Yes	Yes		Yes				Yes
Transformation	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Human Resources	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Corporate Governance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Regional expertise								
Germany	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Europe	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
North America	Yes	Yes	Yes	Yes	Yes		Yes	
Asia-Pacific	Yes	Yes	Yes	Yes	Yes		Yes	

The Management Board is responsible for managing the undertaking's sustainability-related impacts, risks and opportunities (IROs). It keeps the Supervisory Board informed of its activities in this regard and seeks its advice. These reporting obligations to the Supervisory Board are governed by section 90 of the German Stock Corporation Act (AktG) and the undertaking's rules of management. The Supervisory Board oversees the Management Board's sustainability-related activities, including regular monitoring of the targets it has established for performance-based Management Board remuneration (see section GOV-3). In addressing sustainability matters, the Management Board and Supervisory Board draw on both the expertise of their members and the specialized knowledge of the undertaking's departments. The Management Board ensures that the expertise of the specialist departments is specifically applied to the management of material IROs.

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

TAKKT's Management Board and Supervisory Board regularly review the development of the undertaking's sustainability-related targets. Many of the actions to achieve sustainability-related targets also require financial resources and are therefore subject to approval processes in which the Management Board and, in some cases, the Supervisory Board are involved. Furthermore, many other matters and processes addressed by the two boards involve sustainability. Examples include the risk and opportunities report (see section SBM-3), the results of employee surveys (see section S1-2) and the compliance report (see section G1-3). With regard to sustainability reporting, the Management Board and Supervisory Board were informed of the results of the materiality assessment (see section IRO-1). The Management Board was involved in the preparation of the sustainability statement. Those sections of the statement defined as the non-financial statement are also subject to review by the Supervisory Board in accordance with section 171 AktG. The Management Board is informed on sustainability matters by the undertaking's departments. The Supervisory Board is generally informed by the Management Board, but also receives reports directly from the departments in certain cases (e.g., matters relating to Management Board remuneration). Based on this information, the Management Board and Supervisory Board can take material IROs (see Section SBM-3) into account in their decisions. Due to the broad range of topics and processes described that the Management Board and Supervisory Board deal with, both bodies addressed all material IROs over the course of the year.

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

The performance-based remuneration for the Management Board and associated incentive system are developed by the TAKKT Supervisory Board and submitted to the Shareholders' Meeting for approval. Under the new Management Board remuneration system adopted in 2025, sustainability-related aspects are included in the long-term remuneration component (long-term incentive) through an ESG modifier. The targets included in the ESG modifier are the share of the sustainable range in the overall product range, the number of reportable workplace accidents with lost time (lost time incidents) and the employee participation rate in compliance training. The modifier structure ensures that the achievement of sustainability-related targets results in a payout only if the financial performance criteria thresholds are also achieved. The long-term incentive is based on a three-year performance period. Consequently, the recognized remuneration linked to sustainability-related targets accounted for 0 percent of the Management Board's total remuneration in 2025. Since Supervisory Board remuneration is fixed, it contains no sustainability-related incentives.

GOV-4 – Statement on due diligence

Corporate due diligence includes addressing actual and potential adverse impacts on people, the environment and society – with the aim of preventing or mitigating such impacts and accounting for them. This due diligence process is described in the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises. The following table shows the sections in the sustainability statement where information on TAKKT's due diligence process can be found:

Information on the due diligence process

Core elements of due diligence	Sections in the sustainability statement
Embedding due diligence in governance, strategy and the business model	GOV-2, GOV-3, SBM-3
Engaging with affected stakeholders in all key steps of the due diligence process	GOV-2, SBM-2, IRO-1, S1-2
Identifying and assessing adverse impacts	SBM-3, IRO-1
Taking actions to address those impacts	E1-3, S1-2, S1-3, S1-4, G1-3
Tracking the effectiveness of these efforts and communicating	E1-5, E1-6, S1-6, S1-14, S1-17, G1-4

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

Organizationally, responsibility for the preparation of the sustainability statement lies with the CFO. The report is prepared by the Controlling department, with Data provided primarily by the Sustainability (section E1), HR (section S1), Legal (section G1) and Accounting (EU Taxonomy) departments. Risk management for sustainability reporting is an integral part of TAKKT's internal control system (ICS). There is a dedicated ICS process in place for sustainability reporting. Internal auditing takes this process into account in its risk-oriented audit planning. The Management Board and Supervisory Board are informed of the results of the audits as part of the annual reporting on monitoring the effectiveness of the early risk detection system. In the event of significant findings, information is provided on an ad hoc basis.

TAKKT classifies the failure to meet legal requirements and deficiencies in data quality as material risks for sustainability reporting. The ICS process therefore focuses on ensuring compliance with the current legal framework and maintaining robust data collection. A key element of TAKKT's data collection is the principle of double checking. This ensures that data collected by a department is only used in the sustainability statement if the department head has confirmed the information by means of a formal approval. In addition to the principle of double checking, the Controlling department also carries out plausibility checks on the data. Sustainability reporting as a whole and data collection in particular are supported by software programs. Key functions of these programs and core elements of the ICS process include technical support for the four-eyes principle, input masks aligned with the current legal requirements, appropriate documentation of data and the use of suitable emission factors.

SBM-1 – Strategy, business model and value chain

TAKKT's strategy and business model are presented in the "Business activities" section of the management report. In particular, this section provides information about markets, customer groups, employees, product groups offered and the undertaking's value chain. TAKKT aims to promote the procurement of sustainable, environmentally friendly office equipment and to make the process as easy as possible. To this end, TAKKT strives to continuously expand the share of sustainable products in its range and promote them through targeted marketing. A key element of the marketing is the special labeling for sustainable products (see section E1-3). Further increasing the share of sustainable products in its range is one of the undertaking's key sustainability targets and therefore also a component of the performance-based Management Board remuneration (see section GOV-3). All of TAKKT's revenue is attributable to ESRS sector "Distribution and trade." As of the reporting date, TAKKT employed 2,115 people, with 1,468 in Europe, 645 in North America and 2 in Asia.

SBM-2 – Interests and views of stakeholders

TAKKT's business success depends significantly on its ability to meet the needs of stakeholders. Maintaining regular, collaborative dialogue with stakeholders is therefore a high priority for TAKKT. Dialogue usually takes place through the relevant department, with close involvement of the Management Board. The following table shows the key stakeholders and the departments that engage with them on a regular basis:

Key stakeholders and dialogue partners

Stakeholder	Dialogue partner (department)
Customers	Sales
Employees	HR
Suppliers	Procurement
Investors	Investor Relations, Treasury

In addition to regular business interactions, TAKKT organizes special events to strengthen dialogue with its stakeholders. These include the Shareholders' Meeting, Bankers' Day and town hall meetings with employees. TAKKT also engages regularly with stakeholders at externally organized events such as trade fairs and capital market conferences. The TAKKT Management Board places great importance on direct contact with stakeholders and usually attends these events in person.

For decisions with significant environmental or social impacts, TAKKT engages with experts and consults scientific or science-based publications to gain a better understanding of these impacts and incorporate them into its decision-making process.

TAKKT maintains regular contact with the undertaking's stakeholders with close involvement of the Management Board. The aim is to understand and take into account their concerns regarding the undertaking's strategy and business model. This also includes analyzing the impacts of TAKKT's activities on stakeholders. These impacts are an integral component of the materiality assessment described in section IRO-1, the results of which were fully communicated to the Management Board and Supervisory Board.

SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model

The following table describes TAKKT's material IROs. They were identified through the materiality assessment described in section IRO-1 and are subject to the disclosure requirements of the ESRS. The IROs classified as material have not changed compared to the previous year.

Material impacts, risks and opportunities

IRO	Topic (in accordance with ESRS 1	Explanation	Impact on TAKKT (business model, strategy, decision-making)		Response / Actions
			Current	Future	
Positive impacts					
Good working conditions for employees and respectful conduct in dealing with business partners through TAKKT's corporate culture	Corporate governance	TAKKT's respectful, performance-based corporate culture has a positive impact on the working environment of both employees and business partners	Strong	Strong	Maintaining the TAKKT core behaviors and TAKKT Code of Ethics (see sections S1 – 1, G1 – 1)
Suppliers required to comply with social and environmental standards	Corporate governance	TAKKT can influence supplier behavior through its requirements	Strong	Strong	Maintaining the Supplier Code of Conduct (see section G1 – 2)
Negative impacts					
Scope 1, 2 and 3 GHG emissions	Climate change	TAKKT and its business partners contribute to climate change	Medium	Medium	See sections E1 – 2, E1 – 3
Potential employee dissatisfaction or overload	Own workforce	Possible causes of dissatisfaction include unequal treatment of employees or lack of opportunities for further development	Strong	Strong	See sections S1 – 1, S1 – 2, S1 – 3
Financial risks					
Increases in procurement prices due to climate change	Climate change	Examples include carbon pricing and scarcity caused by weather events	Low	Medium	See sections E1 – 2, E1 – 3
Disruption to business operations due to climate change	Climate change	For example, due to flooding of a warehouse	Low	Medium	
Structural shifts in demand due to climate change	Climate change	For example, increased use of second-hand goods driven by growing environmental awareness	Low	Medium	
Reputational damage due to high GHG emissions	Climate change	High GHG emissions reduce the undertaking's attractiveness to customers, employees and investors	Medium	Medium	
Loss of qualified and dedicated employees	Own workforce	Competition with other employers in the battle for talent	Strong	Strong	See sections S1 – 1, S1 – 2, S1 – 3
Corruption, bribery and other legal violations	Corporate governance	Risks include fines and exclusion from procurement processes	Medium	Medium	See section G1 – 3

IRO	Topic (in accordance with ESRS 1	Explanation	Impact on TAKKT (business model, strategy, decision-making)		Response / Actions
			Current	Future	
Financial opportunities					
Increased demand for sustainable products offered by TAKKT	Climate change	Growing climate awareness is increasing customer demand for environmentally friendly business equipment	Medium	Strong	Expansion and targeted marketing of sustainable products (see section E1 – 3)
Cost savings from energy efficiency measures	Climate change	Climate awareness is driving the implementation of energy efficiency measures, which usually also deliver economic benefits	Medium	Medium	See sections E1 – 2, E1 – 3
Reliable product availability resulting from strong supplier relationships	Corporate governance	TAKKT maintains longstanding partnerships with its suppliers	Strong	Strong	See section G1 – 2

The sustainability-related risks described in the table are taken into account in the undertaking's risk and opportunities report, where the presentation and assessment of the risks "increasing procurement costs," "disruption to business operations," "structural shifts in demand" and "compliance" are broader in scope and not limited to sustainability considerations. For example, the risk "increasing procurement costs" encompasses more than just the climate-related price increases. TAKKT regularly reviews itw risk-bearing capacity. This involves analyzing whether key figures, such as equity ratio and gearing, would remain within defined target ranges in the event of different risk scenarios. The scenarios take into account all risks mentioned in the risk and opportunities report. The most recent risk-bearing capacity review was conducted at the end of 2025 and confirmed TAKKT's resilience to these risks outside of extreme scenarios. Sustainability-related risks represent a subset of the risks included in the risk and opportunities report. Consequently, this confirmation can also be interpreted as evidence of the undertaking's resilience to sustainability-related risks. Even in light of this resilience, the current financial impacts of sustainability-related risks is considered to be low. None of the sustainability-related risks are expected to require a material adjustment to carrying amounts in the next reporting period.

In TAKKT's view, B2B customers are increasingly demanding responsible and sustainable action from their suppliers and partners as well as products that meet sustainability criteria. Therefore, TAKKT sees the higher demand for sustainable products as a relevant growth driver. The share of sales generated with sustainable products has grown steadily in recent years and currently accounts for 29 percent.

IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities

TAKKT identified the material IROs through a materiality assessment in accordance with ESRS 1. The assessment was carried out in 2024. The results are reviewed annually to ensure their continued validity. No adjustments were required for 2025. The materiality assessment was based on workshops with employees from various departments. Employees contributed not only their own perspectives as internal stakeholders but also represented the views of external stakeholders. For example, employees from the sales department represented the perspective of customers, while those from procurement represented the perspective of suppliers. The perspectives of environmental and societal stakeholders were included using expert assessments and publicly available data. The workshops were structured around the sub-topics listed in ESRS 1 AR 16 under Environment (E), Social (S) and Governance (G). For each sub-topic, participants identified and assessed both the positive and negative impacts of the undertaking on that sub-topic as well as the resulting financial risks and opportunities for the undertaking.

In addition to the undertaking's own operations, the identification of impacts also considered upstream and downstream activities along the value chain. This includes emissions generated during the manufacture, shipping, use and disposal of products sold by TAKKT. The assessment did not focus on individual factors (e.g., regions). In identifying the risks and opportunities, particular attention was given to those included in the undertaking's risk and opportunity report that relate to the E, S and G areas (see section SBM-3). Furthermore, potential interrelationships between the impacts of the undertaking's activities on the one hand, and risks and opportunities on the other, were taken into account. Sustainability risks were not found to be of greater significance for TAKKT compared with other risks.

The assessment of impacts was performed using the dimensions of scale, scope and likelihood of occurrence, as well as irremediability in the case of negative impacts. The "scale" dimension assesses the severity of an impact, while "scope" refers to its reach, such as in the number of individuals affected. Risks and opportunities were assessed based on the dimensions magnitude of financial impact and likelihood of occurrence. Each dimension was evaluated individually using a quantitative scale. The individual assessments of the dimensions for each IRO were subsequently combined into an overall score. Thresholds were then defined for impacts as well as for risks and opportunities. The thresholds determine the score above which an IRO is considered material for the undertaking.

The content of the TAKKT sustainability statement is derived from the material IROs. In general, the sustainability statement covers all topical disclosure requirements relating to a sub-topic for which at least one material IRO has been identified. Only disclosure requirements subject to the phase-in provisions in accordance with ESRS 1 paragraph 137 are excluded. The Management Board and Supervisory Board were fully informed of the results of the materiality assessment.

IRO-2 –Disclosure requirements in ESRS covered by the undertaking's sustainability statement

The following tables show the topical disclosure requirements covered by the sustainability statement (see section IRO-1) and data points derived from specific EU legislation that are included in the sustainability statement to the extent they fall under the covered topical disclosure requirements or general disclosures of ESRS 2. Various departments of the undertaking provided information for the sustainability statement, In particular, the Sustainability, HR, Legal and Accounting departments were involved. As the department responsible for preparing the sustainability statement, Controlling reviewed the information to determine whether it was sufficiently relevant to fulfill the disclosure requirements.

Covered topical disclosure requirements

Disclosure requirement	Description	Page
ESRS E1 – Climate change		
E1-DR GOV – 3	Disclosure requirement related to ESRS 2 GOV – 3 – Integration of sustainability-related performance in incentive schemes	215
E1-DR SBM – 3	Disclosure requirement related to ESRS 2 SBM – 3 – Material impacts, risks and opportunities and their interaction with strategy and business model	215
E1-DR IRO – 1	Disclosure requirement related to ESRS 2 IRO – 1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities	215
ESRS E1 – 1	Transition plan for climate change mitigation	216
ESRS E1 – 2	Policies related to climate change mitigation and adaptation	216
ESRS E1 – 3	Actions and resources in relation to climate change policies, metrics and targets	217– 218
ESRS E1 – 4	Targets related to climate change mitigation and adaptation	218
ESRS E1 – 5	Energy consumption and mix	219– 220
ESRS E1 – 6	Gross Scopes 1, 2, 3 and total GHG emissions	221– 224
ESRS E1 – 7	GHG removals and GHG mitigation projects financed through carbon credits	225
ESRS E1 – 8	Internal carbon pricing	225
ESRS S1 – Own workforce		
S1-DR SBM – 2	Disclosure requirement related to ESRS 2 SBM – 2 – Interests and views of stakeholders	226
S1-DR SBM – 3	Disclosure requirement related to ESRS 2 SBM – 3 – Material impacts, risks and opportunities and their interaction with strategy and business model	226
ESRS S1 – 1	Policies related to own workforce	226– 227
ESRS S1 – 2	Processes for engaging with own workers and workers' representatives about impacts	227– 228
ESRS S1 – 3	Processes to remediate negative impacts and channels for own workforce to raise concerns	228
ESRS S1 – 4	Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	228
ESRS S1 – 5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	228
ESRS S1 – 6	Characteristics of the undertaking's employees	228– 230
ESRS S1 – 8	Collective bargaining coverage and social dialogue	230
ESRS S1 – 9	Diversity metrics	231
ESRS S1 – 10	Adequate wages	231
ESRS S1 – 14	Health and safety metrics	231
ESRS S1 – 16	Remuneration metrics (pay gap and total remuneration)	231– 232
ESRS S1 – 17	Incidents, complaints and severe human rights impacts	232

Disclosure requirement	Description	Page
ESRS G1 – Business conduct		
G1-DR GOV– 1	Disclosure requirement related to ESRS 2 GOV– 1 – The role of the administrative, management and supervisory bodies	233
G1-DR IRO– 1	Disclosure requirement related to ESRS 2 IRO– 1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities	233
ESRS G1 – 1	Corporate culture and business conduct policies	233
ESRS G1 – 2	Management of relationships with suppliers	233
ESRS G1 – 3	Prevention and detection of corruption and bribery	234
ESRS G1 – 4	Incidents of corruption or bribery	234
ESRS G1 – 6	Payment practices	234

Data points from EU legislation

Data point	SFDR	Pillar 3	Benchmark regulation	EU climate law	Page
	EU legislation				
ESRS 2– General disclosures					
Board's gender diversity [ESRS 2, GOV– 1, 21 (d)]	Indicator number 13 Table 1 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		193– 194
Percentage of board members who are independent [ESRS 2, GOV– 1, 21 (e)]			Commission Delegated Regulation (EU) 2020/1816, Annex II		193– 194
Statement on due diligence [ESRS 2, GOV– 4, 30]	Indicator number 10 Table 3 of Annex 1				195
Involvement in activities related to fossil fuel activities [ESRS 2, SBM– 1, 40 (di)]	Indicator number 4 Table 1 of Annex 1	Article 449a 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	Commission Delegated Regulation (EU) 2020/1816, Annex II		196
Involvement in activities related to chemical production [ESRS 2, SBM– 1, 40 (di)]	Indicator number 9 Table 2 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		196
Involvement in activities related to controversial weapons [ESRS 2, SBM– 1, 40 (d) iii]	Indicator number 14 Table 1 of Annex 1		Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		196
Involvement in activities related to cultivation and production of tobacco [ESRS 2, SBM– 1, 40(d) iv]			Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		196

Data point	EU legislation SFDR	Pillar 3	Benchmark regulation	EU climate law	Page
ESRS E1 – Climate change					
Transition plan to reach climate neutrality by 2050 [ESRS E1 – 1, 14]				Regulation (EU) 2021/1119, Article 2(1	216
Undertakings excluded from Paris-aligned benchmarks [ESRS E1 – 1, 16 (g)]		Article 449a 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	Delegated Regulation (EU) 2020/1818, Article 12(1)(d) to (g) and Article 12(2)		216
GHG emission reduction targets [ESRS E1 – 4, 34]	Indicator number 4 Table 2 of Annex 1	Article 449a Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 6		218
Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) [ESRS E1 – 5, 38]	Indicator number 5 Table 1 of Annex 1 and Indicator number 5 Table 2 of Annex 1				219
Energy consumption and mix [ESRS E1 – 5, 37]	Indicator number 5 Table 1 of Annex 1				219
Energy intensity associated with activities in high climate impact sectors [ESRS E1 – 5, 40– 43]	Indicator number 6 Table 1 of Annex 1				219
Gross Scopes 1, 2, 3 and total GHG emissions [ESRS E1 – 6, 44]	Indicator numbers 1 and 2 Table 1 of Annex 1	Article 449a 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	Delegated Regulation (EU) 2020/1818, Article 5(1), 6 and 8(1)		221

Data point	SFDR	Pillar 3	Benchmark regulation	EU climate law	Page
	EU legislation				
Gross GHG emission intensity [ESRS E1 – 6, 53– 55]	Indicator number 3 Table 1 of Annex 1	Article 449a Regulation (EU) No. 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 8(1)		222
GHG removals and carbon credits [ESRS E1 – 7, 56]				Regulation (EU) 2021/1119, Article 2(1)	225
Exposure of the benchmark portfolio to climate-related physical risks [ESRS E1 – 9, 66]			Delegated Regulation (EU) 2020/1818, Annex II Delegated Regulation (EU) 2020/1816, Annex II		Omitted (ESRS 1, 137)
• Disaggregation of monetary amounts by acute and chronic physical risk [ESRS E1 – 9, 66(a)] • Location of significant assets at material physical risk [ESRS E1 – 9, 66(c)]		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			Omitted (ESRS 1, 137
Breakdown of the carrying value of its real estate assets by energy-efficiency classes [ESRS E1 – 9, 67(c)]		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453(34), Template 2: Banking book – climate change transition risk: Loans collateralized by immovable property – energy efficiency of the collateral			Omitted (ESRS 1, 137)
Degree of exposure of the portfolio to climate-related opportunities [ESRS E1 – 9, 69]			Commission Delegated Regulation (EU) 2020/1818, Annex II		Omitted (ESRS 1, 137)

Data point	SFDR	Pillar 3	Benchmark regulation	EU climate law	Page
	EU legislation				
ESRS E2– Pollution					
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 [ESRS E2 – 4, 28]	Indicator number 8 Table 1 of Annex 1, Indicator number 2 Table 2 of Annex 1, Indicator number 1 Table 2 of Annex 1, Indicator 3 Table 2 of Annex 1				Not material
ESRS E3– Water and marine resources					
Water and marine resources [ESRS E3 – 1, 9]	Indicator number 7 Table 2 of Annex 1				Not material
Dedicated policy [E3 – 1, 13]	Indicator number 8 Table 2 of Annex 1				Not material
Sustainable oceans and seas [ESRS E3 – 1, 14]	Indicator number 12 Table 2 of Annex 1				Not material
Total water recycled and reused [ESRS E3 – 4, 28(c)]	Indicator number 6.2 Table 2 of Annex 1				Not material
Total water consumption in m3 per net revenue on own operations [ESRS E3 – 4, 29]	Indicator number 6.1 Table 2 of Annex 1				Not material
ESRS E4– Biodiversity and ecosystems					
ESRS 2 – SBM– 3 – E4 paragraph 16(a) i	Indicator number 7 Table 1 of Annex 1				Not material
ESRS 2 – SBM– 3 – E4 paragraph 16(b)	Indicator number 10 Table 2 of Annex 1				Not material
ESRS 2 – SBM– 3 – E4 paragraph 16(c)	Indicator number 14 Table 2 of Annex 1				Not material
Sustainable land / agriculture practices or policies [ESRS E4 – 2, 24(b)]	Indicator number 11 Table 2 of Annex 1				Not material

	EU legislation				
Data point	**SFDR**	**Pillar 3**	**Benchmark regulation**	**EU climate law**	**Page**
Sustainable oceans / seas practices or policies [ESRS E4 – 2, 24(c)]	Indicator number 12 Table 2 of Annex 1				Not material
Policies to address deforestation [ESRS E4 – 2, 24(d)]	Indicator number 15 Table 2 of Annex 1				Not material
ESRS E5– Resource use and circular economy					
Non-recycled waste [ESRS E5 – 5, 37(d)]	Indicator number 13 Table 2 of Annex 1				Not material
Hazardous waste and radioactive waste [ESRS E5 – 5, 39]	Indicator number 9 Table 1 of Annex 1				Not material
ESRS S1 – Own workforce					
Risk of incidents of forced labor [ESRS 2, SBM– 3-S1, 14(f)]	Indicator number 13 Table 3 of Annex 1				Not material
Risk of incidents of child labor [ESRS 2, SBM– 3-S1, 14(g)]	Indicator number 12 Table 3 of Annex 1				Not material
Human rights policy commitments [ESRS S1 – 1, 20]	Indicator number 9 Table 3 of Annex 1 and Indicator number 11 Table 1 of Annex 1				226
Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8 [ESRS S1 – 1, 21]			Commission Delegated Regulation (EU) 2020/1816, Annex II		226
Processes and measures for preventing trafficking in human beings [ESRS S1 – 1, 22]	Indicator number 11 Table 3 of Annex 1				Not material
Workplace accident prevention policy or management system [ESRS S1 – 1, 23]	Indicator number 1 Table 3 of Annex 1				226– 227

Data point	SFDR	Pillar 3	Benchmark regulation	EU climate law	Page
	EU legislation				
Grievance / complaints handling mechanisms [ESRS S1 – 3, 32(c)]	Indicator number 5 Table 3 of Annex 1				228
Number of fatalities and number and rate of work-related accidents [ESRS S1 – 14, 88(b-c)]	Indicator number 2 Table 3 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		231
Number of days lost to injuries, accidents, fatalities or illness [ESRS S1 – 14, 88(e)]	Indicator number 3 Table 3 of Annex 1				Omitted (ESRS 1, 137)
Unadjusted gender pay gap [ESRS S1 – 16, 97(b)]	Indicator number 12 Table 1 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		231– 232
Excessive CEO pay ratio [ESRS S1 – 16, 97(b)]	Indicator number 8 Table 3 of Annex 1				231– 232
Incidents of discrimination [ESRS S1 – 17, 103(a)]	Indicator number 7 Table 3 of Annex 1				232
Non-respect of UNGPs on Business and Human Rights and OECD guidelines [ESRS S1 – 17, 104(a)]	Indicator number 10 Table 1 of Annex 1 and Indicator number 14		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Article 12(1)		232
ESRS S2 – Workers in the value chain					
Significant risk of child labor or forced labor in the value chain [ESRS 2, SBM– 3-S2, 11(b)]	Indicator numbers 12 and 13 Table 3 of Annex 1				Not material
Human rights policy commitments [ESRS S2 – 1, 17]	Indicator number 9 Table 3 of Annex 1 and Indicator number 11 Table 1 of Annex 1				Not material
Policies related to value chain workers [ESRS S2 – 1, 18]	Indicator numbers 11 and 4 Table 3 of Annex 1				Not material
Non-respect of UNGPs on Business and Human Rights and OECD guidelines [ESRS S2 – 1, 19]	Indicator number 10 Table 1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Article 12(1)		Not material

	EU legislation				
Data point	**SFDR**	**Pillar 3**	**Benchmark regulation**	**EU climate law**	**Page**
Due diligence policies on issues addressed by the fundamental International Labor Organization Conventions 1 to 8 [ESRS S2 – 1, 19]			Commission Delegated Regulation (EU) 2020/1816, Annex II		Not material
Human rights issues and incidents connected to its upstream and downstream value chain [ESRS S2 – 4, 36]	Indicator number 14 Table 3 of Annex 1				Not material
ESRS S3 – Affected communities					
Human rights policy commitments [ESRS S3 – 1, 16]	Indicator number 9 Table 3 of Annex 1 and Indicator number 11 Table 1 of Annex 1				Not material
Non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines [ESRS S3 – 1, 17]	Indicator number 10 Table 1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Article 12(1)		Not material
Human rights issues and incidents [ESRS S3 – 4, 36]	Indicator number 14 Table 3 of Annex 1				Not material
ESRS S4 – Consumers and end-users					
Policies related to consumers and end-users [ESRS S4 – 1, 16]	Indicator number 9 Table 3 of Annex 1 and Indicator number 11 Table 1 of Annex 1				Not material
Non-respect of UNGPs on Business and Human Rights and OECD guidelines [ESRS S4 – 1, 17]	Indicator number 10 Table 1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Article 12(1)		Not material
Human rights issues and incidents [ESRS S4 – 4, 35]	Indicator number 14 Table 3 of Annex 1				Not material

	EU legislation				
Data point	**SFDR**	**Pillar 3**	**Benchmark regulation**	**EU climate law**	**Page**
ESRS G1 – Business conduct					
United Nations Convention against Corruption [ESRS G1 – 1, 10(b)]	Indicator number 15 Table 3 of Annex 1				233
Protection of whistle-blowers [ESRS G1 – 1, 10(d)]	Indicator number 6 Table 3 of Annex 1				233
Fines for violation of anti-corruption and anti-bribery laws [ESRS G1 – 4, 24(a)]	Indicator number 17 Table 3 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		234
Standards of anti-corruption and anti-bribery [ESRS G1 – 4, 24(b)]	Indicator number 16 Table 3 of Annex 1				234

2. ENVIRONMENTAL INFORMATION

This section provides information on the undertaking's actions regarding climate change mitigation and other environmental objectives. It contains key disclosures on the EU Taxonomy and the undertaking's energy consumption and GHG emissions (sections E1-5 and E1-6), including emission reduction targets and actions (sections E1-3 and E1-4).

DISCLOSURES PURSUANT TO ARTICLE 8 OF REGULATION 2020/852 (TAXONOMY REGULATION)

Introduction

Regulation (EU) 2020/852 (hereinafter: Taxonomy Regulation) requires companies to report on the environmental sustainability of their economic activities using a uniform classification system described in the regulation. In this system, an economic activity that is potentially or actually environmentally sustainable is referred to as Taxonomy-eligible or Taxonomy-aligned. The conditions that an economic activity must meet in order to be considered Taxonomy-eligible or Taxonomy-aligned are specified in the Taxonomy Regulation and supplementary EU regulations (2021/2139, 2022/1214, 2023/2485, 2023/2486). These conditions are based on the following six environmental objectives:

1. Climate change mitigation
2. Climate change adaptation
3. Sustainable use and protection of water and marine resources
4. Transition to a circular economy
5. Pollution prevention and control
6. Protection and restoration of biodiversity and ecosystems

Reference values

The reporting requirements under the Taxonomy Regulation stipulate that for sales, capital expenditure (CapEx) and operating expenditure (OpEx), the share attributable to Taxonomy-eligible and Taxonomy-aligned economic activities must be disclosed in relation to a reference value. The reference values are defined in EU Regulation 2021/2178. For sales, the reference value is net sales, for CapEx it is additions to property, plant and equipment as well as intangible assets, and for OpEx it is the sum of expenses for renovation, maintenance or repair of property, plant and equipment, expenses for short-term leasing, and expenses for research and development. In 2025, TAKKT's reference values were EUR 964,276 thousand for revenue, EUR 20,766 thousand for CapEx and EUR 8,451 thousand for OpEx.

Taxonomy eligibility

An economic activity is considered Taxonomy-eligible if it has the potential to contribute to at least one of the six environmental objectives. The supplementary EU regulations provide a comprehensive numbered list of economic activities that qualify as Taxonomy-eligible for each environmental objective. The shares of these economic activities in relation to the reference values above are presented in the following sections. For the calculation, various control measures such as plausibility checks and reconciliations were carried out in order to avoid double counting when allocating amounts across the economic activities.

Revenue

In 2025, TAKKT had no Taxonomy-eligible economic activities that generated material revenue.

Capital expenditure (CapEx)

In 2025, additions to property, plant and equipment and intangible assets at TAKKT resulted from a variety of business transactions. Some of these business transactions are associated with Taxonomy-eligible economic activities for the environmental objective "climate change mitigation." These include the long-term leasing of buildings in the amount of EUR 11,915 thousand (economic activity "7.7 Acquisition and ownership of buildings"), passenger vehicle purchases of EUR 1,394 thousand (economic activity "6.5 Transport by motorbikes, passenger cars and light commercial vehicles") and the operation of photovoltaic systems of EUR 175 thousand (economic activity "4.1 Electricity generation using photovoltaic technology"). The share of CapEx from Taxonomy-eligible economic activities resulting from these amounts came to 65 percent.

Operating expenditure (OpEx)
The OpEx reference value for TAKKT in 2025 was very small at EUR 8,451 thousand. It accounted for only 5 percent of other operating expenses amounting to EUR 163,410 thousand. The OpEx reference value was therefore considered insignificant. Given this insignificance and with reference to Article 8 of the Taxonomy Regulation in conjunction with EU Regulation 2021/2178, the determination of the share of OpEx from Taxonomy-eligible economic activities was dispensed with and reported as zero.

Taxonomy alignment

A Taxonomy-eligible economic activity is Taxonomy-aligned if it meets three conditions:

1. The company performing the activity complies with minimum safeguards relating to human rights (including labor rights), bribery/corruption, taxation and fair competition).
2. The activity makes a substantial contribution to (at least) one of the six environmental objectives.
3. The activity does not cause significant harm to any of the other environmental objectives.

Compliance with minimum safeguards is assessed based on the report of the Platform on Sustainable Finance on this topic as well as the FAQ notice of the European Commission (2023/C 211/01). TAKKT's compliance with the minimum safeguards was confirmed for 2025. The assessment of whether activities make a substantial contribution to an environmental objective without significantly harming any of the other environmental objectives is carried out based on the technical assessment criteria specified in the supplementary EU regulations. Generally, this assessment requires a large amount of data and evidence, some of which must be obtained from suppliers. For example, assessing the technical screening criteria for economic activity "6.5 Transport by motorbikes, passenger cars and light commercial vehicles" requires information on the recyclability/reusability of the vehicles as well as the rolling noise/rolling resistance of the tires. In 2025, TAKKT did not have all the required data and evidence for any of the Taxonomy-eligible economic activities. Consequently, the shares of Taxonomy-aligned economic activities in the reference values were each reported as zero.

Tables

The following tables show the EU Taxonomy disclosures in the structure specified by EU Regulation 2021/2178 (and revised by EU Regulation 2026/73).

Proportion of turnover, CapEx and OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (summary KPIs)

Fiscal year 2025					Breakdown by environmental objectives of Taxonomy-aligned activities										
KPI (1)	Total (2)	Proportion of Taxonomy-eligible activities (3)	Taxonomy-aligned activities (4)	Proportion of Taxonomy-aligned activities (5)	Climate change mitigation (6)	Climate change adaptation (7)	Water (8)	Circular economy (9)	Pollution (10)	Biodiversity (11)	Proportion of enabling activities (12)	Proportion of transitional activities (13)	Not assessed activities considered non-material (14)	Taxonomy-aligned activities in 2023 (15)	Proportion of Taxonomy-aligned activities in 2023 (16)
	Thousand Euros	%	Thousand Euro	%	%	%	%	%	%	%	%	%	%	Thousand Euro	%
Revenue	964,276	0 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0	0 %
CapEx	20,766	65 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	1 %	0	0 %
OpEx	8,451	0 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	0 %	100 %	0	0 %

Proportion of turnover, CapEx and OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering year 2025 (activity breakdown)

Reported KPI: CapEx														
Fiscal year 2025					**Environmental objective of Taxonomy-aligned activities**									
Economic activities (1)	**Code (2)**	**Taxonomy-eligible KPI (proportion of Taxonomy-eligible CapEx) (3)**	**Taxonomy-aligned KPI (monetary value of CapEx) (4)**	**Taxonomy-aligned KPI (proportion of Taxonomy-aligned CapEx) (5**	**Climate change mitigation (6)**	**Climate change adaptation (7)**	**Water (8)**	**Circular economy (9)**	**Pollution (10)**	**Biodiversity (11)**	**Enabling activity (12)**	**Transitional activity (13)**	**Proportion of Taxonomy-aligned activities in Taxonomy-eligible activities (14)**
		%	Thousand Euro	%	%	%	%	%	%	%	E	T	%
Electricity generation using photovoltaic technology	CCM 4.1.	1 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	–	–	0 %
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5.	7 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	–	–	0 %
Acquisition and ownership of buildings	CCM 7.7.	57 %	0	0 %	0 %	0 %	0 %	0 %	0 %	0 %	–	–	0 %
Sum of alignment per objective					**0 %**	**0 %**	**0 %**	**0 %**	**0 %**				
Total CapEx		**65 %**	**0**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**	**0 %**

ESRS E1 – CLIMATE CHANGE

E1-DR GOV-3 – Disclosure requirement related to ESRS 2 GOV-3 – Integration of sustainability-related performance in incentive schemes

One of the targets described in section GOV-3 for the long-term incentive of the Management Board remuneration is climate-related. This is the share of the sustainable range in the entire product range. Increasing this share can contribute to the reduction of GHG emissions (see section E1-3). Since the long-term incentive is based on a three-year performance period commencing in 2025, the recognized remuneration linked to the climate-related target accounted for 0 percent of the Management Board's total remuneration in 2025. Since Supervisory Board remuneration is fixed, it contains no climate-related targets.

E1-DR SBM-3 – Disclosure requirements related to ESRS 2 SBM-3. – Material impacts, risks and opportunities and their interaction with strategy and business model

TAKKT's materiality assessment identified the following material IROs related to climate change (see section SBM-3):

1. Negative impacts from Scope 1, 2 and 3 GHG emissions
2. Financial risk from rising procurement costs due to climate change
3. Financial risk from operational disruptions due to climate change
4. Financial risk from structural shifts in demand due to climate change
5. Financial risk from reputational damage associated with high GHG emissions
6. Financial opportunity from increased demand for TAKKT's sustainable product offering
7. Financial opportunity from cost savings due to energy efficiency measures

IRO-3 is a physical risk (a risk that arises directly from the impacts of climate change, such as changes in precipitation patterns). In contrast, IROs 4 and 5 are transition risks (risks that do not arise directly from the impacts of climate change but that arise from the shift to a lower-carbon economy, including regulatory changes). IRO 2 represents both a physical risk (e.g., price increases due to climate change-related scarcity) and a transition risk (e.g., price increases from carbon pricing).

A key tool for assessing climate-related risks and evaluating the undertaking's long-term resilience is the climate risk analysis conducted by the Sustainability department in 2024. The analysis examines TAKKT's business activities for both physical and transition risks. For physical risks, the key findings of the analysis include an assessment of the undertaking's locations in terms of their exposure to climate hazards, along with recommendations for managing them. The risk assessment uses the RCP 8.5 scenario, which assumes high long-term emission levels and is based on NUTS 3 regions in Europe and the county level in North America. The analysis covers the period from 2035 to 2065. No locations were found to be at particularly high risk requiring immediate action. With regard to transition risks, the climate risk analysis concluded that the undertaking's business activities and assets are not inconsistent with a shift to a lower-carbon economy. This development is shown in the International Energy Agency's "Net Zero Emissions by 2050" scenario.

E1-DR IRO-1 – Disclosure requirement related to ESRS 2 IRO-1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities

TAKKT's climate-related IROs were identified as part of the undertaking's materiality assessment. The process used to identify and assess IROs is described in section IRO-1. Key information for identifying and assessing climate-related IROs included GHG emission levels (see section E1-6) and the results of the climate risk analysis (see section E1-DR SBM-3).

E1-1 – Transition plan for climate change mitigation

Transition plan

TAKKT aims to significantly reduce its GHG emissions. A reduction target for Scope 1 and 2 emissions was already established in 2023 for 2030, which is explained in section E1-4. In 2025, as part of its commitment to the Science Based Targets initiative (SBTi), TAKKT announced that it will revise this target within two years so it aligns with the 1.5 °C goal of the Paris Agreement (science-based target). The revision will also include Scope 3 emissions in the target.

TAKKT has already identified and begun implementing initial emission reduction actions for all three scopes (see section E1-3). In particular, a total of EUR 2.7 million was invested in its own photovoltaic systems between 2023 and 2025. These systems are expected to reduce annual emissions by around 331 t CO_2e. In 2025, EUR 1 million were invested in reduction actions, primarily for further electrification of the vehicle fleet.

TAKKT does not yet have a transition plan to achieve climate neutrality by 2050. It aims to develop such a plan over the next two years alongside its science-based reduction target.

Explanations

- Financial resources spent on emission reduction actions often constitute Taxonomy-eligible CapEx in accordance with EU Regulation 2021/2178. To date, TAKKT's Taxonomy eligibility stems mainly from economic activities related to “electricity generation using photovoltaic technology” and “transport by motorbikes, passenger cars and light commercial vehicles.”
- TAKKT does not fall under the exclusions from the Paris-aligned EU benchmarks set out in Article 12 of EU Regulation 2020/1818.

E1-2 – Policies related to climate change mitigation and adaptation

TAKKT's emissions are mainly driven by the consumption of energy from fossil sources within the undertaking and the emissions intensity associated with the manufacture, transport, use and disposal of the products it sells. Consequently, the emission reduction actions identified by TAKKT focus on the following policies:

- Reducing the consumption of energy from fossil sources within the undertaking
- Reducing the emissions impact of products sold

Reducing the emissions impact of the products sold is not only a climate change mitigation policy; it also addresses climate change adaptation. TAKKT expects that heightened climate awareness among customers will lead to an increase in demand for products with lower emissions impact in the coming years.

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

GHG reduction actions

Action	Target / Policy	Objective quantification (by 2030)	Emissions reduced	Implementation dependent on financial resources	Status	Expected annual GHG reduction vs. 2021 (t CO_2e)
Operation of own photovoltaic systems	Reduction of energy consumption from fossil sources in the undertaking (through own consumption) and beyond (through grid feed-in)	Installed capacity of at least 3,370 kWp	Scope 2	Yes	TAKKT has been operating a system at a North American location with an installed capacity of 980 kWp since 2013. Since 2023, two additional systems have been built at locations in Germany with a combined installed capacity of 2,390 kWp and a total investment volume of EUR 2,665 thousand. Full commissioning of these systems is expected in 2026. The investments are reported in the EU Taxonomy disclosures for 2023 and 2024 as Taxonomy-eligible CapEx under the economic activity “Electricity generation using solar photovoltaic technology.”	331 (location-based)
Electrification of the vehicle fleet	Reducing the consumption of energy from fossil sources within the undertaking	Minimizing the number of exclusively fuel-powered vehicles over time by prioritizing electric or hybrid vehicles in new acquisitions	Scope 1	Yes	Since 2019, the company car policies of the TAKKT companies have included incentives for procuring low-emission vehicles. In many companies, the policy generally requires that new vehicles be electric or hybrid.	930
Increased use of green electricity tariffs or comparable contractual instruments	Reducing the consumption of energy from fossil sources within the undertaking	Reduction of market-based Scope 2 emissions at North American locations by at least 60 %	Scope 2 (market-based)	Yes	Green electricity tariffs are currently used primarily at German and Scandinavian locations. The aim is to expand their use to the other locations, particularly in North America.	1,935
Expansion of the sustainable product range	Reducing the emissions impact of products sold	Increase the share of the sustainable range in the overall product range by at least 2 percentage points per year.	Scope 3	Yes	TAKKT introduced a product sustainability rating in 2021. The products are assessed across five categories, resulting in a score of between 1.0 and 5.0. Products with a rating of 3.0 or higher are considered sustainable and are specially labeled in sales materials. One of the categories is climate change. Assessment criteria in this category include short transport distances from suppliers (local sourcing) and energy-efficient manufacturing processes. At the end of 2025, the sustainable range accounted for 22 % of the total product range. This represents an increase of 4 percentage points compared to the previous year.	The aim is to determine this within the SBTi process

Explanations

- TAKKT is committed to having as many Group companies as possible certified according to recognized sustainability standards such as ISO 50001 and EMAS. Such certification gives companies a reason to intensify their environmental protection efforts. By the end of 2025, five companies had achieved certification.

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

GHG reduction targets

Emission type	Base year	Target year	Baseline value (actual value base year)	Target value (planned value target year)	Target value vs. baseline value
Gross Scopes 1 & 2 GHG emissions [location-based] (t CO_2e)	2021	2030	9,339	4,670	– 50 %

Explanations

- The table describes the current reduction target. It was set in 2023. This target is not science-based. TAKKT plans to develop a science-based target and has announced its commitment to the SBTi.
- TAKKT's emissions are largely unaffected by fluctuating external factors such as weather conditions. Consequently, the base year emission values are considered representative.
- The target is monitored through annual emissions accounting as part of sustainability reporting. In 2025, location-based gross Scope 1 and 2 GHG emissions totaled 6,499 t CO_2e (see section E1-6). Consequently, a reduction of 30 percent compared to 2021 has already been achieved.
- The following table shows the expected development of emissions included in the target through 2030, with specific emphasis on the decarbonization levers (reduction actions) and their estimated contribution to achieving the reduction target.

Expected emissions development and decarbonization levers (t CO_2e)

	2021 (base year)	2030 (target year)	Assumptions / Comments
Gross Scope 1 & GHG emissions (location-based)	**9,339**	**4,670**	
Past development (2021– 2025), including actions		– 2,840	
Business growth (2026– 2030)		325	Return to positive growth in the low- to mid-single-digit percentage range
Market decarbonization (2026– 2030)		– 416	Expected region-specific decarbonization rates for 2026– 2030 (Europe: – 26 %, North America: – 3 %) applied to current location-based Scope 2 emissions
Full commissioning of own photovoltaic systems		– 233	
Additional TAKKT actions (2026– 2030)		– 1,505	

E1-5 – Energy consumption and mix

Energy consumption and mix (kWh)

	2024	2025
(1) Fuel consumption from coal and coal products	0	0
(2) Fuel consumption from crude oil and petroleum products	4,798,607	4,065,159
(3) Fuel consumption from natural gas	10,720,051	12,016,126
(4) Fuel consumption from other fossil sources	0	0
(5) Consumption of purchased or acquired electricity, heat, steam or cooling from fossil sources	7,493,051	7,573,829
(6) Total fossil energy consumption (sum of lines 1 to 5)	**23,012,569**	**23,655,114**
Share of fossil sources in total energy consumption	82 %	84 %
(7) Consumption from nuclear sources	**791**	**81,444**
Share of consumption from nuclear sources in total energy consumption	0	0 %
(8) Fuel consumption for renewable sources	13,271	43,300
(9) Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	4,109,977	3,566,886
(10) Consumption of self-generated non-fuel renewable energy	980,058	883,170
(11) Total renewable energy consumption (sum of lines 8 to 10)	**5,103,306**	**4,493,356**
Share of renewable sources in total energy consumption	18 %	16 %
Total energy consumption (sum of lines 6, 7 and 11)	**28,116,666**	**28,229,914**

Energy production (kWh)

	2024	2025
From renewable sources	1,151,871	1,343,440
Non-renewable	0	26,491
Total energy production	**1,151,871**	**1,369,931**

Energy intensity (kWh/T EUR)

	2024	2025
Total energy consumption from activities in high climate impact sectors per net revenue associated with activities in high climate impact sectors	**27**	**29**

Explanations

Energy intensity

- Since TAKKT's business falls entirely under the sectors listed in Annex I, sections A to H and section L of EC Regulation 1893/2006 (e.g., "Wholesale of office furniture"), it is considered climate-intensive under EU Regulation 2022/1288. Accordingly, the full scope of TAKKT's business is included in both the numerator (total energy consumption) and denominator (total revenue) for the energy intensity calculation. Consequently, the net revenue used to calculate energy intensity corresponds to the revenue reported in the consolidated income statement of the Group (2025: EUR 964,276 thousand, 2024: EUR 1,052,890 thousand).

Development compared to the previous year

- Slight increase in total energy consumption, primarily due to higher heating requirements resulting from increased employee presence in the office.
- Decline in fuel consumption from crude oil and petroleum products due to the ongoing electrification of the vehicle fleet.

Definitions and methodology

Definitions

- Total energy consumption is the energy used for TAKKT's own operations. It includes:
  - Purchased fuels that are burned to generate energy, primarily in heating systems at the undertaking's locations and in the vehicle fleet.
  - Purchased electricity and heat (district heating)
  - Self-generated photovoltaic energy
- Energy consumption is broken down by fossil, nuclear and renewable sources. Renewable refers to non-fossil, non-nuclear sources such as wind, solar (solar thermal and photovoltaic), geothermal and hydropower. Purchased electricity or heat is only considered to be from renewable sources if the origin is clearly specified in the contractual agreements with the supplier (e.g., green electricity tariffs).

Methodology

- Energy consumption is determined based on data reports provided by the Group companies. These reports are generally derived from meter readings. In the absence of reliable data, estimates were used (e.g., based on historical values). Consumption reported in units other than kilowatt-hours is converted. The key conversion factors are:
  - Heating oil: 9.78 kWh/liter
  - Diesel: 9.89 kWh/liter
  - Gasoline: 9.25 kWh/liter

E1-6 – Gross Scopes 1, 2, 3 and total GHG emissions

Gross GHG emissions (t CO_2e)

	Retrospective				Milestones and target years	
	2021 (base year)	2024	2025	% 2025/ 2024	2030	CAGR target 2030 vs. base year (2021)
Gross Scope 1 GHG emissions	**3,825**	**3,679**	**3,498**	**– 5 %**		
1.1 Stationary combustion	2,681	2,196	2,466	12 %		
Natural gas		2,173	2,435	12 %		
Heating oil		22	23	5 %		
Diesel		0	7			
Miscellaneous		1	1	0 %		
1.2 Mobile combustion	1,144	1,196	994	– 17 %		
Gasoline		296	227	– 23 %		
Diesel		893	739	– 17 %		
Miscellaneous		7	28	300 %		
1.3 Fugitive emissions		287	38	– 87 %		
Percentage of Scope 1 GHG emissions from regulated emissions trading systems	0 %	0 %	0 %			
Gross location-based Scope 2 GHG emissions	**5,514**	**3,328**	**3,001**	**– 10 %**		
2.1 Purchased electricity	4,880	2,982	2,665	– 11 %		
2.2 Purchased heat	634	346	336	– 3 %		
Gross market-based Scope 2 GHG emissions		**2,464**	**2,381**	**– 3 %**		
2.1 Purchased electricity		2,118	2,046	– 3 %		
2.2 Purchased heat		346	336	– 3 %		
Gross Scope 1 & 2 GHG emissions (location-based)	**9,339**	**7,007**	**6,499**	**– 7 %**	**4,670**	**– 7 %**
Gross Scope 1 & 2 GHG emissions (market-based)		**6,143**	**5,879**	**– 4 %**		
Significant gross Scope 3 GHG emissions		**1,495,194**	**1,008,476**	**– 33 %**		
3.1 Purchased goods and services		124,449	167,746	35 %		
3.4 Upstream transportation and distribution		199,871	21,477	– 89 %		
3.11 Use of products sold		1,119,731	792,582	– 29 %		
3.12 End-of-life treatment of sold products		51,143	26,668	– 48 %		
Total significant gross GHG emissions (location-based)		**1,502,201**	**1,014,972**	**– 32 %**		
Total significant gross GHG emissions (market-based)		**1,501,337**	**1,014,352**	**– 32 %**		

GHG intensity (t CO_2e/T EUR)

	2024	2025
Total gross GHG emissions (location-based) per net revenue	1.43	1.05
Total gross GHG emissions (market-based) per net revenue	1.43	1.05

Explanations

Scope 1/2 emissions

- All companies over which TAKKT exercises operational control are included in the scope of consolidation. Consequently, there were no gross Scope 1 or Scope 2 GHG emissions from operationally controlled companies that were not consolidated.

Scope 2 emissions from purchased electricity (market-based method)

- The purchased renewable electricity comes exclusively from bundled contractual instruments (i.e., explicit renewable energy contracts).

Scope 3 emissions

- The calculation was based on emission factors from recognized databases (e.g., DEFRA, AIB). Primary data from suppliers or other value chain partners was not used.
- The following Scope 3 emission categories were deemed insignificant for TAKKT:
  - Capital goods (3.2): Emission level not material
  - Energy and fuel-related activities (3.3): Emission level not material
  - Waste at locations (3.5): Emission level not material
  - Business travel (3.6): Emission level not material
  - Employee commuting (3.7): Emission level not material
  - Upstream leased assets (3.8): Emission level not material
  - Downstream transport and distribution (3.9): Since TAKKT organizes and controls the entire transport process from supplier to customer, all transport-related emissions are reported under Scope 3.4.
  - Processing of sold products (3.10): Not applicable (TAKKT exclusively sells finished goods)
  - Downstream leased assets (3.13): Not applicable
  - Franchises (3.14): Not applicable
  - Investments (3.15): TAKKT holds limited minority stakes in companies and venture capital funds. The emissions for these companies and funds cannot be determined by TAKKT.

GHG intensity

- The net revenue used to calculate GHG intensity corresponds to the revenue reported in the consolidated income statement of the Group (2024: EUR 1,052,890 thousand, 2025: EUR 964,276 thousand).

Biogenic emissions

- Biogenic CO_2 emissions result from the combustion or decomposition of biomass and are part of the natural carbon cycle. At TAKKT, they result primarily from the biogenic share in diesel and E10 fuels, as well as from the use of wood pellets in heating systems. However, their volume is negligibly low. There is no information available regarding biogenic emissions in Scope 3.

Development compared to the previous year

- Decline in Scope 1 and 2 emissions despite increased energy consumption due to a lower-emission energy mix
- Significant changes in Scope 3 emissions due to improved calculation methods compared to the previous year. Further improvements to the calculation methods for Scope 3 emissions are expected in the coming years, particularly in connection with the development of the transition plan.

Definitions and methodology

Definitions

- **Gross Scope 1 GHG emissions:** Direct emissions released at TAKKT locations. These emissions result primarily from the consumption of purchased fuels as described in section E1-5.
- **Gross Scope 2 GHG emissions:** Emissions generated by the production of energy purchased or acquired by TAKKT. They result from the consumption of purchased or acquired electricity, heat, steam and cooling as described in section E1-5.
- **Gross Scope 3 GHG emissions:** Emissions occurring along TAKKT's value chain that are not included in Scope 2. These emissions mainly stem from the manufacture, transport, use and disposal of purchased merchandise.

Methodology

- The calculation of gross GHG emissions includes all greenhouse gases regulated under the Kyoto Protocol (CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3). It is based on the GHG Protocol Corporate Accounting and Reporting Standard 2004 and Corporate Value Chain (Scope 3) Accounting and Reporting Standard 2011. Reporting is based on the mandatory disclosures set out therein and therefore does not include optional calculations.
- The calculation methods used are presented in the table below:

Calculation methods for gross GHG emissions

Category	Calculation method
Scope 1 (emissions at own locations)	The fuel and refrigerant consumption (see section E1– 5) determined by the Group companies was multiplied by emission factors. The key factors were Natural gas: 0.2 kg CO_2e/kWh Heating oil: 0.26 kg CO_2e/liter Diesel: 0.25 kg CO_2e/liter Gasoline: 0.26 kg CO_2e/liter
Scope 2 (emissions generated from purchased energy): Location-based	The total purchased electricity and heat consumption determined by the Group companies (see section E1– 5) was multiplied by country-specific emission factors. The factors for Germany were Electricity: 0.31 kg CO_2e/kWh Heat: 0.18 kg CO_2e/kWh
Scope 2 (emissions generated from purchased energy): Market-based	The consumption of purchased electricity and heat from fossil sources (see section E1– 5) reported by the Group companies was multiplied by emission factors reflecting the specific type of fossil energy generation. Where the exact type of generation was not known, country-specific average factors for “conventional energy production” were used. For Germany, these factors were Electricity: 0.73 kg CO_2e/kWh Heat: 0.18 kg CO_2e/kWh
Scope 3.1 (emissions from the manufacture of purchased merchandise)	Expenditures for purchased merchandise were multiplied by emission factors reflecting both the manufacturer’s industry and the product category. For example, the emission factor for manufacturers in the sector “Manufacture of corrugated paper(board) and of containers of paper(board)” (NACE code 17.21) and product category “Paperboard” was 0.62 kg CO_2e/€. Calculations were performed individually for all companies representing more than 5 % of the Group’s total procurement volume. The remaining companies were extrapolated based on procurement volumes.
Scope 3.4 (emissions from upstream transportation activities)	Calculations are performed using the EcoTransIT database, The key parameters taken into account are transport distance, mode of transport and weight. Calculations were performed individually for all companies representing more than 10 percent of the Group’s total order intake. The remaining companies were extrapolated based on revenue.
Scope 3.11 (emissions from energy consumption related to the use of sold products)	The expected energy consumption over the useful life of all sold energy-consuming products was multiplied by the following sales region-specific emission factors for electricity and natural gas: “EU27 (Electricity)”: 0.21 kg CO_2e/kWh “USA (Electricity)”: 0.35 kg CO_2e/kWh “Global (Natural Gas)”: 0.2 kg CO_2e/kWh
Scope 3.12 (emissions from end-of-life treatment of sold products, including packaging)	Emissions are calculated using the ecoinvent database. The calculation takes into account the expected waste volumes of sold products and their packaging as well as typical disposal channels based on waste statistics. Calculations were performed individually for all companies representing more than 10 percent of the Group’s total order intake. The remaining companies were extrapolated based on revenue.

E1-7 – GHG removals and GHG mitigation projects financed through carbon credits

TAKKT did not develop any in-house greenhouse gas removal or storage projects during the reporting period. In addition, no carbon credits were purchased to finance the reduction or removal of GHG emissions through climate protection projects outside the value chain, nor was any such purchase planned. However, the TAKKT Industrial & Packaging division offsets CO_2 emissions generated from parcel shipping. In exchange for a surcharge per package paid by the division, the transportation service provider purchases emission offsets that neutralize shipping-related CO_2 emissions by supporting climate and environmental protection projects.

E1-8 – Internal carbon pricing

TAKKT does not currently apply any internal carbon pricing schemes.

3. SOCIAL INFORMATION

This section provides information on the undertaking's employees. Key aspects include actions to ensure employer attractiveness and employee engagement (sections S1-1 and S1-2), as well as descriptive information on gender, age, collective bargaining coverage, compensation, and occupational health and safety (sections S1-6, S1-8, S1-9, S1-14, S1-16).

ESRS S1 – OWN WORKFORCE

S1-DR SBM-2 –Disclosure requirement related to ESRS 2 SBM-2. – Interests and views of stakeholders

Sections SBM-2, S1-2 and S1-3 provide a comprehensive overview of how TAKKT incorporates the interests and views of the employees in its business activities and protects their rights.

S1-DR SBM-3 – Disclosure requirements related to ESRS 2 SBM-3. – Material impacts, risks and opportunities and their interaction with strategy and business model

As part of the materiality assessment, TAKKT has identified the following material IROs related to the undertaking's own workforce (see section SBM-3):

1. Financial risk from the loss of qualified, committed employees
2. Potential negative impacts on employees due to dissatisfaction or overload

Both IROs apply to all of the undertaking's employees and are closely linked because dissatisfaction and overload can lead to loss of employees. The identified IROs are general in nature and do not relate to specific aspects of the business model, individual measures or isolated events.

Qualified and committed employees are key to TAKKT's business success. Consequently, attracting and retaining such employees long-term is a high priority for the undertaking.

S1-1 –Policies related to own workforce

In view of the material IROs above, TAKKT pursues a wide range of policies and actions to ensure high employer attractiveness and prevent employee dissatisfaction and overload. They include:

- A respectful and performance-based corporate culture
- Fair and performance-based remuneration
- Regular formats for mutual feedback
- Promotion of professional development
- Promotion of diversity

The policies and actions apply to all employees. The corporate culture is anchored in the TAKKT Core Behaviors and TAKKT Code of Ethics. The TAKKT Core Behaviors describe the undertaking's expectations for how employees carry out their work: "Think customer first," "Empower others," "Improve every day," "Take ownership" and "Compete for success". The TAKKT Code of Ethics is a global framework agreement that requires the undertaking and all employees to act in accordance with the law, uphold fairness and take responsibility. Performance-based remuneration rewards both compliance with the TAKKT Core Behaviors and achievement of individually agreed work goals.

A core component of the TAKKT Code of Ethics is respect for human rights. This includes the commitment to comply with relevant international standards such as the UN Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and the OECD Guidelines for Multinational Enterprises. Another component of the Code of Ethics is ensuring fair and safe workplaces. This includes a zero tolerance stance regarding any form of discrimination, harassment, retaliation or bullying, and actions to prevent workplace accidents. A key instrument for eliminating discrimination is the TAKKT Compliance Helpline, which allows employees to report misconduct anonymously (see section G1-1). To prevent workplace accidents, TAKKT conducts regular mandatory safety training for all employees. The training sessions usually take place online. Key topics include accident prevention, workplace ergonomics and proper handling of equipment. In addition, specific occupational health and safety guidelines tailored to the requirements of the individual locations are also in place.

TAKKT does not meet the quota requirements in Germany for the employment of persons with severe disabilities or those with equivalent status (section 154 SGB IX). However, TAKKT regularly awards contracts to recognized workshops for people with disabilities, thereby contributing to an inclusive working environment and the professional participation of people with disabilities.

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

The following table shows the key processes by which employees can influence the undertaking's policies to ensure employer attractiveness and prevent dissatisfaction or overload.

Operational responsibility for incorporating the insights and perspectives obtained from these processes lies primarily with the Executive Vice President HR. The elected workers' representatives, local management and the legal department also contribute to this process.

In particular, the employee survey conducted twice a year allows TAKKT to assess the effectiveness of its employee engagement. The survey questionnaire remains largely unchanged and uses standardized rating scales. This makes it possible to track employee satisfaction over time, both overall and in specific aspects. The key metric in this context is the Employee Net Promoter Score (eNPS), which measures the willingness of employees to recommend the undertaking as an employer (see the "Management system" section of the Management Report). Each survey is evaluated in detail. Managers receive individual evaluations for their teams. The teams review the evaluations in a standardized, mandatory process, and develop actions

Procedures for employee involvement

Procedure	Content	Frequency	Target audience
Works councils (see Section S1-8)	Employee advocacy groups	Permanent	Employee-elected representatives
Membership on the Supervisory Board of the Works Council Chairperson (see Section GOV– 1)	Oversight and Advisory Services to the Board of Directors	Temporary	Election by the Annual General Meeting
Representation of Persons with Severe Disabilities	Advocacy for marginalized employees	Permanent	Representatives elected by people with severe disabilities
Youth and Apprentice Representative	Advocacy for marginalized employees	Permanent	Representatives elected by trainees and young employees
Employee Surveys	Employee job satisfaction survey	Twice a year	All employees
The group's town hall meetings	Dialogue with the Board of Directors/Management	4 times a year	All employees
Town hall meetings for divisions / regions / functions	Dialogue with divisional / regional / functional management	6–10 times a year	Employees in divisions / regions / functions
Employee Dialogue	Employee review with a supervisor	Once a year	All employees
Employee Suggestion Program	Sharing ideas/concerns	Permanent	All employees
Compliance Helpline (see Section G1-1)	(Anonymous) Report of Misconduct	Permanent	All employees

for improvement. The derived actions are documented and their implementation is monitored.

S1-3 – Processes to remediate negative impacts and channels for own workforce to raise concerns

In addition to speaking with their supervisors, employees can also voice concerns or needs directly to the undertaking and have them reviewed, in particular through works councils and the Compliance Helpline. The Compliance Helpline is described in detail in section G1-1 and is considered to be an effective remediation measure by the undertaking.

S1-4 – Taking action on material impacts on own workforce, and approaches to managing material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

TAKKT considers the policies for managing IROs and processes for engaging workers described above to be effective. The undertaking will continue these policies and processes in the future and revise or supplement them as needed. At present, there are no additional targets, action plans or planned actions.

S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

TAKKT has set measurable targets to ensure attractiveness as an employer focusing in particular on increasing the eNPS and maintaining the existing diversity in management positions. The undertaking also aims to keep the number of work-related accidents at a low level. Specific medium-term targets have already been defined for these areas. These are:

- Female representation of at least 30 percent and 25 percent at the first and second management levels below the Management Board at TAKKT AG, respectively
- A maximum of 8 workplace accidents with lost time (lost time incidents) per 1,000 full-time equivalents per year

The target values for female representation were developed by the Human Resources department and approved by the Management Board. The target value for work-related accidents was developed by the Operations department and approved by the Supervisory Board, with the involvement of the works council chairperson, as a component of performance-based Management Board remuneration (see section GOV-3).

S1-6 – Characteristics of the undertaking's employees

Employee distribution by gender

	2024		2025	
	Number	in %	Number	in %
Male	1,273	56	1,182	56
Female	990	44	933	44
Other	0	0	0	0
Total	**2,263**	**100**	**2,115**	**100**

Employee distribution by country (significant countries only)

	2024		2025	
	Number	in %	Number	in %
Germany	919	41	827	39
US	685	30	634	30

Employees by gender and contract type

	Male	Female	Other	Total
2024				
Permanent	1,202	950	0	2,152
Temporary	71	40	0	111
Relief staff	0	0	0	0
Total	**1,273**	**990**	**0**	**2,263**
2025				
Permanent	1,124	891	0	2,015
Temporary	58	42	0	100
Relief staff	0	0	0	0
Total	**1,182**	**933**	**0**	**2,115**

Employee turnover

	2024	2025
Number of employees who left the undertaking during the reporting period	453	245
Turnover rate during the reporting period	19 %	11 %

Explanations

- Unless stated otherwise, employee characteristics and all employee-related disclosures in the following sections are based on headcount as of December 31 of the year under review. Headcount generally includes all employees who have a valid employment contract with the undertaking as of the reporting date. Only the Management Board, employees in the non-working phase of partial retirement and those on leave of absence are excluded. The total corresponds to the "Number of employees based on headcount as of year-end" disclosed in the "Employees" section of the management report. The difference between the previous-year total and the figure reported in the 2024 annual report is due to the fact that employees of MyDisplays GmbH, which was sold at the end of 2024, were not included in the previous-year figures.
- Gender distribution is based on information provided by the employees.
- The country distribution includes only "significant" countries. Significant countries are those where TAKKT has at least 50 employees representing at least 10 percent of TAKKT's total number of employees.
- Temporary employment contracts are contracts that have an end date. Relief staff are workers with no contractually guaranteed hours. The main reasons for temporary employment contracts at TAKKT include partial retirement arrangements and positions related to training programs (trainees, dual-study students, interns and working students).

- The number of employees who left the undertaking during the reporting period generally comprises all departures of employees included in the headcount, including those entering leave of absence or the non-working phase of partial retirement. Only employees whose temporary contracts ended in the year under review are excluded. The denominator used to calculate turnover is the 12-month average for the year under review, based on the number of employees at the end of the month. Turnover in both the previous year and the reporting period was significantly influenced by restructuring measures.

S1-8 – Collective bargaining coverage and social dialogue

Share of employees covered by collective bargaining agreements in EEA countries (significant countries only)

	Country	
	2024	2025
0–19 %	Germany	Germany
20–39 %		
40–59 %		
60–79 %		
80–100 %		

Share of employees covered by workers' epresentatives in EEA countries (significant countries only)

	Country	
	2024	2025
0–19 %		
20–39 %		
40–59 %		
60–79 %		
80–100 %	Germany	Germany

	2024	2025
Rate of total employees covered by collective bargaining agreements	10 %	10 %
Rate of total employees covered by workers' representatives	47 %	45 %

Explanations

- Employees are considered to be covered by a collective bargaining agreement if they fall under such an agreement. Employees are considered to be covered by workers' representatives if they are represented by a works council.
- The disclosures on coverage by collective agreements and workers' representatives are based on an analysis at the level of the Group companies. In companies with a collective bargaining agreement or works council, 100 percent of employees are included in the calculation. In companies without a collective bargaining agreement or works council, 0 percent of employees are included in the calculation.
- The disclosures in the first two tables include only “significant” EEA countries, meaning EEA countries where TAKKT has at least 50 employees accounting for at least 10 percent of TAKKT's total employees. The disclosures in the third table include all countries.
- The low collective bargaining coverage in Germany is mainly attributable to non-tariff employees who are not covered by the personal scope of a collective bargaining agreement due to the nature of their work or level of remuneration. In addition, some companies are not covered by collective agreements.
- There is no agreement in place at TAKKT for representation by a European Works Council, Societas Europaea Works Council or Societas Cooperativa Europaea Works Council.

S1-9 – Diversity metrics

Age distribution of employees

	2024		2025	
	Number	in %	Number	in %
Under 30 years	335	15	296	14
30–50 years	1,262	56	1,205	57
over 50 years	666	29	614	29
Total	**2,263**	**100**	**2,115**	**100**

Gender distribution of top management

	2024		2025	
	Number	in %	Number	in %
Male	93	74	83	72
Female	32	26	33	28
Other	0	0	0	0
Total	**125**	**100**	**116**	**100**

Explanations

- Top management includes management levels 1 to 4, consisting of the Management Board and the next three management levels.

S1-10 – Adequate wages

All employees at TAKKT receive adequate wages. The statutory minimum wage of each country is used as the benchmark for adequate wages.

S1-14 – Health and safety metrics

	2024	2025
Number of fatalities attributable to work-related injuries or illnesses	0	0
Number of reportable work-related accidents	13	12
Rate of reportable work-related accidents (per 1 million hours worked)	2.9	2.7
Percentage of employees covered by a health and safety management system	100 %	100 %

Explanations

- Incidents resulting in at least one day of absence from work following the day of the accident were counted as workplace accidents (lost time incidents). Commuting accidents are not included.
- Hours worked were calculated based on an estimated annual working time of 2,080 hours per full-time equivalent.
- TAKKT complies with the applicable statutory occupational safety and health requirements at all locations. In Germany, these specifically include the Occupational Safety and Health Act, Workplace Ordinance, and regulations of the statutory accident insurance.

S1-16 – Remuneration metrics (pay gap and total remuneration)

	2024	2025
Gender pay gap	– 9 %	– 8 %
Ratio of annual total remuneration of the highest-paid individual to the median annual total remuneration for all other employees	1,517 %	1,553 %

Explanations

- The gender pay gap is the difference between the average hourly pay of female and male employees, expressed as a percentage of the average hourly pay of male employees.
- The figures include the annual gross base salaries and, where applicable, additional variable remuneration. The calculation of hourly pay is based on paid hours (including paid absences such as vacation, sick leave, etc.) and uses an estimated annual working time of 2,080 hours for full-time employees.
- Trainees, dual students, interns, working students and temporary workers (including marginally employed workers) are not included in the figures.

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

	2024	2025
Number of reported cases of discrimination, including harassment	1	6
Number of complaints filed through channels for workers to raise concerns	13	18
Total amount of fines, penalties and compensation for damages related to the cases and complaints above (in EUR thousand)	0	0
Number of severe human rights incidents	0	0
Total amount of fines, penalties and compensation for damages related to severe human rights incidents (in EUR thousand)	0	0

4. GOVERNANCE INFORMATION

This section provides information on TAKKT's corporate culture (section G1-1), particularly with regard to the undertaking's engagement with suppliers (sections G1-2 and G1-6).

ESRS G1 – BUSINESS CONDUCT

G1-DR GOV-1 – Disclosure requirement related to ESRS 2 GOV-1 – The role of the administrative, management and supervisory bodies

The allocation of roles between the Management Board and Supervisory Board in managing TAKKT, as well as the expertise of their members, is described in section GOV-1.

G1-DR IRO-1 – Disclosure requirement related to ESRS 2 IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities

TAKKT's IROs relating to business conduct were identified as part of the undertaking's materiality assessment. The procedure used to identify and assess IROs is described in section IRO-1. The following material IROs were identified (see section SBM-3):

1. Positive impacts on employee working conditions and respectful conduct in dealing with business partners through TAKKT's corporate culture
2. Positive impacts on people and the environment by requiring suppliers to comply with social and environmental standards
3. Financial risk from corruption, bribery and other legal violations
4. Financial opportunity from reliable product availability as a result of strong supplier relationships

The financial risk from legal violations described in point 3 is wide-ranging. In particular, this includes:
- Fines and damages
- Exclusion from tender procedures
- Negative press, reputational damage and brand erosion
- Loss of trust among stakeholders (including investors)

G1-1 – Corporate culture and business conduct policies

TAKKT's corporate culture is based on the Core Behaviors and the Code of Ethics (see section S1-1). TAKKT has established a Compliance Helpline for reporting actions and behaviors that are not in accordance with the Code of Ethics. This reporting channel is available to employees and external whistleblowers online via the undertaking's website. The Code of Ethics can also be found there. Employees are informed about the Code of Ethics and Compliance Helpline through training sessions and notices posted at the undertaking's locations. Reports to the Compliance Helpline may be made anonymously and are always treated confidentially. Each report triggers a structured investigation with clearly defined procedures for the independent analysis, assessment and handling of potential violations by qualified personnel (particularly in-house lawyers). The procedures for protecting whistleblowers comply with the legal requirements of EU Directive 2019/1937 and the German Supply Chain Due Diligence Act. The "Whistleblowing" policy sets out binding requirements for all key elements of the Compliance Helpline, whistleblower protection and investigation process. A key component of the Code of Ethics is the prohibition of corruption and bribery. Detailed information regarding this topic can be found in section G1-3.

G1-2 – Management of relationships with suppliers

TAKKT places great importance on collaborative partnerships with its suppliers. Through specific requirements set out in the Supplier Code of Conduct, which is binding for all suppliers, TAKKT promotes compliance with social and environmental standards in the supply chain, such as limits on working hours and environmental protection laws. Timely payment is one aspect of the collaborative partnership with suppliers. The actions implemented at TAKKT to prevent late payments to suppliers include standardized points of contact for incoming invoices, automated payment runs at fixed intervals based on the defined payment terms and regular monitoring.

G1-3 – Prevention and detection of corruption and bribery

Corruption and bribery are illegal and also violate TAKKT's Code of Ethics. Consequently, this Code of Conduct and the Compliance Helpline described in section G1-1 represent key entity-specific instruments for preventing, detecting and combating corruption and bribery. Another instrument is the "Gifts & Benefits" quick guide, which provides employees with information on how to handle gifts and invitations. Alongside general training on the Code of Ethics, employees in high-risk roles (those who may have contact with external third parties in the course of their work) complete specialized anti-corruption training. In addition, executive personnel receive in-depth training on competition and antitrust law. This training is based on the "Fair Competition" policy. Each of the three 30-minute training courses is conducted online every two years. In 2025, the average participation rate in the training courses was 87 percent (2024: 70 percent). The Management Board completes all three training courses and receives additional personal training from the Chief Compliance Officer. The Supervisory Board is not required to undergo training in the areas of corruption and bribery. All individuals tasked with investigating (suspected) cases are separated from the management chain and are not subject to instructions. The Management Board and Supervisory Board are informed of investigation results at least once a year through the compliance report. In serious cases, information is provided on an ad hoc basis.

G1-4 – Incidents of corruption and bribery

	2024	2025
Number of convictions or fines for violations of anti-corruption and anti-bribery regulations	0	0
Amount of fines for violations of anti-corruption and anti-bribery laws (in EUR thousand)	0	0

A key measure to address breaches in procedures and standards of anti-corruption and anti-bribery is the Compliance Helpline described in section G1-1.

G1-6 – Payment practices

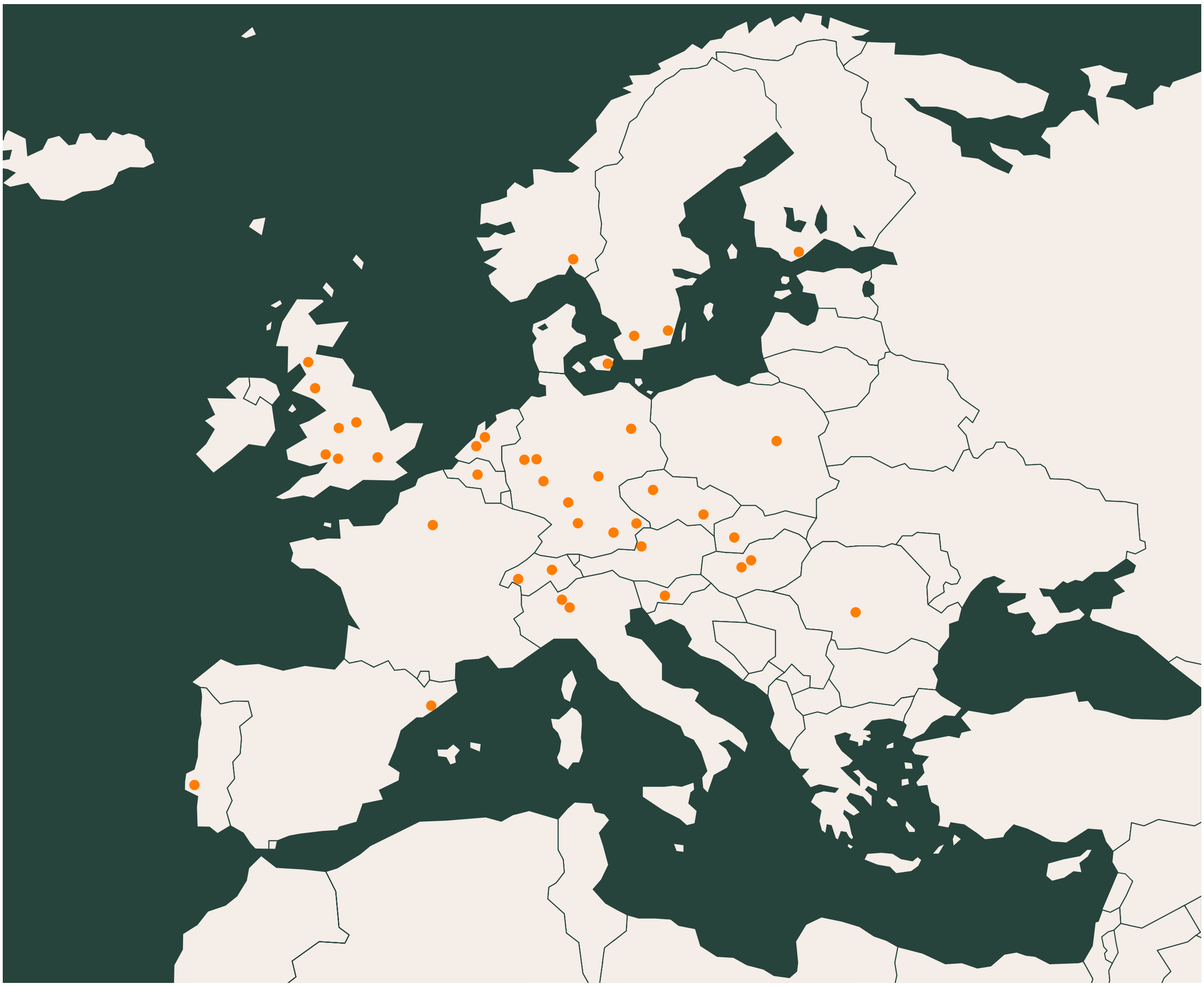
In 2025, the average monthly days payable outstanding for TAKKT's divisions was between 36 and 53 days (2024: between 30 and 46 days). The standard payment terms in purchasing for the divisions are shown in the table below:

Standard payment terms by division

Division	Standard payment terms (days)
Industrial & Packaging	60
Office Furniture & Displays	60
Foodservices	30

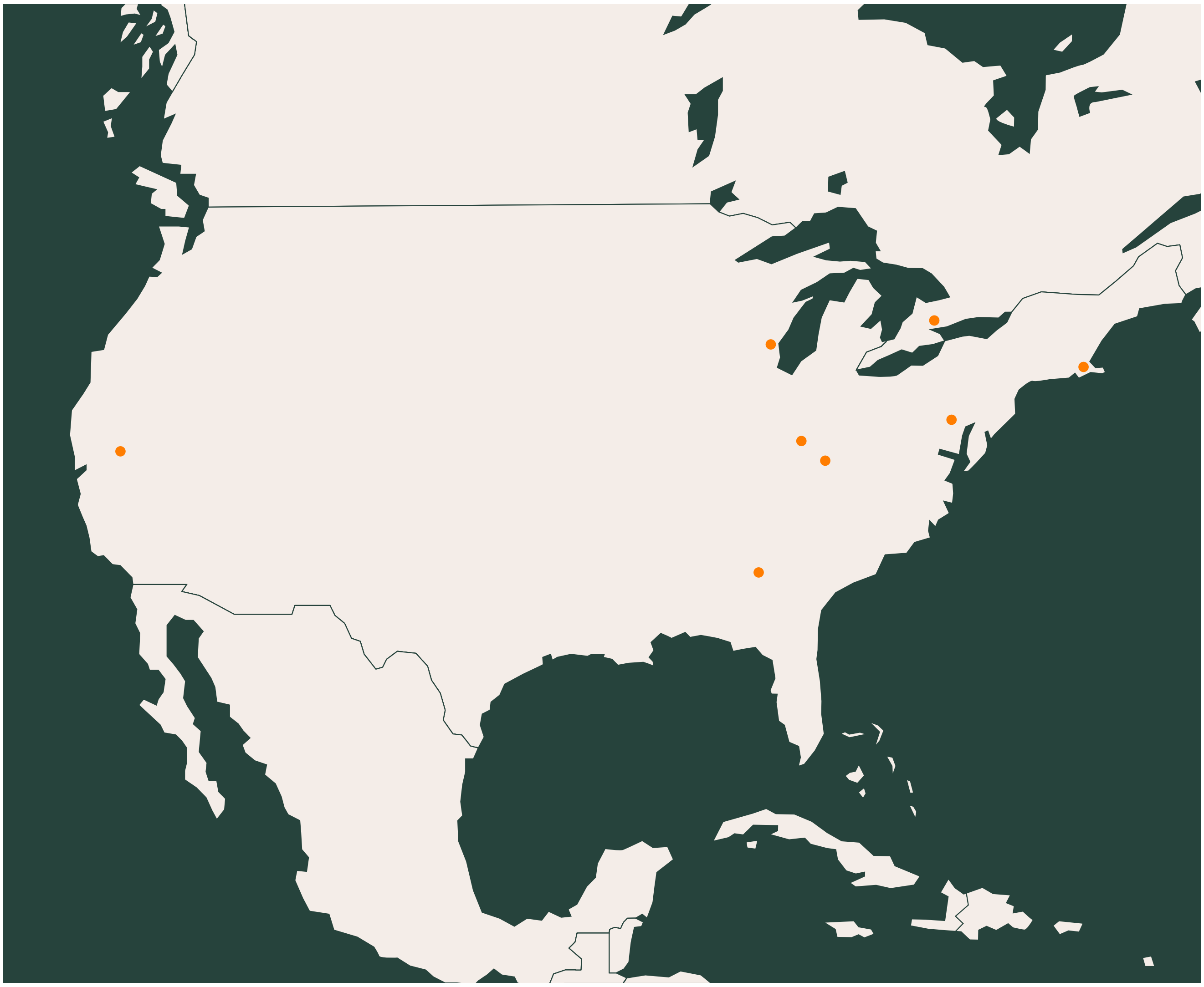
In 2025, around 85 percent of all payments to suppliers were made with payment terms of 60 days or less (2024: around 80 percent). At the end of 2025 (as in the previous year), there were no legal proceedings pending regarding late payment to suppliers.

LOCATIONS IN EUROPE



AUSTRIA Salzburg
BELGIUM Diegem
CZECH REPUBLIC Prague, Syrovice
DENMARK Nivå
FINLAND Espoo
FRANCE Massy
GERMANY Berlin, Duisburg, Haan, Kamp-Lintfort, Pfungstadt, Pliening, Rudolstadt, Stuttgart, Waldkirchen
GREAT BRITAIN Derby, Dumfries, Gloucester, Hemel Hempstead, Mitcheldean, Paisley, Stafford
HUNGARY Budaörs, Budapest
ITALY Milano, Tribiano
NETHERLANDS Lisse, Wormerveer
NORWAY Sandvika
POLAND Warsaw
PORTUGAL Lisbon
ROMANIA Râmnicu Vâlcea
SLOVAKIA Nitra
SLOVENIA Ljubljana
SPAIN Barcelona
SWEDEN Kalmar, Markaryd
SWITZERLAND Steinhausen, St. Sulpice

LOCATIONS IN NORTH AMERICA



CANADA Markham (ON)
USA Austell (GA), Carlisle (PA), Fall River (MA), Harrison (OH), Indianapolis (IN), Milwaukee (WI), Reno (NV)

FINANCIAL CALENDAR 2026

February 24	Publication of preliminary results 2025
March 26	Publication of annual report 2025 Analysts’ conference (virtual event)
April 30	Quarterly statement 1 / 2026
May 11	Equityforum Spring conference, Frankfurt
May 20	Shareholders’ meeting 2026 (virtual event)
July 30	Half-year financial report 2026
September 21-23	Berenberg und Goldman Sachs GCC, Munich
October 28	Quarterly statement 3 / 2026
November 23-25	German Equity Forum, Frankfurt

All information is subject to change at short notice.

IMPRINT

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