



Declaration on corporate governance

**pursuant to Section 289f HGB and Section 315d HGB
with integrated Corporate Governance Report 2025**

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Declaration on corporate governance of the TAKKT Group

1. FUNDAMENTALS OF CORPORATE GOVERNANCE

1.1 General information about the company and its governing bodies

TAKKT AG (“TAKKT”) is based in Stuttgart and is registered in the Stuttgart Commercial Register under HRB 19962. Its subsidiaries in Germany and abroad trade in office and warehouse equipment.

TAKKT is managed according to a dual structure with the Management Board as the executive body and the Supervisory Board as the supervisory body. The Management Board and Supervisory Board work closely together and coordinate the strategic direction of the company. The Management Board manages the company on its own responsibility. The Supervisory Board’s task is to regularly advise and monitor the Management Board in the management of the company.

TAKKT’s current Articles of Association are available on the company’s website at www.takkt.de/en/investors/corporate-governance/articles-of-association-auditor-and-rules-of-procedure.

1.2 Group structure

TAKKT AG is listed on the stock exchange and is a subsidiary of Franz Haniel & Cie. GmbH, Duisburg, which held 65.0 percent of the shares on December 31, 2025. At the same time, TAKKT AG held 2.4 percent of its own shares. The remaining shares are in free float.

TAKKT generally holds 100 percent of the shares in its direct and indirect subsidiaries. In most cases, the German subsidiaries are linked to TAKKT by profit and loss transfer agreements.

1.3 Declaration on the GCGC

The term corporate governance stands for corporate management focused on responsibility and long-term value creation. Good corporate governance increases the value of a company in the long term. Values such as responsibility, reliability and trust are therefore very important at TAKKT. The Group regards transparency in its dialogue with its stakeholders as the basis for its corporate success.

TAKKT is committed to the objectives and requirements of the German Corporate Governance Code (DCGK). This underlines the importance of responsible

corporate management at TAKKT. For this reason, the Management Board and Supervisory Board renewed their declaration in December 2025 that they comply with the recommendations of the DCGK in their current form in all material respects.

Declaration of conformity in accordance with Section 161 of the German Stock Corporation Act (AktG) as of December 31, 2025

The Management Board and Supervisory Board of TAKKT AG declare that, since the last declaration of conformity was issued in December 2024, the recommendations of the “Government Commission on the German Corporate Governance Code” in the version dated April 28, 2022 (“Code”) published by the Federal Ministry of Justice in the official section of the Federal Gazette have been complied with and will continue to be complied with in the future. The following exception applies:

In D.4, the Code recommends that the Supervisory Board establish a Nomination Committee. No Nomination Committee has been formed at TAKKT AG. As the Supervisory Board of TAKKT AG is relatively small with six members, the Supervisory Board and Management Board see no need to establish a Nomination Committee for the Board.

The current version of the declaration of compliance can be viewed at any time at www.takkt.de/en/investors/corporate-governance/declaration-of-compliance.

2. MANAGEMENT BOARD

2.1 Composition of the Management Board

In the 2025 financial year, the Management Board consisted of the following members:

- › Andreas Weishaar (born in 1974) has been Chairman of the Management Board of TAKKT since December 2024. He is responsible for strategy, operations, IT & digital, HR & communications and legal & compliance, as well as for the largest segment, Industrial & Packaging.
- › Lars Bolscho (born 1978) was Chief Financial Officer until July 2025. He was responsible for Controlling, Accounting, M&A, Internal Audit, Treasury, Investor Relations and Sustainability.
- › Timo Krutloff (born in 1978) has been Chief Financial Officer of TAKKT since July 2025. He is responsible for

Controlling, Accounting, M&A (), Internal Audit, Treasury, Investor Relations and Sustainability.

Targets for the proportion of women on the Management Board and in management positions

TAKKT is convinced of the advantages of diverse teams at all hierarchical levels. At TAKKT, diversity refers to cultures, internationality, ethnic and social backgrounds, age structure, sexual orientation and gender, among other things.

When filling positions on the Management Board, the Supervisory Board of TAKKT AG follows the basic principle of making decisions primarily on the basis of competence, experience and personal suitability. The committee takes care to actively involve qualified women in the selection process. However, due to the fact that the Management Board currently consists of only two members, the final decision on filling Management Board positions should not be restricted by a rigid quota for the proportion of women, but should be based solely on the individual competence profiles of the candidates. Against this background, the Supervisory Board will continue to set a target of zero percent for the proportion of women on the Management Board until December 31, 2028, i.e. until the end of the financial year in which the current employment contracts expire.

At TAKKT AG, the target for the top management level below the Management Board is to fill at least 50 percent of positions with female executives by December 31, 2026. At the end of 2025, the proportion in top management was 50 percent.

For the second management level below the Management Board, the target quota was set to zero percent by December 31, 2026. As TAKKT AG primarily performs holding company functions and employs only a small number of staff at both levels, the quotas actually achieved by the end of 2025 are not to be changed by higher targets for 2026. The target for the second management level below the Management Board was therefore set at zero percent.

Diversity concept for the TAKKT Management Board

The composition of the TAKKT Management Board is intended to ensure that the tasks incumbent on the management board of a listed stock corporation

are comprehensively fulfilled. The Supervisory Board comprehensively reviewed and supplemented the existing diversity concept in the second half of the past financial year. The following individual aspects have been specifically taken into account and will be included in future planning:

- › •Gender: As explained above, TAKKT is convinced of the advantages of diverse management teams. In order not to be too restricted when filling positions on the two-member Management Board, the target for the proportion of women on the board by mid-2028 is zero.
- › Seniority: In order to be able to effectively fulfil their responsibilities as a member of the Executive Board, each member should have sufficient professional experience. An age limit should be set for members of the Executive Board. Employment contracts with members of the Executive Board should be designed in such a way that they automatically expire at the end of the month in which a member of the Executive Board reaches the age of 63.
- › Educational or professional background: When filling any vacancies on the TAKKT Management Board, care is always taken to ensure that new candidates have all the knowledge and skills required to perform their duties on the Management Board. Specific requirements that go beyond the provisions of the German Stock Corporation Act (AktG) should not be laid down in a static manner in this regard. This allows the company to retain the necessary flexibility to adapt the requirements profile when filling vacant positions in view of the sometimes rapid and sustained changes.
- › Internationality: TAKKT is an internationally active group of companies. When filling vacancies on the Management Board, care must be taken to ensure a balanced internationality. This can be achieved by appointing candidates from other countries to the Management Board. Alternatively, it should be ensured that at least one member of the Management Board has significant professional experience gained abroad, ideally in regions relevant to TAKKT.

Succession planning

Succession planning for members of the Management Board is an important joint task for the Supervisory Board and the Management Board. The aim is to reduce risks and ensure that the right skills are available on the board in the medium and long term. Succession planning

is a central component of TAKKT's talent management approach. A structured process is used to identify and specifically develop successors for key functions at all levels of the organisation. The focus for the organisation and for each individual member of the Management Board is on developing internal successors. The status of succession planning is discussed annually with the Chairman of the Supervisory Board in order to take any new requirements into account.

2.2 Working methods of the Management Board

The Management Board manages the company, develops strategies, implements them in day-to-day business and ensures effective risk management. The Management Board consults with the Supervisory Board on decisions of fundamental importance and significance. It also informs the Supervisory Board regularly, promptly and comprehensively about significant changes in the company, its environment or its strategy and business development. The Management Board ensures compliance with legal provisions and internal company guidelines and works to ensure that these are observed by the Group companies (compliance). Some significant transactions and measures – as specified in the rules of procedure for the Management Board – require the prior approval of the Supervisory Board.

2.3 Corporate governance instruments

Rules of procedure

TAKKT uses rules of procedure for the management of its subsidiaries. These contain references to applicable guidelines and documentation, and also document the company's management and values. In addition, the TAKKT Management Board is bound by the rules of procedure for the Management Board, which are an essential regulatory instrument of the Supervisory Board.

Policies and guidelines

In the reporting year, further new internal TAKKT Group policies and regulations were drafted, adopted and rolled out.

Corporate governance practices on environmental, employee and social issues

Sustainability and responsible conduct are important issues for TAKKT. Overall responsibility for key sustainability issues lies with the Chief Financial Officer. The sustainability team is responsible for developing

and implementing the sustainability strategy. It is also responsible for ensuring that sustainability is strategically managed, integrated into corporate processes and implemented in a measurable way.

When translating Group-wide sustainability goals into division-specific measures, the focus is particularly on the European Industrial & Packaging division. This makes it possible to address regulatory and social requirements as well as specific customer needs in a targeted manner and translate them into operational initiatives. At the same time, this approach creates a solid foundation for the further development and scaling of the sustainability organisation at Group level.

More detailed information on corporate governance practices relating to environmental, employee and social issues, as well as respect for human rights, can be found in the TAKKT Sustainability Report, which – including the integrated non-financial report of TAKKT – is available on the company's website.

Internal control system

The internal control system at TAKKT covers both accounting and performance-related aspects. The TAKKT Management Board and Supervisory Board are responsible for establishing, controlling and monitoring the internal control system. At TAKKT, the internal control system is documented in a systematic and comprehensible structure and regularly reviewed for effectiveness. The results of these reviews are documented and measures to remedy identified control weaknesses are implemented in a comprehensible manner.

Compliance management system

TAKKT attaches the highest priority to compliance with all legal and contractual obligations within the framework of proper business management. The Management Board also ensures that internal company guidelines are followed. TAKKT has a compliance management system (CMS) based on the IDW PS 980 auditing standard, which is reviewed and continuously improved by the specialist departments and the Group's Chief Compliance Officer (CCO). To support the CCO, compliance contacts are appointed in the local units, who regularly exchange information on compliance issues and work closely with the CCO or the Legal & Compliance department in the event of any compliance violations. Thanks to these measures, any

violations can be identified quickly. In addition, TAKKT has set up a whistleblower system with an external service provider, which employees and external third parties (e.g. former employees, suppliers, customers) can use to report suspected violations anonymously. Employees of the TAKKT Group are trained on general compliance principles and defined core compliance risks via electronic learning platforms. In addition, interactive virtual training courses and face-to-face training courses are held in Germany and abroad. The core compliance risks were re-evaluated and adjusted internally in the reporting year. They are reflected in the Group's risk management and can be found on the company's website ("About Us" - "Compliance").

Risk management

The responsible handling of business risks is one of the principles of good corporate governance. The Management Board and management of TAKKT use Group-wide reporting and control systems to record, assess, aggregate and manage risks. The systems are continuously developed and adapted to new conditions and reviewed by the Group auditor. The Management Board regularly informs the Supervisory Board about the significant risks and their development. Details on risk management and the accounting-related internal control system are presented in the risk and opportunity report in the annual report.

Internal Audit

The Internal Audit department acts on behalf of the TAKKT Management Board and is accountable to it. As an independent and objective auditing and advisory body, it is responsible for supporting the Management Board in its management and control tasks. The task of the internal audit department is to check the regularity, effectiveness and efficiency of the risk management and internal control systems for all significant business processes. Through its auditing activities, the Internal Audit department creates transparency, identifies risks and potential for improvement, develops proposed solutions and thus contributes to the success of the TAKKT Group. The TAKKT Management Board reports to the TAKKT Supervisory Board, represented by the Audit Committee, once a year on the audit system, the audit plan and the audit activities, and has the audit plan for the following year approved.

2.4 Management Board remuneration and securities transactions

Detailed information on the remuneration system and the remuneration of the Management Board, as well as details of securities held by Management Board members, can be found in the remuneration report on the company's website. TAKKT provides immediate information on reportable transactions by Management Board members involving company securities on the company's website at www.takkt.de/en/investors/share/directors-dealings. In the 2025 reporting year, CEO Andreas Weishaar reported the acquisition of 68,868 TAKKT shares. CFO Timo Krutoff reported the acquisition of 10,000 shares in the reporting year.

3. SUPERVISORY BOARD

3.1 Composition of the Supervisory Board

In accordance with the Articles of Association, the Supervisory Board of TAKKT consists of six members. The composition of the Supervisory Board in the 2025 financial year is presented in the Supervisory Board report in the annual report. This information can also be found on the company's website. The website also lists the date of initial appointment, the end of the term of office and additional mandates in management boards, supervisory boards and comparable supervisory bodies for each member.

TAKKT pursues a variety of objectives with regard to the composition of the Supervisory Board. In addition to the statutory provisions and the requirements of the German Corporate Governance Code (DCGK) in its current version, certain aspects relating to the diversity of the Supervisory Board and corresponding to the objectives of its composition are also to be laid down. This concerns the following individual aspects:

- › Seniority: In compliance with the requirements of the DCGK, an age limit has been set for membership of the Supervisory Board. Supervisory Board members should not serve for longer than until the end of the Shareholders' Meeting following their 70th birthday.
- › Gender: The Supervisory Board also intends to make even greater use of the advantages of a diverse composition of the board in the future. For the period

up to the end of 2026, it has therefore set the target for the proportion of women on the Supervisory Board at 33.3 percent, as stipulated in the law on equal participation of women and men in management positions. This quota has been met since the 2022 Shareholders' Meeting.

- › Educational or professional background: In order to best fulfil its supervisory and control function in accordance with the provisions of the German Stock Corporation Act and the DCGK, the TAKKT Supervisory Board has set itself the goal of fulfilling certain key competencies and qualifications in its entirety. The Supervisory Board has therefore developed a competency profile that takes various aspects into account. This competency profile is intended to serve as a model when filling vacancies on the Supervisory Board. This ensures that different educational and professional backgrounds are taken into account on the Supervisory Board and that diversity is guaranteed to an appropriate extent. The competency profile was revalidated, supplemented and updated in the reporting year.
- › Internationality: As at the Management Board level, the composition of the Supervisory Board should

reflect internationality. On the one hand, this can be achieved by nominating Supervisory Board members of other nationalities for election. On the other hand, the criterion can also be taken into account by nominating Supervisory Board members for election who bring relevant professional experience gained abroad to the board.

- › Independence and no overboarding: In accordance with Recommendation C.6 of the DCGK, the Supervisory Board should include an appropriate number of independent members on the shareholder side. According to Recommendation C.9 of the DCGK, a Supervisory Board with six or fewer members must include at least one member who is independent of the controlling shareholder. These requirements are met. Alyssa Jade McDonald-Bärtl, Aliz Tepfenhart and Stefan Räbsamen are currently independent members of the Supervisory Board.
- › Qualification matrix: In accordance with Recommendation C.1 of the DCGK, the Supervisory Board continuously works on its overall competence profile. The current competence profile is displayed on page 7.

Supervisory Board: Overview of Qualifications

| | Hubertus Mühlhäuser | Stefan Räbsamen | Henk Derksen | Thomas Kniehl | Alyssa Jade McDonald-Bärtl | Aliz Tepfenhart |
|---------------------------|---------------------|-----------------|--------------|---------------|----------------------------|-----------------|
| Affiliation | | | | | | |
| Member since: | 2024 | 2024 | 2025 | 1999 | 2022 | 2022 |
| Elected until: | 2027 | 2027 | 2027 | 2027 | 2027 | 2027 |
| Diversity | | | | | | |
| Gender | male | male | male | male | female | female |
| Year of birth | 1969 | 1965 | 1969 | 1965 | 1979 | 1974 |
| Nationality/ies | DEU | CH | NL | DEU | AUS, DEU | DEU, ROU |
| Expertise | | | | | | |
| Corporate management | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Operational management | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mergers and acquisitions | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Corporate finance | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Accounting | ✓ | ✓ | ✓ | ✓ | ✓ | |
| Auditing | ✓ | ✓ | ✓ | ✓ | ✓ | |
| Sustainability / ESG | | ✓ | | ✓ | ✓ | ✓ |
| Digitization | ✓ | ✓ | | | | ✓ |
| E-Commerce | | ✓ | | | | ✓ |
| Transformation | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Personnel | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Corporate governance | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Regional expertise | | | | | | |
| Germany | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Europe | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| North America | ✓ | ✓ | ✓ | | ✓ | |
| Asia-Pacific | ✓ | ✓ | ✓ | | ✓ | |

3.2 Working methods of the Supervisory Board

The Supervisory Board’s task is to regularly advise and monitor the Executive Board in its management of the company. It performs this duty with dedication, thereby contributing significantly to the company’s success. It supports the Executive Board in fulfilling its tasks completely and in a timely manner and is involved in key decisions by passing the necessary resolutions. In addition, the Supervisory Board, represented by the Audit Committee, appoints the auditor in accordance with the resolution of the Shareholders’ Meeting.

The duties and cooperation of the Supervisory Board are governed by the rules of procedure of the body, which are published on the company’s website.

In accordance with the recommendation of the DCGK, the Supervisory Board regularly assesses how effectively the Supervisory Board as a whole and its committees perform their duties. This self-assessment is carried out every two years. The 2025 self-assessment was conducted in autumn 2025 on the basis of a detailed questionnaire. The Supervisory Board discussed the results in detail at its December meeting.

3.3 Activities of the Supervisory Board in the reporting year

The Supervisory Board report contained in the 2025 Annual Report provides information on the activities of the Supervisory Board in the past financial year.

The members of the Supervisory Board disclose any potential conflicts of interest. No conflicts of interest were reported in the 2025 reporting year.

TAKKT attaches great importance to the independence of the auditor. This promotes the confidence of TAKKT’s investors and business partners in the published financial statements. To enable the Supervisory Board to fulfil its monitoring function with regard to the independence of the auditor, it approves non-audit services provided by the auditor that are permitted by law, either through a framework approval or through individual case approvals.

In addition, the Supervisory Board is informed annually about the services provided by the auditor in the previous year. In addition to a breakdown of all services provided by the auditor into various service categories, individual assignments and the ratio of fees for non-audit services to audit fees are also reported.

3.4 Committees and their working methods

The work of the Supervisory Board of TAKKT AG is currently supported by two committees.

Personnel Committee

The Personnel Committee of the Supervisory Board consists of the following three members:

| Chairman | Deputy Chairman | Additional member |
|---------------------|-----------------|-------------------|
| Hubertus Mühlhäuser | Thomas Kniehl | Aliz Tepfenhart |

Among other things, the committee is responsible for preparing matters relating to the employment relationships of the members of the Executive Board. Information on the main activities of the Personnel Committee can be found in the Supervisory Board’s report in the 2025 Annual Report.

Audit Committee

The Audit Committee consists of three members who meet the requirements of Section 100 (5) of the German Stock Corporation Act (AktG) as amended by the Act to Strengthen Financial Market Integrity.

| Chairman | Deputy Chairman | Additional member |
|-----------------|-----------------|----------------------------|
| Stefan Räbsamen | Henk Derksen | Alyssa Jade McDonald-Bärtl |

The Audit Committee monitors the accounting process and the effectiveness of the internal control system, the risk management system and the internal audit system. The Audit Committee also deals with the annual audit, in particular the selection and independence of the auditor, the quality of the annual audit and the additional services provided by the auditor.

In accordance with Recommendation D.3 of the DCGK, detailed information must be provided on the expertise of the members of the Audit Committee in the areas of accounting, auditing and sustainability. Stefan Räbsamen, Chairman of the Audit Committee, is a certified public accountant and was a partner at PricewaterhouseCoopers in Switzerland for many years, most recently as President of the Swiss national company. Henk Derksen, Deputy Chairman of the Audit Committee, also worked for many years as an auditor at PricewaterhouseCoopers and BakerTilly and as CFO in international companies. Alyssa Jade McDonald-Bärtl, another member of the Audit Committee, has extensive expertise in the areas of sustainability and auditing, particularly as a member of the Executive Board of CGIAR and the German Federal Association for Sustainable Business (BNW), as well as Chair of the World Fish organisation and board member of other international sustainability organisations.

3.5 Supervisory Board remuneration and securities transactions

Detailed information on the remuneration of the Supervisory Board and details of securities held by Supervisory Board members can be found in the remuneration report on the company's website. TAKKT immediately discloses any reportable transactions by Supervisory Board members involving company securities on the company's website at www.takkt.de/en/investors/share/directors-dealings. There were no such transactions in 2025.

4. CORPORATE REPORTING AND AUDITING

4.1 Elements of corporate reporting

TAKKT publishes an annual report every year. This includes the consolidated financial statements, which are prepared in accordance with International Financial Reporting Standards (IFRS), and the combined management report. TAKKT also prepares annual individual financial statements for die AG in accordance with the German Commercial Code (HGB). During the

year, TAKKT publishes a half-yearly financial report in accordance with Section 115 of the German Securities Trading Act (Wertpapierhandelsgesetz), which includes an interim management report and condensed financial statements. The company also publishes quarterly reports after the first and third quarters in accordance with the rules of the Frankfurt Stock Exchange.

TAKKT provides information on the publication dates of these reports and announcements as well as other important dates in the financial calendar on the company's website.

TAKKT also produces an annual sustainability report. This is published in the same document as the annual report and as a separate document on the TAKKT website at www.takkt.de/en/investors/corporate-governance/non-financial-statement.

TAKKT is majority-owned by Franz Haniel & Cie. GmbH, Duisburg. The Management Board has therefore duly reported to the Supervisory Board on its relationships with affiliated companies in accordance with Section 312 of the German Stock Corporation Act (AktG). The dependency report concludes with the following statement: "In summary, we declare that, based on the circumstances known at the time the legal transactions were carried out, TAKKT AG received appropriate consideration for each legal transaction."

TAKKT publishes all information relevant to the capital market and the public regarding the company's situation on the company's website at www.takkt.de/en/investors. In addition to financial reports and quarterly reports, this also includes press releases, ad hoc announcements, voting rights announcements and reports on directors' dealings. Shortly after the publication of business figures, conference calls with analysts and investors take place.

4.2 Audit

The Supervisory Board's report in the 2025 Annual Report provides information on the selection of the auditor and its details (including aspects of independence) as well as on the audit engagement itself.

5. SHAREHOLDERS / SHAREHOLDERS' MEETING

5.1 Information on shareholdings and their movements, takeover-related information

In accordance with Section 289a (1) and Section 315a (1) Nos. 1-9 of the German Commercial Code (HGB), the following statements must be made for TAKKT and the TAKKT Group:

TAKKT's share capital of EUR 65,610,331 corresponds to 65,610,331 no-par value bearer shares. These shares are not subject to any restrictions regarding voting rights or the transfer of shares.

As of December 31, 2025, TAKKT AG is a subsidiary of Franz Haniel & Cie. GmbH, Duisburg, which holds 65.0 percent of the shares. There are no other shareholders holding more than ten percent of the voting rights.

The appointment or dismissal of members of the Management Board is governed by Sections 84 and 85 of the German Stock Corporation Act (AktG) and Section 5 of the company's Articles of Association, and amendments to the Articles of Association are governed by Sections 179 and 133 of the German Stock Corporation Act (AktG).

The Management Board of TAKKT is authorised by resolution of the Annual General Meeting on May 18, 2022 to increase the share capital by up to a total of EUR 32,805,165 until May 17, 2027, with the approval of the Supervisory Board, by issuing new no-par value bearer shares on one or more occasions, taking into account the subscription rights of shareholders.

In addition, pursuant to a resolution passed by the Annual General Meeting on May 18, 2022, the Management Board is authorised in accordance with Section 71 (1) No. 8 AktG to acquire treasury shares up to a total of ten percent of the current share capital. Any reverse subscription rights or tendering rights in the event of acquisition and shareholders' subscription rights in the event of sale are excluded. The authorisation may be exercised by the company in whole or in part, once or several times, in pursuit of one or more purposes until May 17, 2026. Between October 6, 2022 and December 20, 2024, TAKKT made use of this authorisation and repurchased a total of 1.6 million of its own shares for EUR 19.4 million as part of a share buyback programme.

This corresponds to 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/en/investors/share/share-buyback.

On the balance sheet date, had financial liabilities totalling EUR 64.9 million with various credit institutions, which were subject to a change of control clause in accordance with Sections 289a (1) No. 8 and 315a (1) No. 8 of the German Commercial Code (HGB).

Further information pursuant to Section 315a (1) No. 2 HGB (restrictions on voting rights), No. 4 (shares with special rights), No. 5 (voting rights control in the case of employee participation) and No. 9 (compensation agreement with the Management Board or employees in the event of a takeover bid) are not relevant for TAKKT or the TAKKT Group.

5.2 Shareholders' rights at the Shareholders' Meeting

Shareholders have the opportunity to exercise their statutory rights at TAKKT's Shareholders' Meeting. Here, they regularly decide on matters such as the appropriation of retained earnings, the discharge of the Management Board and Supervisory Board, and the election of the auditor. Shareholders may exercise their voting rights on the items on the agenda in person or transfer them to a proxy. They may also vote by postal ballot. The registration and identification procedure for TAKKT's Shareholders' Meeting complies with the requirements of German stock corporation law and international standards. Any shareholder who wishes to attend a TAKKT Shareholders' Meeting and exercise their voting rights must register and prove that they are entitled to attend and exercise their voting rights. The details of the registration and participation conditions are announced in the invitation to each Shareholders' Meeting. Furthermore, the agenda, all documents relating to it and further information on the Shareholders' Meeting are available to shareholders on the company's website.

In the case of bearer shares of listed companies, pursuant to Section 123 (4) sentence 1 AktG, proof of the last intermediary pursuant to Section 67c (3) AktG shall suffice for participation in the Shareholders' Meeting or the exercise of voting rights. Pursuant to Section 12 (2) sentence 1 of the company's Articles of Association, in accordance with the provisions of the

currently applicable version of Section 123 (4) sentence 1 AktG, proof of share ownership in text form issued by the custodian bank is sufficient for participation in the Shareholders' Meeting and the exercise of voting rights.

TAKKT will submit the remuneration report for 2025 to the Shareholders' Meeting in May 2026 for approval in accordance with the provisions of the Act Implementing the Second Shareholder Rights Directive (ARUG II).

5.3 Related parties

Detailed information on relationships and relevant transactions with related parties, as well as the publication of transactions with related parties requiring approval, can be found in the notes to the consolidated financial statements.