

Annual Report

2025

Where safety has
tradition – **and a future.**

150 **STAHL**



Key Figures

€ million	2025	2024	Change	2023	2022	2021
Sales	313.0	344.1	-9.1%	330.6	274.3	248.1
Germany	71.5	79.7	-10.2%	83.5	71.8	67.1
Central region ¹⁾	152.5	162.8	-6.3%	146.8	117.6	107.6
Americas	34.6	40.2	-13.9%	34.3	31.6	22.3
Asia/Pacific	54.3	61.4	-11.6%	65.9	53.3	51.1
EBITDA pre exceptionals ²⁾	34.4	34.4	0.0%	38.6	22.3	17.9
EBITDA margin pre exceptionals	11.0%	10.0%		11.7%	8.1%	7.2%
EBITDA	25.5	33.8	-24.6%	36.6	20.6	16.8
EBIT	6.6	15.8	-58.3%	19.1	3.9	-0.1
Net profit	3.0	5.8	-49.3%	0.2	1.9	-4.9
Earnings per share (in €)	0.46	0.90	-48.9%	0.03	0.30	-0.76
Order intake	306.5	327.6	-6.4%	342.5	313.5	261.3
Order backlog as of 31 December	90.9	95.8	-5.1%	115.1	109.4	72.2
Dividend per share (in €)	0	0	n. a.	0	0	0
Cash flow from operating activities	13.4	28.6	-53.4%	14.2	6.0	11.9
Free Cash flow	0.3	14.7	n. a.	0.3	-4.4	-6.3
Depreciation & amortization	18.9	18.0	5.1%	17.5	16.7	16.9
Capital expenditures ³⁾	13.5	13.8	-2.0%	13.9	14.1	15.2
Balance sheet total as of 31 December	258.9	265.2	-2.4%	271.4	259.7	246.0
Shareholders' equity as of 31 December	75.7	72.3	4.6%	67.7	71.3	49.8
Equity ratio as of 31 December	29.2%	27.3%		25.0%	27.5%	20.2%
Net financial liabilities as of 31 December ⁴⁾	34.9	28.8	21.6%	38.8	29.2	18.3
Net financial liabilities incl. lease liabilities as of 31 December	48.3	45.0	7.8%	55.4	48.9	41.4
Employees as of 31 December ⁵⁾	1,659	1,743	-4.8%	1,721	1,676	1,672

¹⁾ Africa and Europe without Germany

²⁾ Exceptionals: restructuring charges, unscheduled depreciation and amortization, charges for designing and implementing IT projects, M&A costs, gains and losses from deconsolidation processes as well as gains and losses from the disposal of assets no longer required for business operations.

³⁾ Payments for investments in intangible assets and property, plant & equipment

⁴⁾ Without pension provisions and without lease liabilities

⁵⁾ Not including apprentices.

Rounding differences and rates of change

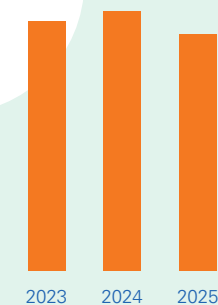
Percentages and figures in this report may include rounding differences.

Symbols for the rates of change are shown mathematically.

Rates of change > +100% are shown as > +100%, rates of change < -100% as "n/a" (not applicable).

Sales

€ million



331 344 313

EBITDA pre exceptionals²⁾

€ million



38.6 34.4 34.4



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 The magazine for the Annual Report 2025

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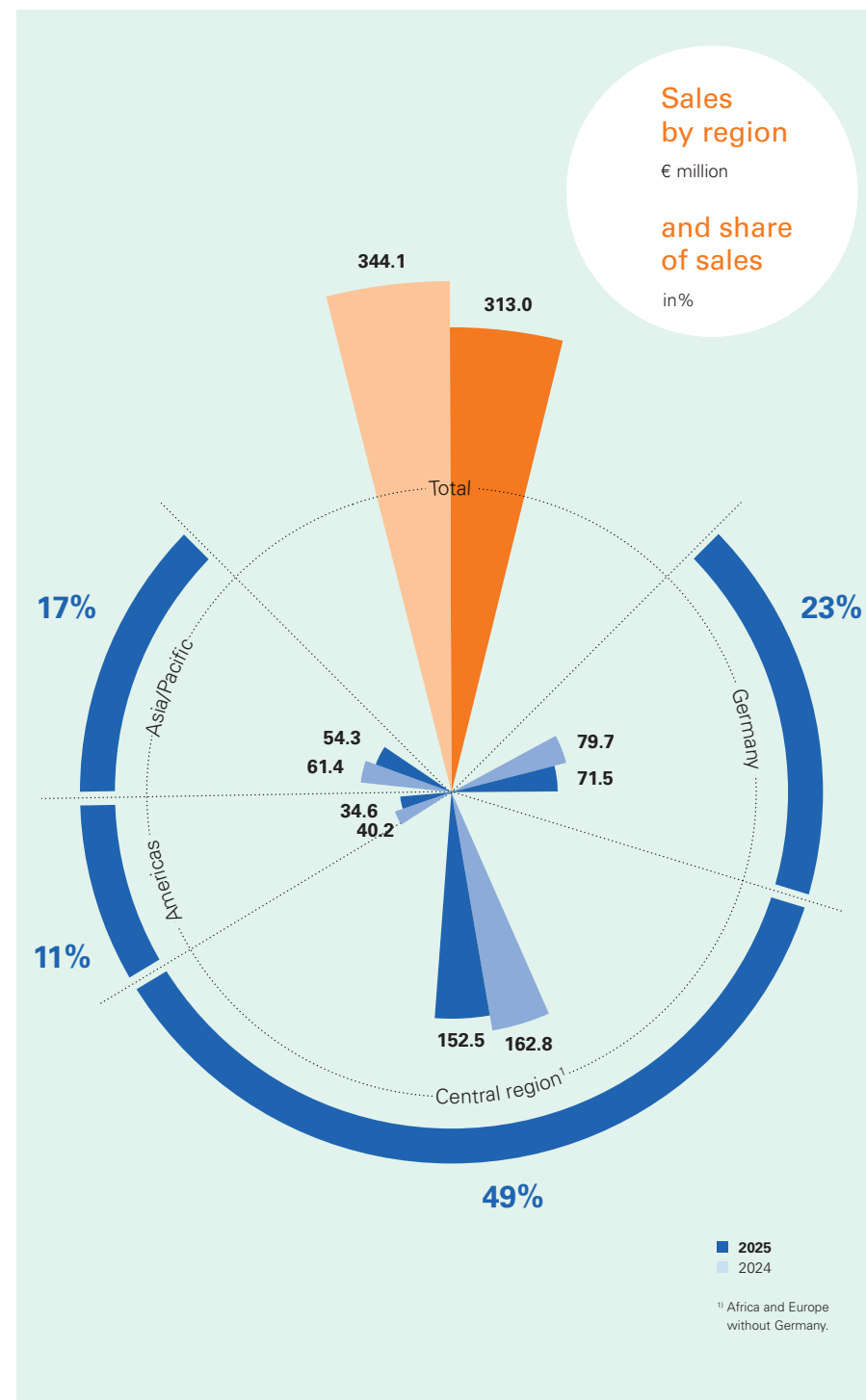
R. STAHL – A Leader in Explosion Protection

R. STAHL is among the leading global suppliers of products for electrical explosion protection in the world. With a comprehensive portfolio of electro-mechanical, electronic and automation technology components as well as customer-specific system solutions, we deliver uncompromising safety – even in highly demanding applications and extremely challenging locations. Our products from the areas of electrical, automation and lighting also impress in the most demanding applications and in extremely challenging locations. Extensive service and support activities complement the product range.

Our strong market position is the result of a high level of technological competence, market-leading products and innovative developments. With subsidiaries, production facilities and sales offices, R. STAHL is present in European markets, the Middle East and South Africa, the Asia-Pacific region as well as in America.

Strategic market development

Demand for electrical explosion protection solutions is increasing and is driven by global trends. In order to take advantage of the resulting growth options, we are pushing the expansion of our market share. The goal is to maintain R. STAHL's strong market position in Europe and in the Middle East and to sustainably expand market penetration in all other parts of the world, especially in America and Asia.





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Letter from the Executive Board

Ladies and Gentlemen, Dear Shareholders,

2025 was a very challenging year financially for R. STAHL. The difficult structural crisis in the German domestic market combined with uncertainties arising from global trade conflicts impacted and delayed customers' investment decisions. This also had a negative impact on R. STAHL's business development. Demand for electrical explosion protection dampened noticeably in virtually all relevant industries over the course of the reporting year. The green-field business, i.e. the construction of new plants, came to what amounted to a near complete standstill in Europe. As a result, the company recorded declines in many of its key financial indicators.

Order intake declined by € 21.0 million to € 306.5 million in full-year 2025. At € 313.0 million (-9.1%), our sales were slightly below the forecast range of € 320 million to € 330 million, which was adjusted in the summer of 2025. Free cash flow of € -0.3 million (previous year: € +14.8 million) fell short of expectations. At € 34.4 million, EBITDA (earnings before interest, taxes, depreciation and amortization) pre exceptionals remained at the prior year level (€ 34.4 million) despite a decline in sales and was thus above the forecast corridor of € 25 million to € 30 million, which was adjusted in July. The high EBITDA pre exceptionals was due to temporary positive one-time items in the area of material and personnel costs as well as a short-term increase in sales in December 2025 from major projects and does not in principle reflect R. STAHL'S challenging business development.



Transfer at the senior level of the company initiated in fall 2025 and completed at the beginning of 2026

As of 1 October 2025, Dr. Claus Bischoff was appointed to the Executive Board as an additional member and Deputy CEO. CEO Dr. Mathias Hallmann stepped down prematurely at his own request at the end of 2025 after eight years with the company. At the beginning of 2026, Dr. Bischoff assumed the role of Chairman of the Executive Board and, together with Tobias Popp, Chief Commercial Officer, has since formed the two-member Executive Board team of R. STAHL AG.

NEXUS future program – exploiting market potential in both existing and new markets

Despite the current difficult conditions, R. STAHL believes it is generally well positioned in the market for electrical explosion protection. The previous EXcellence 2030 strategy was replaced by the NEXUS future program in February 2026. Initiated by the Executive Board, it will be further developed and implemented by R. STAHL's management teams and employees over the coming months.



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The goal is to develop R. STAHL into a global solution provider in the field of explosion protection in the medium and long term as well as to take advantage of the opportunities presented by our growing market. The Executive Board is focusing on digitalized, automated and autonomous complete solutions that help plant operators improve the efficiency of their existing plants.

R. STAHL has established a strong position in the field of digitalization and process automation. The task at hand is to combine these two strengths and develop them into smart products and systems for automation. The faster we move, the greater the potential. Strategic partnerships in particular are playing an increasingly important role in this regard, for example, the portal for digital twins, TWINPORTAL, and the company-wide introduction of artificial intelligence.

R. STAHL is well positioned in customer-specific production – in terms of our portfolio, our expertise and our footprint. We will make price-sensitive standard products cost-competitive while at the same time digitalizing production to a significant degree. Speed, efficiency and reliability are crucial to remaining competitive.

Entering attractive markets in addition to explosion protection

R. STAHL also sees growth potential in related markets beyond electrical explosion protection. One example of this is products and solutions for harsh environments. Offshore wind farms and nuclear power plants, for example, require robust, temperature and weather-resistant products. The majority of R. STAHL products and solutions meet these demanding industry requirements.

Another growth area is systems for controlling and regulating the energy supply to critical infrastructure. R. STAHL solutions are used, for example, on offshore oil platforms to guarantee an uninterruptible power supply (UPS). In addition to explosion protection expertise, the structural protection of equipment against heat, pressure and the maritime climate is also crucial here. The company is already represented in the harsh environments and critical infrastructure growth markets with its products and solutions and intends to significantly expand its business in the medium and long term, including in terms of product-related services.

In addition, we will systematically expand our existing service business. To this end we are combining our core competences to service solutions that generate measurable added value for our customers – throughout the entire life cycle of the product.

Pushing ahead with internationalization

R. STAHL will continue to pursue its strategy of becoming a more internationally active company. It is important that we serve regional markets with services and products that are even more closely aligned with local requirements. Quality, reliability and performance across the entire value stream are key differentiators in this regard. We will also establish individual competences and capabilities locally in the regions. But one thing is also clear: Germany remains an important production, logistics and development location for R. STAHL. In the summer of 2025, after only around a year of construction and an investment of over € 3 million, we commissioned the logistics extension at our Weimar plant. This will significantly increase the delivery capability and speed of our luminaire portfolio.

A core element of R. STAHL's internationalization strategy is the expansion of the existing site in Chennai, India, with a new plant scheduled to go into operation in the second half of 2027. In India we already manufacture robust, cost-efficient and high-quality products for the local and Asian markets, as well as components for internal use. With the expanded capacity we will increase our production of products for the global market and, as a first step, support the growing markets in Southeast Asia from India.

Driving digitalization internally and on the product side

The importance of digitalization is once again increasing significantly in the NEXUS future program. We will digitalize products, components, processes and standard procedures as far as possible, thereby creating added value both for ourselves and our customers. Digitalization, especially artificial intelligence, is also a key to further developing the company and increasing our efficiency. R. STAHL will also establish and expand digital business models. Together with our cooperation partner complement, we launched a new business model in the summer of 2025, which was presented at the SPS trade fair in the fall: The innovative software-as-a-service (SaaS) solution helps users manage digital twins and creates the basis for the Digital Product Passport



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(DPP), which companies will have to provide in the future as part of the EU's Ecodesign for Sustainable Products Regulation (ESPR).

Strengthening corporate culture

A key issue for the implementation of strategic steps is a strong corporate culture. Every employee should know how they can best contribute to the company's success. We will give all employees in a decentralized network organization a greater sense of trust, but also greater responsibility. The long-term goal is to create a corporate culture in which every employee feels proud of their work and has a strong connection to the company. R. STAHL should stand for a people-oriented corporate image that invites everyone to actively shape the company – by us, for us!

R. STAHL will establish the basis for a sustainably successful future in financial year 2026 and expects business to stabilize

The Executive Board has set the goal of stabilizing R. STAHL economically in the current year and creating the structural and content-related foundations to be able to take advantage of growth opportunities in our markets, especially outside Europe, from 2027. For the current financial year, the Executive Board does not yet expect a significant recovery in demand from key customer industries.

Overall, the company is cautious about financial year 2026. The Executive Board expects Group sales to decline to between € 285 million and € 300 million (2025: € 313.0 million). Profitability, which benefited greatly from positive one-time items in 2025, should also weaken in 2026. R. STAHL expects EBITDA pre exceptionals to be between € 22 million and € 27 million in 2026 (2025: € 34.4 million).



Working together successfully as a team

Our employees are a decisive factor for the successful future of R. STAHL. We are extremely grateful for their efforts, and the Executive Board would like to express its thanks to all employees for their commitment and flexibility in financial year 2025. We will respond to the challenges ahead with courage, innovation and entrepreneurial spirit. It is not only the right products and solutions that determine the future viability of R. STAHL, but also the way in which we work together as a team to become stronger and more successful internationally. Together and with a strong sense of cohesion, we will overcome the challenges ahead and steer R. STAHL onto a profitable growth course.

We would like to thank our shareholders and business partners, some of whom have been with R. STAHL for many years, for their loyalty. The new Executive Board team is highly motivated to return this trust through the sustainable and successful further development of R. STAHL.

Dr. Claus Bischoff
Chief Executive Officer / CEO

Tobias Popp
Chief Commercial Officer / CCO



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Dr. Claus Bischoff

Chief Executive Officer / CEO (since January 2026)

Dr. Claus Bischoff was born in Witzenhausen in 1973. After studying Aerospace Engineering at the Technical University of Munich, Dr Claus Bischoff earned his doctorate in Mechatronics at the University of Rostock in cooperation with the ETH Zurich. He began his professional career in 1999 at Robert Bosch GmbH, where he held various leadership positions. He later held senior management positions at Magna International AG and Continental AG before joining Marquardt GmbH in 2019 as Managing Director and CTO, where he assumed responsibility for Sales, Development and Business Units. In 2023, he joined Lenze SE as a member of the Executive Board and CTO, where he was in charge of Research & Development as well as Mechatronics Manufacturing. Dr. Bischoff joined R. STAHL AG as a member of the Executive Board on 1 October 2025 and has been Chief Executive Officer (CEO) since 1 January 2026. In this role, he is responsible for Portfolio Management & Product Creation, Product Realization, Quality Management, Finance & Controlling, Human Resources, Governance & Sustainability as well as Investor Relations. His contract has a term until 2028.



Tobias Popp

Chief Commercial Officer / CCO

Tobias Popp was born in Erbach/Odenwald in 1973. After holding positions at Veith Elektro, Cooper Industries, GSI and Gebhardt/Nicotra, the qualified master electrician and technical business economist began his career at R. STAHL in 2008 as Key Account Manager for the sale of system solutions. As head of the departments 'Customised Application Solutions' and the areas of 'System and Integrated Solutions' and 'Installation and Control', Tobias Popp continuously expanded his sphere of activity. From 2018, he was responsible for global sales activities, most recently including the Marketing & Portfolio functions. Tobias Popp was appointed to the Executive Board as Chief Commercial Officer (CCO) with effect from 1 September 2024. In this role, he is responsible for Sales & Marketing, Market Management as well as Information Technology & Digitization. His contract has a term until 2027.



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Supervisory Board Report

Ladies and Gentlemen, Dear Shareholders,

In the 2025 reporting year, the Supervisory Board performed with great care the duties incumbent upon it in accordance with the law, the articles of association, the German Corporate Governance Code and the rules of procedure. It advised and continuously monitored the Executive Board and the management of the company. In a constant dialog, the Executive Board informed the Supervisory Board comprehensively and promptly regarding all significant events in the company and issues of importance to the company and the Group. The Executive Board also involved the Supervisory Board in all fundamental decisions. The Supervisory Board monitored the work of the Executive Board on the basis of regular oral and written reports. Members of the Supervisory Board were informed about the Group's key figures at least once a month. The Executive Board also explained those exceptional events that were of particular importance for R. STAHL. At personal meetings, as well as in verbal and written reports, the Executive Board regularly informed the Chair of the Supervisory Board – in addition to the information provided to the full Supervisory Board – about the company's development and discussed current issues with them.

Changes to the Supervisory Board and Executive Board

At the beginning of 2026, the planned changeover from long-standing CEO Dr. Mathias Hallmann to the new CEO Dr. Claus Bischoff took place. The latter was appointed as an additional member of the Executive Board and Deputy Chairman with effect from 1 October 2025. His term of office is set at three years. The Executive Board mandate of Dr. Mathias Hallmann ended at the end of 31 December 31 2025.



Following the departure of Dr. Mathias Hallmann from the Executive Board, Dr. Claus Bischoff, as Chief Executive Officer, is now responsible for Strategy, Portfolio Management & Product Creation, Product Realization, Quality Management, Finance & Controlling, Human Resources, Governance & Sustainability as well as Investor Relations & Corporate Communications. The second member of the Executive Board, CCO Tobias Popp, is responsible for Sales & Marketing, Market Management as well as Information Technology & Digitalization. The resulting generational change in the Executive Board lays the groundwork for the continued success of R. STAHL.

At the beginning of February 2026, there was also a change in the chairmanship of the Supervisory Board from long-standing Chairman Peter Leischner to Prof. Dr. Peter Hofmann. The composition of the Supervisory Board remained unchanged in financial year 2025.



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The company's management is thus realigned for the challenging economic environment in 2026, during which R. STAHL will celebrate its 150th anniversary.

Meetings of the Supervisory Board

The Supervisory Board convened for five regular meetings in the reporting year. There was also one extraordinary meeting on 27 June 2025. The five regular meetings on 4 March 2025, 8 April 2025, 2 June 2025, 16 September 2025 and 9 December 2025 were held in part as hybrid meetings (presence and via video). On one occasion, the Supervisory Board passed a resolution on a transaction requiring approval by written circulation procedure. Absences of individual members at the total of six meetings were always excused. All presence meetings of the Supervisory Board were held at the headquarters in Waldenburg.

The regular Supervisory Board meetings were held as scheduled. The meetings focused on the economic position and development prospects of R. STAHL, as well as on important business events. The Executive Board reported regularly to the Supervisory Board on the sales, earnings and financial performance of the company. At all meetings convened in 2025, the Supervisory Board dealt intensively with the market situation and current developments of the R. STAHL Group, R. STAHL AG and R. STAHL subsidiaries associated with them. Other areas of focus included the company's strategy, opportunities and risks, personnel and financial matters, compliance issues, capital expenditures and Group planning as well as succession planning for the Executive Board. Issues related to Group financing and liquidity planning as well as earnings planning were always at the forefront of the discussions. Another topic that was common to all meetings of the Supervisory Board was the macroeconomic framework conditions for R. STAHL due to global crises and the changes in world trade caused by changes in Tariff policy and sanction systems, which have had a significant impact on the investment behavior of industries important to R. STAHL, including the pharmaceutical and chemical industries.

On 4 March 2025, the Supervisory Board dealt, among other things, with the preliminary annual financial statements 2024, the results of the committee's self-assessment and the compensation of the Executive Board. Audit results for the non-financial Group statement (CSR report) for 2025 and the approval of the EU taxonomy report as well as the efficiency of risk management at R. STAHL were discussed in detail. The CSR report was then adopted. Another focus of this meeting was the discussion of issues relating to succession plan-

ning in the Executive Board and the Executive Board's rules of procedure, as well as international trade and economic policy in markets relevant to R. STAHL.

At the balance sheet meeting on 8 April 2025, following detailed reporting by BDO AG Wirtschaftsprüfungsgesellschaft and discussion of the audit results, the Supervisory Board adopted R. STAHL AG's annual financial statements for 2024 and approved the consolidated financial statements for 2024. The Executive Board reported on the other mandatory publications. The non-financial statements, in particular the statements and disclosures on sustainability and corporate social responsibility, were also discussed and reviewed by the Supervisory Board. The report of the Supervisory Board for the 2024 financial year was also approved.

In addition to personnel issues, other topics discussed at the meeting included a vote on internal auditing and compliance management at R. STAHL. Other topics at the meeting included voting on and approving the agenda for the 2025 Annual General Meeting and discussion about the election of the auditor of the financial statements and the auditor for reporting in accordance with the Corporate Sustainability Reporting Directive (CSRD) as well as the resolution on the compensation report in accordance with Section 162 of the German Stock Corporation Act (AktG). In connection with the Annual General Meeting, the planned authorization to purchase own shares in accordance with Section 71 Paragraph 1 (8) AktG and its utilization, possibly with the exclusion of subscription rights, was also discussed in detail. In addition to the legally prescribed topics, the status quo of personnel capacities in the Technology and Portfolio departments was also discussed in detail with the Executive Board.

The meeting on 2 June 2024 served as preparation for the Annual General Meeting. Among other things, the Supervisory Board discussed the current business situation of the R. STAHL Group. Other topics included the investment in the logistics expansion in Weimar, presentation of the progress of the EXcelerate finance and digitalization project as well as changes in the management of subsidiaries and in the second management level.

At the extraordinary meeting on 27 June 2025, the Supervisory Board dealt with the appointment of Dr. Claus Bischoff as a new member of the Executive Board and the terms of his Executive Board service contract with the company as well as the transition from Dr. Hallmann to Dr. Bischoff as Chief Executive Officer and possible associated capital market law issues.



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At the regular meeting on 17 September 2025, the Supervisory Board passed the necessary resolutions for the change of CEO from Dr. Hallmann to Dr. Bischoff as of 31 December 2025 / 1 January 2026. In addition to the business situation, other topics discussed at the meeting included an in-depth examination of the company's earnings, liquidity and equity situation in light of the ongoing difficult industry and market situation in R. STAHL's key markets and industries and the establishment of a transfer company. This also led to a discussion on the preparation of planning for financial years 2026 to 2028 and the status of investments as well as investment planning.

On 9 December 2025, the Supervisory Board dealt with corporate and financial planning for the 2026 financial year, the medium-term planning and further financial topics, especially consideration of the company's earnings, liquidity and equity situation. In addition, the individual targets and the target total remuneration for the Executive Board for 2026 were discussed and resolved. The corporate governance declaration including the updated declaration of compliance pursuant to Section 161 AktG was also adopted and the form and procedure for the audit of the CSR report for 2025 were discussed and approved. This became particularly relevant after the continued failure to implement the CSRD into national law meant that the conditional approval of the sustainability statement by the company's Annual General Meeting did not take effect due to the condition not being met. The meeting also focused on setting individual targets for members of the Executive Board, passing resolutions on the 2025 declaration of conformity and the diversity concept as well as discussing the corporate governance statement. The Supervisory Board also dealt with its internal organization and the focal points of the Supervisory Board's work.

In addition, the Supervisory Board took part in internal training on the current development of the CSRD and its implementation at R. STAHL.

Meetings of the committees

The Audit Committee convened three regular meetings in the reporting year on 3 March 2025, 7 April 2025 and 15 September 2025, as shown in the table below. The attendance rate was 100% for each of the meetings. The Committee dealt with issues relating to accounting, risk management and compliance, the audit of the annual financial statements and the consolidated financial statements of the company for financial year 2024 and the compensation report in accordance with Section 162 of the German Stock Corporation Act (AktG). Other key topics included the non-financial statement, questions regarding sustainability and EU Taxonomy as well as other mandatory reports as well as the necessary independence of the auditor, the issuing of the audit engagement to the auditor with the determination of the focus of the audit and the quality of the audit including the fee agreement.

The Administrative Committee held three meetings in 2025, as shown in the table below. The committee prepared the compensation decisions of the full Supervisory Board, discussed the composition of the Executive Board and dealt with the search for a successor to Dr. Hallmann as Chief Executive Officer as part of long-term succession planning. The chairs of the committees regularly informed the Supervisory Board about the work of their committees in the subsequent meetings.

The Strategy Committee convened for two meetings, as shown in the table below. The Executive Board strategy for the further development of the digitalization of R. STAHL's processes and products as well as impulses for increased efficiency were key topics of discussion. In accordance with the rules of procedure, it continued to deal with the innovation and technology strategies and their implementation together with the strategic and fundamental positioning of the company as it related to current megatrends.



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The following table provides an overview of attendance at meetings of the Supervisory Board and its committees in financial year 2025:

MEETINGS OF THE SUPERVISORY BOARD 2025			4 March 2025	8 April 2025	2 June 2025	27 June 2025	16 Sept. 2025	9 Dec. 2025
			Regular meeting	Regular meeting	Regular meeting	Extraordinary meeting	Regular meeting	Regular meeting
			Waldenburg	Waldenburg	Waldenburg	video conference	Waldenburg	Waldenburg
	Meeting attendance	%	1	2	3	4	5	6
Peter Leischner (Chairman)	6/6	100	presence	presence	presence	video	presence	presence
Prof. Dr. Peter Hofmann (Deputy Chairman)	6/6	100	presence	presence	presence	video	presence	presence
Bettina Beer	6/6	100	presence	presence	presence	video	presence	presence
Klaus Erker	3/6	50	presence	–	–	–	presence	presence
Andreas Müller	6/6	100	presence	presence	presence	video	presence	presence
Dr. Renate Neumann-Schäfer	5/6	83	presence	presence	presence	–	presence	presence
Harald Rönn	5/6	83	presence	–	presence	video	presence	presence
Nikolaus Simeonidis	6/6	100	presence	presence	presence	video	presence	presence
Dennis Stahl	6/6	100	presence	presence	presence	video	presence	presence

– not present



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MEETINGS OF THE AUDIT COMMITTEE 2025

			3 March 2025	7 April 2025	15 Sept. 2025
			Regular meeting	Regular meeting	Regular meeting
			Waldenburg	Waldenburg	Waldenburg
	Meeting attendance	%	1	2	3
Dr. Renate Neumann-Schäfer (Chair)	3/3	100	presence	presence	presence
Peter Leischner	3/3	100	presence	presence	presence
Andreas Müller	3/3	100	presence	presence	presence
Nikolaus Simeonidis	3/3	100	presence	presence	presence

MEETINGS OF THE ADMINISTRATION COMMITTEE 2025

			3 Feb. 2025	24 June 2025	3 Nov 2025
			Regular meeting	Regular meeting	Regular meeting
			Waldenburg	Waldenburg	Waldenburg
	Meeting attendance	%	1	2	3
Peter Leischner (Chairman)	3/3	100	presence	presence	presence
Klaus Erker	1/3	33	presence	–	–
Prof. Dr. Peter Hofmann	3/3	100	presence	presence	video
Harald Rönn	3/3	100	presence	presence	video

– not present



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MEETINGS OF THE STRATEGY COMMITTEE 2025

			3 Feb. 2025	24 July 2025
			Regular meeting	Regular meeting
			Waldenburg	Waldenburg
	Meeting attendance	%	1	2
Prof. Dr. Peter Hofmann (Chairman)	1/2	50	–	presence
Klaus Erker	1/2	50	presence	–
Peter Leischner	2/2	100	presence	video
Harald Rönn	2/2	100	presence	video
Dennis Stahl	2/2	100	presence	presence

– not present

Auditing of the annual and consolidated financial statements

The annual financial statements of R. STAHL AG as of 31 December 2025, as well as the consolidated financial statements were audited by the auditing firm selected by the Annual General Meeting on 3 June 2025 and appointed by the Audit Committee of the Supervisory Board, BDO AG Wirtschaftsprüfungsgesellschaft, Hamburg, and were both certified without qualification. The auditor responsible in accordance with Section 319a (1) sentence 4 HGB was Andreas Gebert.

The chief auditor confirmed that the consolidated financial statements comply with IFRS as mandated for EU companies and the supplementary provisions applicable under commercial law as set forth in Section 315e HGB. The auditor did not raise any objections to the annual financial statements and consolidated financial statements of R. STAHL AG as of 31 December 2025, and confirmed this in the unqualified audit opinions. The compensation report was also formally audited by the auditor in accordance with Section 162 of the German Stock Corporation Act (AktG). The annual financial statements of the company and the Group, the combined management reports and the auditor’s reports as well as the statements not to be audited by the auditor and to be published in the Annual Report, the remuneration report and the sustainability report were made available to all members of the Supervisory Board in good time.

The Audit Committee discussed the financial statements and audit reports in great detail with the auditors and dealt in particular with the key audit matters. At its balance sheet meeting on 14 April 2025, the Supervisory Board subsequently dealt with all issues relating to the audit of the financial statements. The Audit Committee reported to all members of the Supervisory Board on its findings and audit procedures at the committee meeting on the previous day. The auditor was present and available for discussion during the meeting of the Audit Committee and the Supervisory Board. The auditors confirmed to the Supervisory Board the effectiveness of the monitoring system in accordance with Section 91 (2) AktG. The auditors also provided assurance that they had not performed any significant services for the company in the reporting year beyond the audit of the financial statements and that there were no circumstances that could impair their independence. On the basis of the Audit Committee’s review and its own examination, the Supervisory Board concurred with the audit opinion after further discussion and raised no objections to the annual and consolidated financial statements or the management report. In accordance with Sections 170, 171 AktG, the Supervisory Board therefore resolved to approve the annual financial statements of R. STAHL AG and the consolidated financial statements for financial year 2025, together with the combined management reports as prepared by the Executive Board. The company’s annual financial statements for fiscal year 2025 are thus adopted in accordance with Section 172 AktG. A dividend for financial year 2025 cannot be distributed due to the accumulated loss resulting from the loss situation in previous financial years.



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At its meeting on 10 March 2026, the Supervisory Board approved the lawful, proper and expedient preparation of the CSR report and critically examined the methods, procedures and processes used by the Executive Board to collect information and data. No objections were raised. The CSR report is an integrated part of the combined management report.

The Supervisory Board would like to thank the Executive Board, the employees, and the staff representatives of R. STAHL, in Germany and abroad, for their hard work and dedication in what continue to be challenging times. The business figures demonstrate that the entire R. STAHL team has mastered the challenges faced to date together and continues to intensively pursue its successful strategy of profitable international technological leadership with corresponding growth.

Prof. Dr. Peter Hofmann

Chairman of the Supervisory Board at R. STAHL AG



Prof. Dr. Peter Hofmann

Chairman of the Supervisory Board (since 6 February 2026)

Prof. Dr. Peter Hofmann was born in 1964 in the German city of Tuttlingen. He studied aerospace engineering and computer science at the University of Stuttgart, where he also earned his doctorate in computer science. He began his professional career in vehicle development at Daimler Benz AG, where he held various international management positions during his nine years with the company. He first moved to the Hohenlohe region in 2005 as a member of the Management Board of Bürkert GmbH. In 2010, he assumed responsibility for establishing the new Process Automation business unit at Festo AG, subsequently overseeing global research and development. During this time, he played a key role in shaping the company's technological orientation and its transition to the digital Industry 4.0 world. In 2017, he moved to Krones AG as Head of Research & Development before being appointed to the Executive Board of KUKA AG in 2019, where he was responsible for technology and digitalization. After leaving KUKA, he founded a consulting firm with the objective of combining the strengths of established industrial companies with the dynamic energy of young high-tech start-ups. His focus is on enabling innovation through cooperation – by connecting both worlds in a way that quickly turns technological ideas into marketable, scalable and cost-efficient products. At the same time, he is committed to his role as an Advisory Board and Supervisory Board member, contributing his international management and technology experience to the work of these committees and expanding strategic decisions to include technological, digital and innovation-driven perspectives. Peter Hofmann has been a member of the Supervisory Board of R. STAHL AG since 2021 and was elected Chairman in 2026.



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R. STAHL Share

Despite political and economic uncertainties, stock markets were up significantly in 2025

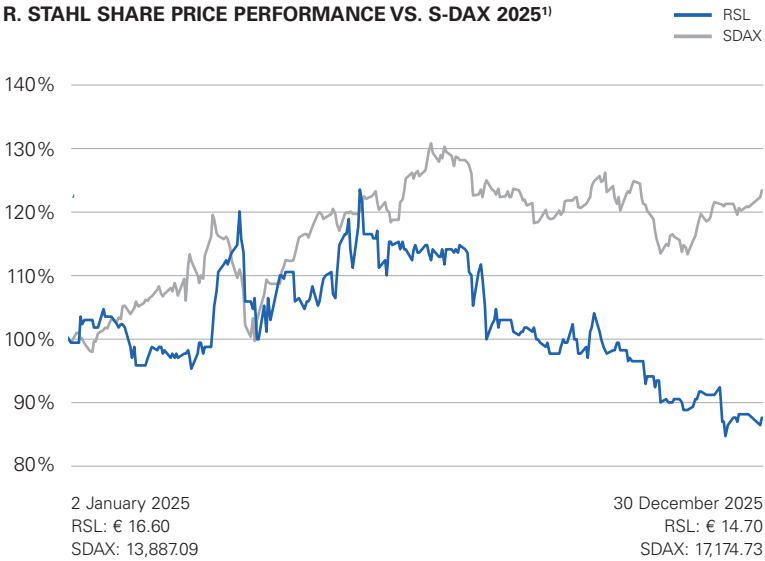
Stock market year 2025 proved to be another year of above-average share price gains. The DAX rose for the third consecutive year, closing at around 24,500 points, an increase of 23%. Despite widespread economic and geopolitical uncertainty, the main drivers of share prices were investor enthusiasm for companies in the field of artificial intelligence (AI) in the US, the defense boom in Europe and companies benefiting from the energy transition.

Unlike in the previous year, the SDAX also rose sharply in 2025. With a gain of 25.3% and a closing value of 17,174 points, it outperformed both the DAX and the US Dow Jones. The dynamic rise occurred primarily in the first half of the year and was driven, among other things, by interest rate hopes and infrastructure fantasies.

R. STAHL share could not benefit from the general trend

The R. STAHL share started the year 2025 at a price of € 16.60. After a slight dip in the share price, which ended at the beginning of February with the participation in the Hamburg Investors’ Day, a sideways movement set in, culminating in a steep rise from mid-March. The first annual peak of € 20.20 was reached on April 1; the share price subsequently fell to € 16.80. The presentation of the annual financial statements on April 10, 2025 gave investors renewed confidence, pushing the share price up steadily until the beginning of June. Our share reached its high for the year of € 21.20 on the day of the Annual General Meeting. After a brief sideways movement until the end of July, the share price decoupled from the SDAX trend and fell significantly by the end of the year. The main reason for the below-average performance of our share was the generally subdued business development. The R. STAHL share ended the year at a closing price of € 14.70.

R. STAHL SHARE PRICE PERFORMANCE VS. S-DAX 2025¹⁾



¹⁾ All stock exchange information relates the XETRA trading platform.

WKN	A1PHBB
ISIN	DE000A1PHBB5
Ticker symbol	RSL2 (Bloomberg), RSL2.DE (Reuters)
Trading segment	Regulated Market/Prime Standard
Indices	CDAX, Classic All Share, DAXplus Family, DAXsector All Industrial, DAXsector Industrial, DAXsubsector All Industrial Products and Services, DAXsubsector Industrial Products and Services, Prime All Share
Stock markets	XETRA, Frankfurt, Stuttgart, Düsseldorf, Munich, Berlin, Hamburg



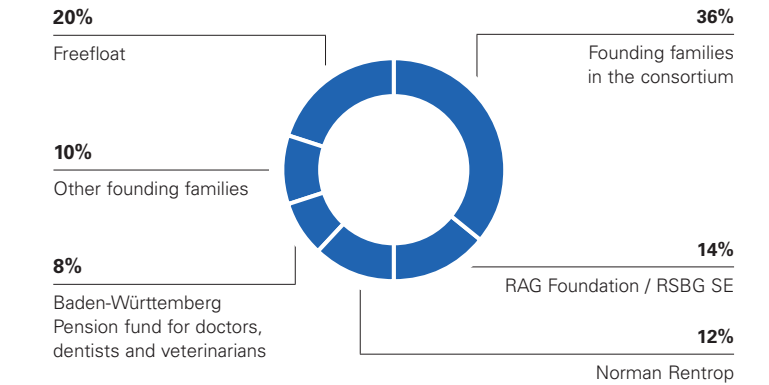
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Nearly half of R. STAHL’s shares held by the founding families

About 46% of R. STAHL shares are held by shareholders from the extended circle of the founding families Stahl and Zaiser. 36% of the shares are held by members of the family consortium. the RAG-Stiftung holds 14% through its holding company RSBG SE; 12% of R. STAHL shares are held by Norman Rentrop. The Baden-Württembergische Versorgungsanstalt für Ärzte, Zahnärzte und Tierärzte (Baden-Württemberg Pension Fund for Doctors, Dentists and Veterinarians) holds approximately 8%. At year-end, shareholders in the family consortium and institutional investors with voting rights subject to mandatory reporting requirements of 3% or more held a total of approximately 70% of share capital. Nearly 98% of R. STAHL’s share capital is held by shareholders from Germany.

R. STAHL SHAREHOLDER STRUCTURE

As of March 2026



In dialog with shareholders

A regular exchange of information with our shareholders is important to us. In the reporting year, we again focused on smaller events. These events allowed us to meet with suitable investors who are explicitly interested in small caps and niche stocks. In addition to Designated Sponsor, one other institution covered us in 2025, i.e. published regular updates on the company and the share. Interested shareholders thus have another external perspective at their disposal. In addition, background discussions were held with investors and analysts at company headquarters in Waldenburg. We made a conscious decision to our Annual General Meeting as an in-person event to give our shareholders another platform for dialog with their company. We will continue to do so in 2026. We publish comprehensive and up-to-date information in the form of interim, semi-annual and annual reports, as well as presentations, on our corporate website. We also provide all interested investors access to our conference calls, which are held regularly by the Executive Board. Detailed information on this and on the R. STAHL share can be found on our website www.r-stahl.com under the heading [Corporate/Investor Relations](#).

KEY FIGURES OF THE R. STAHL SHARE¹⁾

in €	2025	2024
High for the year (3 June 2025 26 March 2024) ²⁾	21.20	23.80
Low for the year (11 December 2025 20 November 2024) ²⁾	14.20	15.20
Year-end price (31 December)	14.70	16.30
Average daily trading volume (number of shares)	1,303	670
Number of shares	6,440	6,440
Market capitalization as of 31 December (in € million)	94.668	108.192
Earnings per Share	0.46	0.90
Dividend per share	0	0
Dividend yield at year-end price (in %)	–	–

¹⁾ All stock exchange data mentioned refers to the XETRA trading platform.
²⁾ Intra-day prices also possible.



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Combined Management Report

of the R. STAHL Group
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BASIC PRINCIPLES OF THE GROUP

BUSINESS MODEL

R. STAHL is a leading international technology company specializing in electrical explosion protection, a branch of electrical engineering that has been continuously developing for nearly a century. The purpose of electrical explosion protection is to ensure the safe operation of electrical equipment and systems in ex-zones (potentially explosive areas) at all times through the application of suitable technical solutions – and thus to protect people as well as systems and the environment with a maximum degree of reliability. In addition to traditional explosion protection, R. STAHL also focuses on applications in harsh environments. These are industrial operating conditions with particularly demanding environmental requirements such as extreme temperatures, humidity, vibrations, or corrosive influences.

These solutions are used wherever flammable gases, liquids and dusts are industrially produced, transported, stored and processed or when these are generated during processing. For R. STAHL, key markets include, in particular, the chemical and pharmaceutical industries, the liquefied natural gas (LNG), natural gas and petroleum industries as well as shipbuilding and the food industry and applications in harsh environments. At this time, the hydrogen economy does not yet account for a significant share of sales, but is becoming a stronger focus for R. STAHL from a strategic perspective. R. STAHL expects development similar to that of LNG in the future.

Product portfolio

The objective of electrical explosion protection is to prevent the formation of sparks from electrical and electronic components or to reliably keep potential ignition sources away from explosive mixtures of fuel and oxygen.

R. STAHL is one of the world's leading providers of explosion protection solutions. The company covers all stages of the value chain – from individual components such as switches and signaling devices, through to control boxes and power distribution systems and including customized system solutions for large-scale projects, for example in gas production or the (petro)chemical industry. Another focus is on energy-efficient LED lighting solutions for potentially hazardous areas. The spectrum ranges from mobile handheld floodlights to specialized lighting systems for helicopter landing decks on offshore platforms.

In the field of automation, R. STAHL offers solutions for the control and monitoring of industrial plants. These include, among other things, the IS1+ remote I/O system as well as control units and camera systems. Digital functions are becoming increasingly important in the product portfolio.

The portfolio is complemented by engineering and consulting services for the implementation of customized system solutions as well as by a continuously expanding range of services. The explosion protection solutions are used both in manufacturing processes in the chemical and pharmaceutical industries and in facilities related to natural gas, liquefied natural gas (LNG) and the international oil industry. In addition, R. STAHL offers suitable products and system solutions for applications in the field of large-scale hydrogen production and processing.

Standards and regulations in electrical explosion protection

Due to the serious consequences that inadequate explosion protection can have, technical requirements for the commercial handling of combustible materials are highly regulated, although these regulations differ from region to region around the world.

In electrical explosion protection, for example, member states of the European Union are governed in particular by the directives 2014/34/EU and 1999/92/EC (ATEX directives), whereas the primary regulation in the USA is the National Electrical Code (NEC) and in Canada the Canadian Electrical Code (CEC). Further national regulations increase the diversity of applicable standards and guidelines.



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With the goal of facilitating international trade, the International Electrotechnical Commission (IEC) develops globally-recognized standards for explosion-protected electrical equipment. The IEC 60079 series of standards and the associated IECEx conformity assessment system have established themselves in many regions as a recognized basis for approvals and are closely related, from a technical standpoint, to the European ATEX Directives. In certain application areas, such as offshore installations, IECEx certifications are also increasingly accepted by authorities outside of Europe.

For applications in the hydrogen sector, there are a variety of safety-related standards that, with regard to explosion protection, are largely based on the aforementioned regulations. As a result, existing products and solutions can generally also be used in hydrogen-related applications, provided that the respective specific requirements are taken into account.

GROUP STRUCTURE

The parent company of R. STAHL Group is R. STAHL Aktiengesellschaft in Waldenburg, Germany (hereinafter referred to as R. STAHL AG). It mainly serves as a strategic holding company, which controls the Group's domestic and foreign investments. As the parent company, it determines the Group's long-term strategic direction and assumes key management and governance functions. At Group level, it performs functions such as Finance, Governance & Sustainability, Taxes, Human Resources, Investor Relations and Corporate Communications.

The Executive Board of R. STAHL AG is the governing body of the R. STAHL Group. In financial year 2025, the Executive Board initially consisted of two members. Effective 1 October 2025, the Executive Board was expanded to include an additional member, bringing the total to three as of that date. In financial year 2025, the Executive Board consisted of Dr. Mathias Hallmann as the CEO and Tobias Popp as a member of the Executive Board; since 1 October 2025, Dr. Claus Bischoff also joined the Executive Board as an additional member. Together with the management team as second management level, the Executive Board defines the Group's strategy and corporate objectives and manages its organization, infrastructure and resource allocation. An overview of the sites belonging to the Group can be found in the [\[45\] List of shareholdings](#).

At the end of 2025, 30 companies were a part of the R. STAHL Group. Of these, 18 are operationally active in explosion protection in Europe, the Asia-Pacific region and North America. In addition, R. STAHL is represented by 39 sales offices around the world. With this network in place, direct market access in more than 50 countries is ensured. Production capacities at seven locations with various core competences have been bundled: Lighting and signaling devices are produced in Weimar, Germany and Chennai, India, while automation technology products are developed and manufactured in Cologne and our main location in Waldenburg. Waldenburg is also home to most of the component production for installation needs, such as switches, terminal boxes and connectors. Customized equipment and more complex explosion protection systems are produced in Waldenburg as well as by the subsidiaries Electromach B. V. (Hengelo, Netherlands), R. STAHL TRANBERG AS (Stavanger, Norway) and R. STAHL Inc. (Houston, USA). A particular focus of expertise at the Stavanger site is also on products for shipbuilding as well as the oil and gas industry.

GROUP OBJECTIVES AND STRATEGY

Ongoing corporate strategy as a basis

The EXcellence 2030 strategic approach has guided R. STAHL's strategic direction since 2018. In the early years, the focus was on efficiency, technology, growth and sustainability; structures and processes were aligned accordingly.

As part of the internationalization strategy, a new site is being established in India to handle production, development and administrative tasks. The facility will be expanded to serve as a hub for growth in the Asian market. There is further potential to be tapped into on the American continent. In the area of digitalization, R. STAHL is pursuing three main areas: promoting digital business processes, digital products and digital business models.



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NEXUS program for the future launched

R. STAHL operates in a future-oriented market for explosion protection and harsh-environment solutions that is set to grow significantly through 2030. Market activity, however, will continue to shift strongly from Germany and Europe to Asia and the Americas.

For this reason, R. STAHL launched its new program for the future in mid-February 2026. NEXUS builds on the EXcellence 2030 strategy but focuses on the following additional aspects: forward-looking market positioning, a customer-centric product portfolio, employee-centric digitalization, greater internationalization and the establishment of efficient and effective global structures and processes.

With this program, R. STAHL will address the structural challenges facing Germany as a business location, challenges that the company – like all German small and medium-sized enterprises – is currently facing. At the same time, it prepares R. STAHL for intensifying international competition and the competitive landscape in foreign markets.

R. STAHL's opportunities lie in growth markets driven by megatrends such as further automation, autonomous operation and safety. Capitalizing on these opportunities secures R. STAHL's future – though in the medium term, no longer in Europe, but in Asia and the Americas.

From component manufacturer to solutions provider

R. STAHL will continue to evolve into a global solutions provider in the field of explosion protection and harsh environments. To this end, the portfolio will be further developed in terms of digital functions, turnkey solutions and services to support the megatrends of automation and autonomous operation. R. STAHL sees significant growth potential in combining its own products with partner products to create system solutions. With a significantly expanded partner network, R. STAHL will enhance its innovative strength and solution expertise for customers while driving the digitalization of businesses.

The goal is to become a leading provider of digital mechatronic solutions for explosion protection. R. STAHL will achieve this by approaching the business from a product-centric perspective, focusing on competences and innovations in the areas of digitalization, artificial intelligence and – with a visionary

outlook – humanoid robotics. The second pillar is the continued internationalization that has already begun. For this purpose, R. STAHL will grant its regional companies broader authority and responsibility within a decentralized network organization (local-to-local), enabling expertise and capabilities to be leveraged across borders within the Group. These changes require a cultural shift – particularly in collaboration. Above all, there is a performance culture based on mutual respect that is people-centered. Centralized management complements decentralized working methods and structures. NEXUS will position R. STAHL for the future beyond the year 2030.

MANAGEMENT SYSTEM

Principles and objectives of financial management

The principal aim of our financial management is to secure the financial independence of the R. STAHL Group. This function is performed centrally by R. STAHL AG and includes all Group companies in which R. STAHL directly or indirectly holds a majority stake. The objectives of financial management include a sufficient level of liquidity for R. STAHL AG and its subsidiaries, compliance with financial covenants agreed with banks and the limitation of financial risks from fluctuations in exchange rates and interest rates. As in previous years, R. STAHL did not commission any liquidity analyses from external rating agencies in the reporting period.

Securing liquidity

Within the scope of the annual Group planning, R. STAHL develops a multi-year financial plan on which the long-term financing and refinancing requirements are based. This fundamental information and the monitoring of financial markets to identify financing opportunities form the decision-making basis for financing investments in the long-term, using suitable financing instruments for corporate financing at an early stage and limiting financial risks. The Group's funding requirements are managed from company headquarters in Waldenburg.



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For R. STAHL AG and some of its subsidiaries, there is an intra-group financial clearing within the framework of cash pooling. The surplus liquidity of companies outside the cash pool is used for funding by means of a needs-oriented distribution policy and internal Group lending. In the course of Group-wide financial management, liquidity surpluses of individual Group companies are concentrated at R. STAHL AG.

As of 31 December 2025, there was a liquidity reserve (consisting of cash and cash equivalents and unused syndicated and bilateral credit lines) of € 92.0 million (31 December 2024: € 98.5 million). The basis for the disposition with the banks is a rolling liquidity planning system. The syndicated loan agreement, which was newly concluded in 2023 and runs through August 2028, is intended to meet the Group's operational liquidity needs. The available credit volume was directly increased by € 45 million from the previous € 70 million to € 115 million. In addition, there is an increase option of a further € 25 million for a total of € 140 million.

Maintaining financial covenants

R. STAHL is subject to certain financial covenants from loan agreements at Group level. These primarily concern maintaining an appropriate ratio of net debt to profitability on the one hand and equity capitalization on the other. All financial covenants were complied with at all times on all specified test dates during the reporting period.

Limiting financial risks

In some of R. STAHL's global markets, business is invoiced and payment transactions are processed in local currencies. R. STAHL's reporting currency, on the other hand, is the euro. In addition, as a European company, R. STAHL incurs a significant portion of its costs in euros. Currency risks are hedged using derivative financial instruments where this makes economic sense. Where possible, price increases in raw materials are passed on to customers on the basis of contractual agreements or, depending on the competitive situation, compensated for through higher selling prices of finished products. Price risks from raw material purchases are also partially hedged by means of longer price agreements.

Interest rate risks from liquidity procurement on the international money and capital markets are monitored as part of an interest rate management system and, if necessary, limited by derivative interest rate hedging instruments.

Sound equity capitalization targeted

Group equity amounted to € 75.7 million as of the balance sheet date (31 December 2024: € 72.3 million). By partially retaining future profits, we aim to strengthen our equity base. In the medium to long-term, R. STAHL aims for an equity ratio of at least 30%. As of 31 December 2025, the equity ratio was 29.2% (31 December 2024: 27.3%).

Monitoring the gearing ratio

The net gearing ratio (ratio of net financial debt including lease liabilities to equity) was 0.64 at the end of the reporting period (2024: 0.62). The dynamic gearing ratio, measured by the ratio of net debt to EBITDA, worsened slightly in the reporting period, amounting to 1.9 at year-end 2025 (2024: 1.3). Reducing debt and maintaining an appropriate net gearing ratio remain priorities.

Shareholder participation in the company's success

The basis for distribution is R. STAHL AG's balance sheet profit under commercial law, the appropriation of which is decided by the Annual General Meeting in accordance with German law. As a result of R. STAHL AG's net loss in the reporting year, the Executive Board's proposal for the appropriation of profits for 2025 no longer applies. R. STAHL generally pursues a sustainable dividend policy intended to enable shareholders to participate in the company's business development while maintaining an appropriate capital structure. Key figures for the determination of dividends are net income, equity ratio and the expected future market development.

Planning process

On the basis of the Group's strategic objectives, R. STAHL prepares a plan for the next three years in the final quarter of the current reporting year. This plan is then submitted to the Supervisory Board, discussed and approved by that board. The main component of this planning is an estimation of the expected development of the individual subsidiaries, which is also based on general economic and sector-specific forecasts. The Group planning process is coordinated by Group Controlling. Budget figures of Group companies are consolidated and monthly deviations from these figures are analyzed and discussed with the Executive Board and the Supervisory Board.



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Financial performance indicators and control parameters

R. STAHL is managed on the basis of selected control parameters. The Executive Board bases its decisions and measures primarily on financial performance indicators. On the basis of budget figures, as well as any resulting deviations in actual and targeted figures, we define the extent to which our objectives have been achieved and the necessary measures to be introduced.

Financial success in business is primarily reflected in profitability and the generation of cash flow. Key financial performance indicators used for management purposes within the Group include sales, EBITDA pre exceptionals, free cash flow and the equity ratio. Other key financial figures serve as indicators of expected financial development, including the development of order intake, as well as liquidity-influencing indicators such as net working capital.

The earnings indicator EBITDA pre exceptionals is calculated from earnings before interest, taxes, depreciation and amortization (EBITDA), without consideration of special items (exceptionals). Exceptionals are earnings-relevant effects that are not an inherent and regular part of the business model, in particular restructuring expenses, unscheduled depreciation and amortization, expenses for the design and implementation of IT projects, M&A expenses, gains and losses from deconsolidation processes and income and losses from the disposal of non-operating assets. As part of the annual planning process, targets are defined for the objectives mentioned above. These are then continuously monitored on the basis of monthly plan/actual comparisons and, as an integral part of monthly reporting, form the basis for the timely steering of the Group's overall performance together with suitable measures.

A key lever for managing EBITDA pre exceptionals as a key performance indicator is efficient cost management, for which R. STAHL collects the necessary IT-based data at an early stage and uses it to manage as well as implement and track cost-cutting measures. R. STAHL's cost base, however, is also dependent to a significant extent on external factors. Exchange rate fluctuations due to the global operating activities, for example, have an impact on the level of costs. The operating cost base is also influenced by the price development for raw materials, which in many cases are subject to annual cost increases. In the previous section [Principles and objectives of financial management](#), the measures used to limit the resulting negative effects for R. STAHL are discussed.

In the [Economic report](#) and [Forecast](#), comments are made on and forecast the financial performance indicators sales, EBITDA pre exceptionals, free cash flow and the equity ratio.

Non-financial performance indicators

The Group is managed primarily on the basis of financial performance indicators. Non-financial performance indicators are not currently used for the Group's operational management.

However, as a manufacturing company, R. STAHL monitors various non-financial metrics, particularly in the areas of sales, production and procurement. These provide supplementary information on the company's operational performance. Furthermore, as part of the ongoing development of sustainability reporting, initiatives are being pursued to establish additional non-financial metrics.

The non-financial principles listed below represent important information for understanding R. STAHL as a manufacturing industrial company.

Selected performance indicators in sales

R. STAHL's objective is to continue to set itself apart as a technology leader and provider of high-quality products in the global market for explosion protection solutions while at the same time driving forward the company's international expansion. Key elements of R. STAHL's market presence include its comprehensive expertise in electrical explosion protection, high product quality, strong consulting capabilities and the long-term reliability of the products, solutions and services it offers. In financial year 2025, the global sales management model was further digitalized and supplemented with an increased focus on internationalization. Key performance indicators (KPIs) support the strategic orientation of sales in the individual regions. In addition to key financial metrics, efficiency and effectiveness metrics in particular are collected and evaluated. Progress in increasing efficiency and effectiveness within the framework of a holistic market and customer approach is regularly discussed within the sales units, in global sales management and, where necessary, across divisions and there is a reconciliation of it with budget and strategic planning. Digitalization at the customer interface is being driven forward through channels such as EDI connections, the web shop and digital platforms for product presentation. The goal of offering customers around the world a consistent and high-quality value proposition remains unchanged.



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Selected performance indicators in production

Non-financial performance indicators are regularly collected at all global sites and visualized within the scope of balanced scorecards. Key performance indicators (KPIs) relevant from a production perspective include, in particular, on-time delivery, capacity utilization and quality metrics. In addition, employee-focused aspects such as health rates and occupational safety are taken into account.

Selected performance indicators in purchasing

In addition to financial contributions to earnings, R. STAHL's global procurement organization also measures its performance using selected non-financial metrics. These include, in particular, on-time delivery, supplier quality and the proportion of framework agreements in the total procurement volume. These indicators allow for transparent management of supplier performance, strengthen the stability of supply chains and contribute to sustainable and efficient procurement within the R. STAHL Group.

RESEARCH AND DEVELOPMENT

In financial year 2025, the focus of research and development efforts were on the consistent implementation of key strategic initiatives across product lines, as well as on technological advancements aimed at tapping into new markets. At the same time, patent activities were intensified and alternative production processes were pursued to achieve sustainable efficiency gains.

The Ethernet-APL product family was further expanded technologically and international certification was pursued systematically. At the same time, the network portfolio was strategically expanded, including with a media converter for integrating intrinsically safe Ethernet.

The IS1+ digitalization platform was functionally expanded. In addition to the established "Remote I/O" functionality, the "Extended I/O" version supports additional technologies for modularization, remote monitoring and data pre-processing, thereby strengthening the company's positioning in the field of industrial digitalization solutions.

To support the international growth strategy, the ORCA HMI platform was functionally expanded and approved in additional markets. The remote management software was upgraded to a new version and enables powerful, centralized device management.

A comprehensive configuration software was introduced to the ISpac portfolio, integrating all device generations into a unified interface. This increases user-friendliness and reduces complexity in engineering and service processes.

The camera portfolio was strategically restructured. Standardized, application-oriented function packages complement customer-specific solutions and contribute to greater sales and processing efficiency. This enables shorter quotation processes and faster implementation times.

In the switchgear portfolio, the new generation of circuit breakers established itself as a scalable platform. Portfolio expansions and variant adjustments are carried out as needed and under consistent cost-benefit management while simultaneously reducing complexity.

In 2025, the lighting portfolio was specifically expanded to include a linear luminaire tailored to the Asian market. Development and industrialization at the Chennai, India, site underscore the global positioning of the development organization as well as the consistent implementation of the regional production strategy.

The Innovation & Advanced Development department was further strengthened organizationally and serves as a cross-divisional driver of technological advancement and process efficiency. The increased use of rapid prototyping led to shorter development cycles and improved time-to-market. At the same time, the department increases planning reliability through early validation of technological decisions.

In addition to the standard portfolio, the range of customer-specific solutions was further expanded. Modern configurators and the further development of selected applications strengthen competitiveness. R. STAHL actively supports international certification and standardization standards – both at the product level, for example with APL-capable solutions, and at the system level, such as with UPS power supply systems. The strategic expansion into a solutions provider was further advanced in the reporting year through the successful engineering and project implementation of major UPS orders.



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Research and development expenses amounted to € 25.3 million in the reporting year (2024: € 22.7 million), corresponding to 8.1% of sales (2024: 6.6% of sales). Included in that total is own work capitalized of € 3.6 million (2024: € 3.3 million) which corresponds to a share of 14.1% of research and development expenses (2024: 14.7%).

EMPLOYEES

R. STAHL's success is founded on the commitment and performance of its employees. Employees are in direct contact with the customers. They drive innovation, develop forward-looking strategies and shape R. STAHL's identity. As an employer, R. STAHL therefore believes in the importance of long-term cooperation and a motivating working environment. The company offers flexible working time models that facilitate a good work-life balance. In order to provide our employees with the best possible support in their personal and professional development, customized training programs, support measures for specialists and managers, flexible flexitime arrangements and much more are offered. With these efforts, R. STAHL is creating the ideal conditions for all employees to realize their professional and personal goals.

In 2025, human resources efforts were focused entirely on achieving a sustainable reduction in personnel costs and preparing for future challenges. Cost structures had already been adjusted in previous years, but no restructuring measures had been implemented. In 2025, a voluntary job reduction program was introduced, featuring a comprehensive social plan, a reconciliation of interests and the establishment of a transfer company. The voluntary program launched in the second quarter of 2025 formed the core of the restructuring effort and enabled a socially responsible workforce reduction that simultaneously strengthened competitiveness. In addition, reduced working hours and temporary closures were introduced to further stabilize the cost situation and prepare the company, both organizationally and financially, for the coming years.

Standards were also established in operational HR work and processes were specified and digitalized. Additional company agreements have served to expand and consolidate the existing regulatory framework.

R. STAHL is systematically realigning its human resources strategy in 2026 to remain agile and competitive over the long term. The ongoing challenges posed by the regional collective bargaining agreement have already led to the introduction of the company's own forward-looking collective bargaining agreement and will culminate in its planned withdrawal from the employers' association in 2026. R. STAHL hopes this step will provide greater flexibility in collective bargaining and allow for faster and more precise adaptation of working conditions to the company's needs. At the same time, R. STAHL will then take on a more active role in shaping human resources policy to align decisions more closely with the workforce and in close consultation with partners from the Works Council.

The general goal of the human resources work is to drive performance indicators consistent further development towards a globally standardized HR system. R. STAHL's vision is to standardize and optimize all relevant HR processes worldwide in order to ensure a high level of efficiency and transparency. Such a system should not only facilitate cooperation and communication across national borders, but also create a strong basis for strategic personnel decisions and secure the global competitiveness of the company in the long term.

As of 31 December 2025, the R. STAHL Group had 1,659 employees (31 December 2024: 1,743). A further 104 were in apprenticeships (31 December 2024: 119).



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ECONOMIC REPORT

As an internationally-positioned specialist supplier in the electronics industry, R. STAHL produces and markets its products worldwide. The business therefore depends on global economic trends as well as the development of certain major foreign currencies, particularly the US dollar. On the client side, in addition to the chemical and pharmaceutical industries, the LNG and gas industries are of particular importance for R. STAHL, and the oil industry also continues to be a customer group.

GENERAL CONDITIONS

Global economy robust in 2025, uncertainties remain high

The global economy was generally stable in 2025. According to the International Monetary Fund (IMF), global economic performance grew by 3.3% in 2025 (2024: +3.3%). Despite ongoing geopolitical tensions and trade policy uncertainties, overall economic dynamics remained robust. At the same time, economic policy uncertainties increased in various regions and continued to influence investment and trade decisions.

In the course of 2025, the assessment of the development of the global economy remained largely stable. The International Monetary Fund (IMF) consistently assumed global economic growth of around 3.3% in its publications during the year. In January 2025, growth of around 3.3% was initially expected for the full year. This assessment was confirmed in April and later in the year and only slightly adjusted in the IMF’s updates.

Inconsistent dynamics in developed countries

In the advanced economies, growth was 1.7% in 2025. However, the development varied regionally. In the United States, the economy grew by 2.1% in 2025, remaining comparatively dynamic, driven mainly by strong domestic demand and investment. In the euro zone, growth was more moderate in

2025, at 1.4%. Continued weak industrial production, modest investment activity and subdued export development had a particularly negative impact. At 0.2%, Germany recorded particularly weak economic development and lagged behind the euro zone. The continuing weakness in the manufacturing sector, low investment dynamics and high energy and production costs had a particularly negative impact.

In 2025, the emerging and developing countries once again showed higher growth than developed countries. Overall, the growth in this group of countries was 4.4%. In China, economic performance continued to be solid at 5.0%, albeit below previous growth rates. India was once again one of the fastest growing major economies, with growth of 7.3%. In many emerging economies, investment in infrastructure and industrial production continued to support economic development.

CHANGE IN GROSS DOMESTIC PRODUCT
COMPARED TO PREVIOUS YEAR¹⁾

in %	2025 ²⁾	2024
World	+3.3	+3.3
Industrialized countries	+1.7	+1.8
USA	+2.1	+2.8
Euro zone	+1.4	+0.9
Germany	+0.2	-0.5
France	+0.8	+1.1
Italy	+0.5	+0.7
Spain	+2.9	+3.5
Japan	+1.1	-0.2
United Kingdom	+1.4	+1.1
Canada	+1.6	+2.0
Emerging markets	+4.4	+4.3
Asia	+5.4	+5.3
China	+5.0	+5.0
India	+7.3	+6.5
Russia	+0.6	+4.3
Latin America	+2.4	+2.4

¹⁾ International Monetary Fund (IMF); World Economic Outlook Update January 2026.
²⁾ Preliminary estimate by the IMF, January 2026.



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World trade growth was 4.1% in 2025, a recovery from the previous year, but remained marked by geopolitical tensions, regional conflicts and trade policies. Global inflation continued its downward trend, reaching 4.1% in 2025, although it remained above central bank targets in individual economies.

SECTOR-SPECIFIC CONDITIONS

Chemical production grew moderately worldwide – continued strong momentum from Asia

According to the German Chemical Industry Association (VCI) in February 2026, global chemical production rose by 3.8% in 2025, following growth of 4.9% in the previous year. Growth thus continued, but momentum slowed. In the European Union, chemical production fell by 2.4% in 2025. High energy and production costs as well as structural competitive disadvantages continued to weigh on the industry. In Germany, too, development declined; chemical production fell by 3.3%. By contrast, chemical production in the USA increased by 1.3% in 2025. China once again developed much more dynamically, where chemical production increased by 7.9%, remaining the most important growth driver for the global chemical industry. Overall, the main demand impulses came from Asia, while Europe dampened global production development.

Pharmaceutical production grows significantly in 2025

Global production of pharmaceutical products increased significantly in 2025 compared to the previous year. According to the VCI's assessment in February 2026, production increased by 8.4% after growing by 4.2% in 2024. In the European Union, production increased particularly strongly at +14.9%. While Austria posted very strong growth of +26.6% and Germany again achieved an increase of +4.5%, growth in France was relatively moderate at +0.9%. By contrast, the increase in production in the major Asian pharmaceutical markets remained below average: Production increased by 2.3% in China and by 0.7% in India.

Modest growth in global oil demand

Worldwide demand for crude oil continued to rise in 2025, averaging around 105 million barrels per day. Growth thus continued, but with less momentum than in previous years. Overall, global oil demand increased by +1.0% in the year under review compared to the previous year. Brent oil was at a year-high of around \$82/barrel in 2025, and at \$60.85/barrel by the end of 2025. The significant decline in the Brent price in the 2025 average year-on-year by 14.6% resulted mainly from a well-supplied market situation while at the same time only moderate growth in demand. High inventories, rising non-OPEC supply and the reduction of geopolitical risk premiums meant Brent was significantly below the previous year's level despite fluctuations in the meantime.

CHANGE IN INDUSTRY-SPECIFIC KEY FIGURES COMPARED WITH PREVIOUS YEAR

in %	2025	2024
Oil demand, world ^{1,2)}	+1.0	+1.6
Oil price, world (Brent, change vs. annual average) ³⁾	-14.6	-2.8
Chemical industry (production), world ⁴⁾	+3.8	+4.9
Chemical industry (production), European Union ⁴⁾	-2.4	+2.4
Pharmaceutical industry (production), world ⁴⁾	+8.4	+4.2
Pharmaceutical industry (production), European Union ⁴⁾	+14.9	+3.8
Electrical industry, world ⁵⁾	+3.0	+3.0
Electrical industry, Germany ⁵⁾	0.0	-3.0
Natural gas demand, world ⁶⁾	+1.5	+0.5
LNG Demand, world ⁶⁾	+2.5	+2.5

¹⁾ OPEC Monthly Oil Market Report – February 2026.

²⁾ OPEC Monthly Oil Market Report – February 2025.

³⁾ finanzen.net: Oil price development (BRENT) in US-dollars, February 2026.

⁴⁾ VCI, World Chemistry Report, February 2026.

⁵⁾ ZVEI, The Global Electrical and Digital Industry – Data, Figures and Facts, October 2025.

⁶⁾ International Energy Agency (IEA), Gas Market Report Q1-2026; IEA, Gas 2025.



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Strong growth of the global electrical and digital industry in 2025

According to an estimate from October 2025, the Central Association of the Electrical and Electronics Industry (ZVEI) expected the global electrical market to grow by around 3% in 2025. This continued the pace of growth already achieved in 2024.

In regional terms, Asia continued to develop at an above-average rate with growth of 4.0%, with China and India in particular experiencing dynamic growth. In America, growth was around 2%, while Europe also grew by around 2%. Within Europe, Germany stabilized after the significant decline in the previous year and in 2025 was at a level that remained almost unchanged in 2024. Looking at specialist areas, above-average growth rates were recorded in energy technology, information technology and electromedicine in particular. Automation also developed moderately positively in the course of 2025.

Positive market development in the gas and LNG sector 2025

In 2025, the recovery in global gas and LNG demand continued. According to estimates by the International Energy Agency (IEA), global demand for natural gas rose by around 1.5% compared to the previous year. Global LNG trading increased by around 2.5%. Growth was driven in particular by higher demand in Asia and persistently high import demand in Europe. Prices for natural gas and LNG stabilized at a more moderate level in the course of 2025, following the strong fluctuation of previous years. Well-stocked storage and rising LNG supply had a dampening effect on prices, while weather-related effects and geopolitical factors continued to lead to short-term volatility.

GENERAL STATEMENT OF THE EXECUTIVE BOARD ON BUSINESS DEVELOPMENT OF THE R. STAHL GROUP AND TARGET ACHIEVEMENT

Overview of business development

For R. STAHL, the 2025 financial year began with strong demand and robust order intake in the first quarter, though the impact on sales was delayed due to project timelines. From the second quarter, economic and geopolitical uncertainties clouded the willingness of customers to invest, so that order intake and sales weakened in the course of the year. In the fourth quarter of 2025, revenue growth accelerated significantly once again as the company worked through its order backlog and major projects; however, this only partially offset the overall decline in demand for the full year. Overall, R. STAHL's order intake amounted to € 306.5 million in 2025 and was therefore below the previous year level (2024: € 327.6 million). The decline in demand is reflected in the weak development of sales in the 2025 financial year, which decreased by 9.1% to € 313.0 million (2024: € 344.1 million).

Despite the decline in sales, EBITDA pre exceptionals in 2025 was at € 34.4 million, at the same level as the previous year (2024: € 34.4 million) and thus above the forecast corridor adjusted during the course of the year. The EBITDA margin pre exceptionals improved to 11.0% (2024: 10.0%), primarily due to lower personnel costs, other operating expenses and higher sales in December driven by project-related activities.

In addition, measures to reduce personnel costs at the Waldenburg and Weimar locations were initiated in the 2025 financial year in order to sustainably safeguard profitability. In cooperation with the German Employment Agency, a transfer company was established to ensure that personnel cuts are as socially acceptable as possible. The goal is to reduce the number of employees by around 80, with an expected annual cost savings of up to € 10 million. The program was first implemented in July 2025 and will be open to employees until mid-2026. As part of these restructuring measures, one-time expenses for severance payments and costs of the transfer company amounted to € 8.6 million. As a result of these one-time expenses, EBIT fell to € 6.6 million (2024: € 15.8 million). Free cash flow decreased significantly compared to the previous year and amounted to € -0.3 million (2024: € 14.8 million). This was mainly due to the lower net profit and an increase in working capital. Net financial liabilities increased to € 34.9 million as of 31 December 2025.



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(31 December 2024: € 28.7 million). The equity ratio, on the other hand, improved to 29.2% (31 December 2024: 27.3%) due to the positive net profit.

General statement of the Executive Board on business development

The Executive Board believes that the R. STAHL Group's business performance and associated financial performance in financial year 2025 were generally challenging. The year was marked by ongoing economic and geopolitical uncertainties, which led to a significant decline in customers' willingness to invest and had a tangible impact on demand for electrical explosion protection solutions. In Europe in particular, the greenfield plant construction business came to a virtual standstill, causing a decline in order intake and sales to levels significantly below those of the previous year.

Despite the decline in sales, the company managed to maintain EBITDA pre exceptionals at € 34.4 million, which is in line with the previous year and thus above the forecast range adjusted during the course of the year. This is attributable, among other things, to temporary positive effects on material and personnel costs as well as to project-related increased sales toward the end of the year. At the same time, one-time expenses from restructuring measures aimed at sustainably reducing personnel costs had a negative impact on EBIT, causing it to fall significantly below the prior-year figure.

The Executive Board considers the financial position as of the balance sheet date to be robust. The balance sheet total decreased compared to the previous year to € 258.9 million (31 December 2024: € 265.2 million). While non-current assets remained largely unchanged, inventories increased, and receivables and cash and cash equivalents decreased. Equity rose to € 75.7 million as a result of the positive net profit, improving the equity ratio to 29.2%.

Despite negative free cash flow, financial obligations could be met at all times due to secured financing. Overall, the Executive Board considers the financial position to be satisfactory.

Target achievement 2025

With the publication of the 2024 Annual Report on 10 April 2025, R. STAHL announced its forecast for the 2025 financial year for the first time. On the

basis of the expected macroeconomic and sector-specific development as well as well-filled order books, sales initially amounted to between € 340 million and € 350 million. For EBITDA pre exceptionals, R. STAHL expected a range between € 35 million and € 40 million. Free cash flow was forecast to be a mid-single-digit positive million euro amount. In addition, R. STAHL expected a slight increase in the equity ratio as well as a decline in net debt.

Given the declining demand in the second quarter of 2025, a decline in incoming orders and the overall clouded economic development, R. STAHL adjusted the forecast in its half-year reporting. For financial year 2025, R. STAHL therefore assumed sales of between € 320 million and € 330 million. EBITDA pre exceptionals was forecast to be between € 25 million and € 30 million, with a slightly lower margin. Under the premise of a reduction in inventories at the end of the year, R. STAHL expected a balanced free cash flow. Due to the expected lower earnings, the company assumed a slight decline in the equity ratio.

As part of the reporting for the third quarter of 2025, R. STAHL maintained this adjusted forecast unchanged.

For the R. STAHL Group, the 2025 financial year was characterized by weak demand and an generally challenging market environment. Group sales declined by 9.1% to € 313.0 million (2024: € 344.1 million), below the forecast published in April 2025 and below the forecast corridor of € 320 million to € 330 million adjusted in July.

For EBITDA pre exceptionals, R. STAHL forecast a range between € 25 million and € 30 million after an adjustment in the course of the year. At € 34.4 million, EBITDA pre exceptionals was well above the upper edge of the adjusted forecast corridor, but just below the forecast first published in April 2025, which assumed a range between € 35 million and € 40 million.

R. STAHL expected free cash flow to be balanced in line with the forecast adjusted in July. In fact, free cash flow for financial year 2025 amounted to € -0.3 million (2024: € +14.8 million). This was significantly below the forecast published in April. This was primarily due to lower cash flow from operating activities compared to the previous year and an increase in working capital over the course of the year while investing activities remained at a stable level.

In terms of the equity ratio, R. STAHL had anticipated a slight increase in line with the forecast. As of 31 December 2025, the equity ratio stood at 29.2%



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(31 December 2024: 27.3%). As a result, the equity ratio developed as forecast in April 2025.

The annual result under commercial law of R. STAHL AG is largely determined by the development of the profit contributions of the subsidiaries. A positive annual result in the low single-digit million euro range was expected for R. STAHL AG in 2025. With an annual result of €- 0.1 million in the 2025 financial year, the forecast was not met. In particular, income from profit transfers was lower than expected.

FORECAST DEVELOPMENT AND BUSINESS DEVELOPMENT OF THE R. STAHL GROUP IN 2025					
in Mio. €	Full year 2024	April 2025	July 2025	Full year 2025	
Sales	344.1	340 – 350	320 – 330	313.0	
EBITDA pre exceptionals	34.4	35 – 40	25 – 30	34.4	
Free cash flow		Mid single-digit positive million euro amount			
	14.8		balanced	-0.3	
Equity ratio	27.3%	Slight increase	Slight decline	29.2%	

FINANCIAL POSITION AND PERFORMANCE OF THE R. STAHL GROUP

Earnings positions

Sales

Significant sales declines in the first three quarters

R. STAHL generated sales of € 313.0 million in financial year 2025, 9.1 % below the previous year’s level (2024: € 344.1 million). The decline is mainly due to the increasing economic uncertainty over the course of the year and a reduced willingness on the part of customers to invest. While demand was relatively stable at the beginning of the year, sales development remained subdued thereafter. It was not until the fourth quarter that the accelerated processing of existing order backlogs led to a noticeable uptick, which, however, could not offset the decline for the year as a whole.

Over the course of the year, sales showed an overall decline compared to the previous year. In the first quarter of 2025, sales amounted to € 73.3 million, 13.5% below the previous year’s figure (Q1 2024: € 84.7 million). In the second quarter, sales amounted to € 77.9 million, a decrease of 12.8% compared to the previous year (Q2 2024: € 89.3 million). In the third quarter, sales reached € 78.6 million, down 10.1% on the previous year (Q3 2024: € 87.4 million). There was a degree of stabilization in the fourth quarter: At € 83.2 million, sales were 0.6% above the previous year’s figure (Q4 2024: € 82.7 million). Overall, however, the slight momentum at the end of the year could not fully compensate for the decline in the first three quarters.

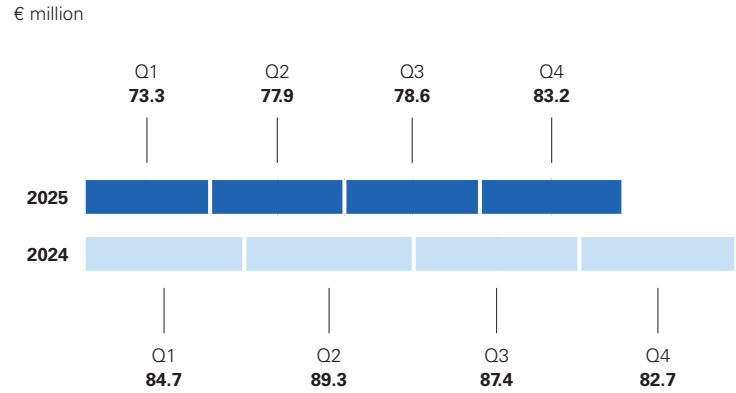
R. STAHL recorded sales declines in all sales regions. In Germany, sales amounted to € 71.5 million and were thus 10.2% below the previous year’s figure (2024: € 79.7 million). Despite a challenging market environment, business remained relatively stable, especially in the chemical and pharmaceutical industries. The Central region (Africa and Europe, excluding Germany) generated sales of € 152.5 million, which was 6.3% lower than the prior year



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(2024: € 162.8 million). Important demand impulses continued to come from the chemical and pharmaceutical industries as well as from the oil and gas industry, but were not able to fully compensate for the general decline in demand. In the Americas region, sales declined by 13.9% to € 34.6 million (2024: € 40.2 million). In addition to the generally restrained investment activity, this was impacted in particular by a lower dynamic in the project business. In the Asia-Pacific region, sales amounted to € 54.3 million, down 11.6% on the previous year (2024: € 61.4 million). Demand in this region continued to be mixed, with investment reluctance in certain industrial markets having particularly negative impacts.

SALES BY QUARTER



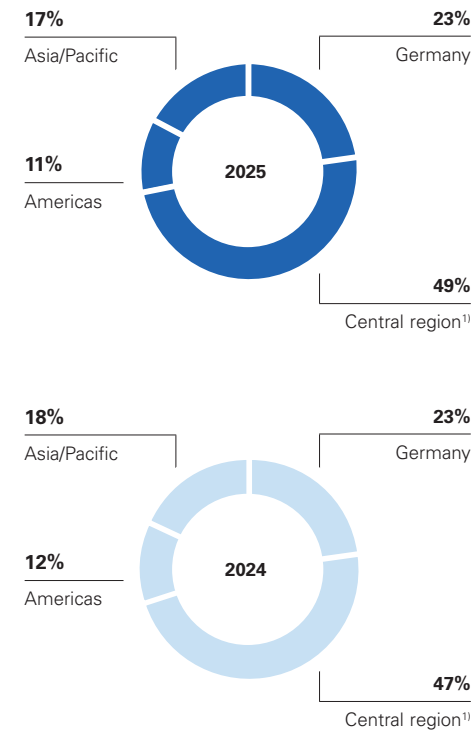
EBITDA and EBIT

EBIT significantly impacted by restructuring expenses

Earnings before interest, taxes, depreciation and amortization pre exceptionals (EBITDA pre exceptionals) in financial year 2025 were € 34.4 million, at the same level as the previous year (2024: € 34.4 million). This corresponds to an EBITDA margin of 11.0% in relation to sales (2024: 10.0%).

In the reporting year, exceptionals amounted to € -8.8 million (2024: € -0.5 million). These mainly resulted from restructuring expenses, in particular for severance payments (€ -5.0 million) and other expenses in the amount of € -3.6 million, which relate to the transfer company set up to implement the cost reduction measures initiated in a socially acceptable manner. EBITDA decreased significantly to € 25.5 million (2024: € 33.8 million).

SALES BY REGION



¹⁾ Africa, Europe without Germany.



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Total operating performance decreased by 4.5% to € 327.1 million in the reporting year (2024: € 342.5 million). While sales of € 313.0 million were 9.1% below the prior year figure (2024: € 344.1 million), the change in the inventory of finished and unfinished products as a result of processed and pending orders had a positive impact of € 10.2 million (2024: € -5.5 million). At € 4.0 million, own work capitalized was slightly above the previous year's level (2024: € 3.9 million).

The cost of materials decreased to € -110.0 million (2024: € -113.9 million). At 33.6%, the cost of materials ratio in relation to total operating performance was slightly higher than the previous year's figure of 33.3%. Personnel expenses of € -138.1 million remained close to the previous year's level (2024: € -137.5 million). While expenses for salaries and provisions for bonus payments decreased, expenses for severance payments increased. Depreciation and amortization increased to € -18.9 million (2024: € -18.0 million).

The balance of other operating income and expenses improved by € 3.8 million to € -53.5 million (2024: € -57.3 million). Other operating income increased to € 10.2 million (2024: € 9.0 million), while other operating expenses decreased to € -63.7 million (2024: € -66.3 million). The decrease in expenses is mainly attributable to reduced services and consulting (€ -3.7 million) as well as incidental personnel costs (€ -1.1 million). This was particularly due to higher expenses for temporary workers (€ +0.8 million), higher rental expenses for company and office equipment (€ +1.6 million) and one-time expenses in connection with the transfer company (€ -3.6 million).

Earnings before interest and taxes (EBIT) amounted to € 6.6 million as a result of the significant increase in exceptionals, and were thus significantly lower than the previous year's figure of € 15.8 million. A reconciliation of EBITDA pre exceptionals to EBIT pre exceptionals to EBIT for the reporting year and the prior period is presented below.

RECONCILIATION OF EBITDA PRE EXCEPTIONALS TO EBIT

€ million	2025	2024	Change	Included in the income statement
EBITDA pre exceptionals¹⁾	34.4	34.4	0.0	
Exceptionals¹⁾	-8.8	-0.5	-8.3	
Restructuring charges	-8.8	-0.5	-8.3	
Write-down and scrapping of inventories	-0.2	0	-0.2	Change in finished and unfinished goods and cost of materials
Severance payments	-5.0	-0.5	-4.5	Personnel costs
Legal and consultancy costs	0	0	0	Other operating expenses
Other expenses	-3.6	0	-3.6	Other operating expenses and other operating income
EBITDA	25.5	33.8	-8.3	
Depreciation and amortization	-18.9	-18.0	-0.9	
EBIT	6.6	15.8	-9.2	

¹⁾ Exceptionals: restructuring charges, unscheduled depreciation and amortization, charges for designing and implementing IT projects, M&A costs, gains and losses from deconsolidation processes as well as gains and losses from the disposal of assets no longer required for business operations.



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Financial result

The financial result improved significantly in the reporting year compared to the previous year. The interest result was down by € 0.9 million to € -6.5 million (2024: € -7.5 million).

Interest income, which resulted primarily from cash and cash equivalents, amounted to € 0.2 million, down from € 0.4 million in the prior year.

Interest expenses decreased significantly to € -6.7 million (2024: € -7.8 million). This was primarily due to a € 1.0 million decrease in interest expenses from interest-bearing loans. Expenses from factoring also declined. Higher interest expenses from interest rate derivatives had the opposite effect.

Earnings before taxes

Earnings before taxes (EBT) amounted to € 0.1 million in the reporting period (2024: € 8.4 million).

Income taxes

In the year under review, tax income amounted to € 2.9 million (2024: tax expense of € -2.5 million). This consists of an effective tax expense of € -2.3 million (2024: € -2.2 million) and deferred tax income of € 5.1 million (2024: € -0.4 million). Deferred taxes result in particular from the capitalization of deferred taxes on loss carryforwards of € 3.4 million and from temporary differences of € 1.7 million.

Net profit/earnings per share

In 2025, net profit amounted to € 3.0 million (2024: € 5.8 million). This corresponds to earnings per share of € 0.46 (2024: € 0.90).

Asset position

Balance sheet structure

As of 31 December 2025, the R. STAHL Group's balance sheet total decreased by € 6.3 million compared to the end of the previous year to € 258.9 million (31 December 2024: € 265.2 million).

Non-current assets remained almost stable at € 139.1 million (31 December 2024: € 139.3 million). Within non-current assets, property, plant and equipment decreased by € 3.1 million to € 75.7 million. Rights-of-use in particular declined due to scheduled depreciation. By contrast, deferred tax assets increased significantly by € 4.1 million to € 9.4 million due to the capitalization of tax loss carryforwards. Intangible assets decreased slightly to € 46.8 million.

Current assets decreased by € 6.0 million to € 119.8 million (31 December 2024: € 125.8 million). Inventories were up significantly by € 8.0 million to € 56.9 million. The increase in inventories is mainly due to orders processed and products completed at the end of the year that will not be delivered until the beginning of 2026. By contrast, the total of receivables and other assets decreased by € 10.7 million to € 50.0 million, mainly as a result of increased factoring volume and the decline in overdue receivables.

Cash and cash equivalents decreased to € 12.9 million (31 December 2024: € 16.3 million).

Non-current liabilities decreased by € 5.2 million to € 134.1 million (31 December 2024: € 139.3 million). While interest-bearing loans increased by € 2.3 million due to increased utilization, provisions for pension obligations in particular decreased by € 6.8 million due to higher interest on the valuation of pension obligations. Lease liabilities decreased as a result of repayments.

Current liabilities decreased by € 4.4 million to € 49.1 million (31 December 2024: € 53.5 million). This was mainly due to lower trade payables and lower contract payables.

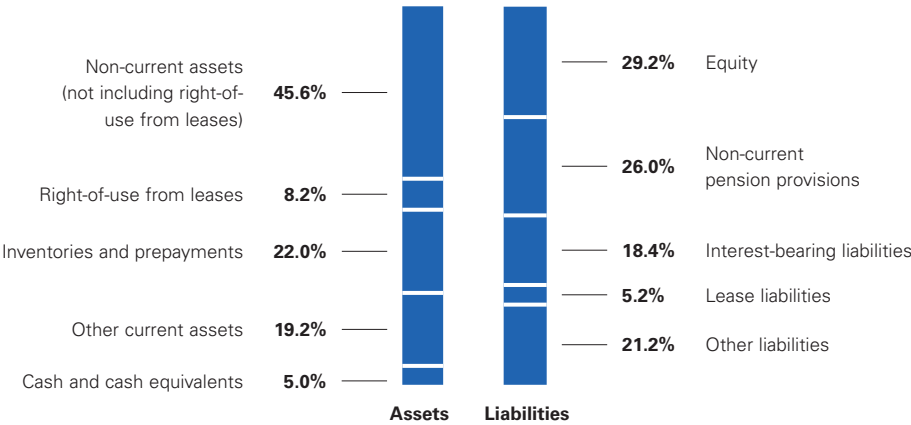
As of 31 December 2025, equity increased by € 3.3 million to € 75.7 million (31 December 2024: € 72.3 million). While the positive consolidated net profit and a higher interest rate used to measure pension obligations had a positive effect on equity, negative currency translation differences had a negative impact on equity. The equity ratio increased to 29.2% (31 December 2024: 27.3%).



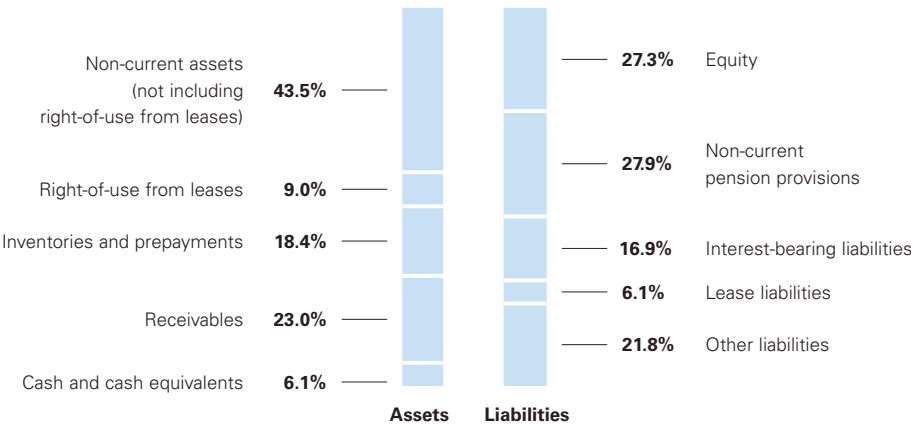
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ASSET AND CAPITAL STRUCTURE

31 December 2025 Balance sheet total € 258.9 million



31 December 2024 Balance sheet total € 265.2 million





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Financial position

Source and use of funds

With net profit of € 3.0 million (2024: € 5.8 million), cash flow amounted to € 18.9 million (2024: € 28.1 million) after adjusting for non-cash expenses and income.

Working capital increased significantly in the reporting year. Changes in inventories, trade receivables and other assets and liabilities resulted in a cash outflow of € 5.5 million (2024: cash inflow of € 2.0 million). This development was driven in particular by the increase in inventories coupled with a decline in liabilities.

Overall, cash flow from operating activities amounted to € 13.4 million (2024: € 28.6 million).

Investments in intangible assets, at € -6.5 million, were slightly above the prior-year level (2024: € -6.2 million). Payments for investments in property, plant and equipment amounted to € -7.0 million (2024: € -7.6 million). Overall, cash flow from investing activities amounted to € -13.6 million (2024: € -13.8 million).

Free cash flow almost broke even at € -0.3 million (2024: € 14.8 million).

Cash flow from financing activities amounted to € -2.5 million (2024: € -10.0 million). Repayments of interest-bearing financial liabilities in the amount of € -9.5 million and lease liabilities of € -4.6 million were offset by proceeds from the issuance of interest-bearing financial liabilities in the amount of € 11.6 million.

Overall, cash and cash equivalents decreased by € 2.8 million on a cash basis. Taking into account exchange rate and valuation-related effects, cash and cash equivalents at the end of the reporting period decreased to € 12.9 million (31 December 2024: € 16.3 million).

Capital expenditures

The R. STAHL Group's capital expenditures for intangible assets increased by € 0.3 million in 2025 compared to the previous year. Capitalized development expenses in particular decreased by € 0.3 million to € 5.5 million (2024: € 5.2 million). Additions to industrial property rights and similar rights declined by € 0.3 million in the reporting year (2024: € 0.5 million) and amounted to € 0.2 million. At € 7.0 million, investments in property, plant and equipment were below the previous year's level (2024: € 7.6 million).

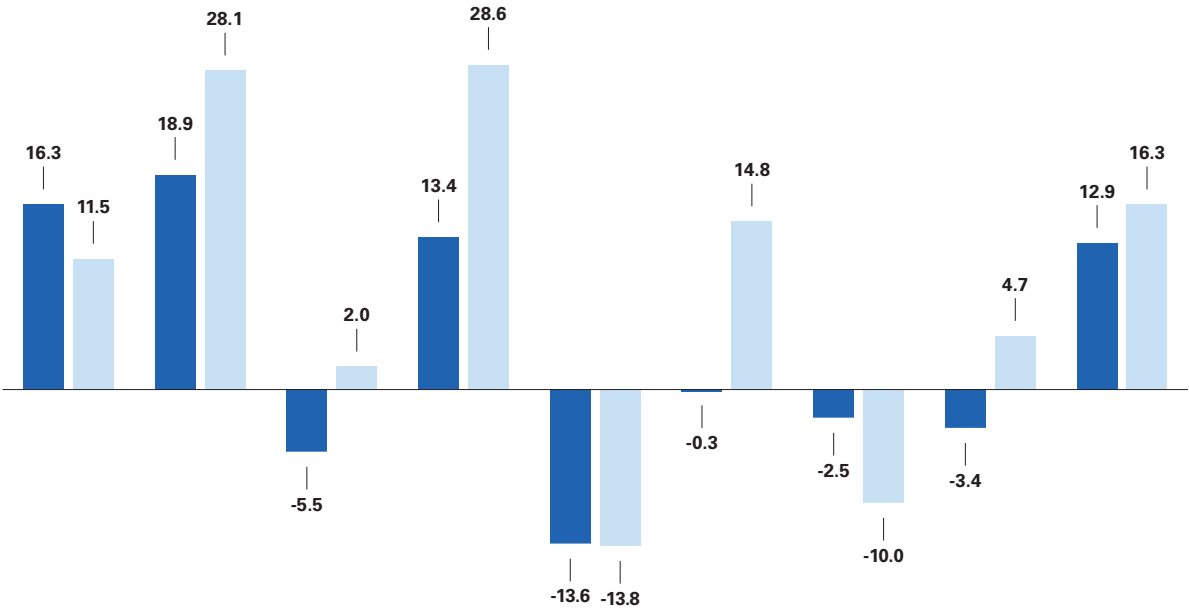


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RECONCILIATION OF CASH AND CASH EQUIVALENTS AT BEGINNING AND END OF THE PERIOD

€ million

■ 2025
■ 2024



Cash and cash equivalents at the beginning of the period	Cash flow	Changes in working capital	Cash flow from operating activities	Cash flow from investing activities	Free cash flow	Cash flow from financing activities	Foreign exchange and valuation-related changes in cash and cash equivalents	Cash and cash equivalents at the end of the period
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FINANCIAL POSITION AND PERFORMANCE OF R. STAHL AG

R. STAHL AG primarily serves as a strategic holding company for the R. STAHL Group. The key management functions of the company as a whole are the responsibility of the Executive Board. The Executive Board, in consultation with the Supervisory Board, defines Group strategy and steers the organization and the Group's allocation of resources. In addition, the corporate management company determines financing and communication with the key target groups of the corporate environment. The economic development of R. STAHL AG is essentially determined by the operating units of R. STAHL Group. The investment income resulting from profit transfers and profit distributions of the Group companies is of central importance for the future dividend potential of R. STAHL AG. For this reason, the statements in the [Risk and opportunity report](#) essentially also apply to R. STAHL AG.

The annual financial statements of R. STAHL AG have been prepared in accordance with the provisions of the German Commercial Code (Handelsgesetzbuch – HGB) and the German Stock Corporation Act (Aktiengesetz – AktG).

Earnings positions

Sales

R. STAHL AG generates sales from rentals and from the invoicing of commercial and organizational services provided for its subsidiaries. In 2025, sales at R. STAHL AG decreased by € 1.1 million to € 10.9 million (2024: € 12.0 million) due to lower Group allocations.

EBITDA and EBIT

Earnings before interest, taxes, depreciation and amortization (EBITDA) amounted to € -10.9 million in the reporting year, an improvement of 26.4% compared to the previous year (2024: € -14.8 million). Personnel expenses decreased significantly by 11.8% to € 12.2 million (2024: € 13.8 million) as a result of lower additions to pension provisions. Other operating expenses decreased noticeably to € 13.3 million (2024: € 16.5 million), corresponding to a decrease of 19.5%. This is mainly attributable to reduced legal and consulting costs. Depreciation and amortization of intangible assets and property, plant, and equipment remained at a low level. Due to the low depreciation and

amortization, EBIT was essentially in line with EBITDA and also amounted to € -10.9 million (2024: € -14.9 million).

Financial result

The financial result declined in the reporting year by € 2.0 million to € 11.0 million (2024: € 13.0 million). Investment income increased significantly to € 5.7 million (2024: € 3.2 million). Conversely, income from profit transfer agreements declined to € 8.8 million (2024: € 14.8 million) due to lower earnings contributions from the consolidated subsidiaries. Other interest and similar income rose slightly to € 5.0 million (2024: € 4.6 million). No depreciation/amortization of financial assets was incurred in the reporting year (2024: € 0.5 million). The interest result improved slightly, totaling € -3.4 million (2024: € -4.5 million). This was mainly due to lower interest expenses, which fell from € 9.1 million in the previous year to € 8.3 million.

Earnings before taxes

Due to the improved EBIT, earnings before taxes (EBT) amounted to € 0.0 million (2024: € -1.9 million).

Income taxes

Income taxes of € -0.1 million were incurred in the reporting year (2024: € -0.2 million).

Result for the year

R. STAHL AG's result for the year amounts to € -0.1 million in 2025 (2024: € -2.1 million).

Asset position

Balance sheet structure

As of 31 December 2025, the balance sheet total of R. STAHL AG decreased to € 106.3 million (31 December 2024: € 107.6 million). As of the balance sheet date, non-current assets were down € 1.0 million to € 81.2 million (31 December 2024: € 82.2 million). This was due in particular to the decrease in loans to associates, while shares in associates remained unchanged.



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Current assets decreased by € 2.7 million to € 20.4 million (31 December 2024: € 23.1 million). This is mainly due to the decrease in receivables from associates to € 20.3 million (31 December 2024: € 22.9 million). Cash and cash equivalents amounted to € 2.7 million at the end of the year.

The equity of R. STAHL AG decreased slightly to € 14.7 million due to the net loss for the year (31 December 2024: € 14.8 million). The equity ratio stood at 13.8% on the balance sheet date (31 December 2024: 13.7%) and remained almost stable.

Overall, provisions decreased to € 18.4 million (31 December 2024: € 20.3 million). Pension provisions decreased to € 15.8 million due to an increased interest rate on the valuation of pension obligations (31 December 2024: € 16.8 million), while other provisions were lower.

Liabilities increased slightly to € 73.2 million (31 December 2024: € 72.6 million). Higher utilization led to an increase in liabilities to banks to € 42.9 million (31 December 2024: € 40.5 million). Liabilities to associates decreased to € 28.6 million (31 December 2024: € 31.0 million), mainly due to lower liabilities from cash pooling.

Financial position

At R. STAHL AG, the cash and cash equivalents of the consolidated German and international subsidiaries are pooled using cash pooling. Cash and cash equivalents amounted to € 2.7 million as of the balance sheet date (31 December 2024: € 0.0 million). No dividends were paid to shareholders of R. STAHL AG in either the reporting year or the previous year.

The business development of R. STAHL AG is largely dependent on the business development of the Group. In this respect, reference is made to the above-mentioned general statement by the Executive Board regarding the business development of the R. STAHL Group.

RISK AND OPPORTUNITY REPORT

This report considers risks as internal and external events or developments that may adversely affect the achievement of objectives and budgeted figures of R. STAHL Group. Conversely, opportunities represent internal and external events or developments that may have a positive effect on the achievement of targets and plan values of the R. STAHL Group.

RISKS

Description of the risk management system

The risk management system (RMS) included in the operational and organizational structure of R. STAHL Group is an integral part of the business processes and corporate decisions for all companies and central functions. It includes the entirety of the installed IT systems, processes, activities, instructions and rules of conduct that are implemented in all the companies worldwide as applicable standards and it is subject to a constant process of improvement and further development. Part of the risk management system especially is a group-wide risk reporting on the basis of the German Law on Control and Transparency in Businesses (Gesetz zur Kontrolle und Transparenz im Unternehmensbereich – KonTraG), a uniform planning and controlling process and the internal monitoring system consisting of the internal controlling system with guidelines that are applicable across the Group and internal auditing. In addition, a compliance management system complements the risk management system. The entirety of the systems implemented enables Group management to take counter-measures for identified risks at an early stage. The effectiveness and efficiency of the risk management system is also continuously checked and enhanced and also examined by the auditor in accordance with statutory requirements.



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Risk reporting/early warning system

Current risk reporting is based on a risk catalog divided into nine risk areas: Macro environment/country risks, market/competition, strategy, supporting processes/IT, performance management, human resources, financial management, environmental/social/governance (ESG) and compliance.

The risk owners in the subsidiaries and the division managers of the corporate departments are included in this early warning system and report identified, existing and eliminated risks once per quarter. In addition, ad hoc reports are submitted to the Risk Management Officer and the company's management if significant or critical risks are identified or significant changes in risks already identified occur. The risk management process is supported by an IT application.

Based on the information provided by the risk owners, the risk manager prepares a risk report which describes, in addition to the risks themselves, the potential risk values, their probability of occurrence and the action plan to avoid or reduce the risks.

The risk assessment is based on information from the reporting period, which is identical to the reporting period of the management report.

Risk assessment

Within the scope of risk reporting, both gross and net risks are disclosed by the respective reporting units. The gross risk describes the maximum loss potential without consideration of hedging and risk reduction measures. The residual risk after counter-measures is the net risk. In order to determine which risks pose a threat to the Group's continued existence, they are classified according to their estimated probability of occurrence and extent of damage. The scales used to measure these two indicators at both the divisional and individual company levels are shown in the tables below.

RISK ASSESSMENT

Probability of occurrence	Description
0 to 20%	very improbable
21 to 40%	improbable
41 to 60%	possible
61 to 80%	probable
81 to 100%	very probable

This classification defines a very improbable risk as an event that occurs only in exceptional circumstances. A very probable risk is an event that is almost certain to occur within a given period of time.

RISK ASSESSMENT

Extent of damage	Definition of the impacts
immaterial	Immaterial negative impacts on business activities as well as the earnings, financial position and net assets as well as the cash flow
low	Low negative impacts on business activities as well as the earnings, financial position and net assets as well as the cash flow
medium	Several negative impacts on business activities as well as the earnings, financial position and net assets as well as the cash flow
high	Minor negative impacts on business activities as well as the earnings, financial position and net assets as well as the cash flow
critical	Damaging negative impacts on business activities as well as the earnings, financial position and net assets as well as the cash flow

In accordance with the results of the Monte Carlo simulation, risks at Group level are classified as "critical", "high", "medium" or "low". This classification is based on the following value intervals for the expected loss:

- low < € 5.0 million
- medium < € 7.5 million
- high < € 15.0 million
- critical > € 15.0 million



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The following table shows the classification in relation to the individual risk areas:

RISK ASSESSMENT	
Risk area	Expected damage (net)
Macro-environment / country risks	low
Market / competition	low
Supporting processes / information technology	low
Strategy	low
Performance-related risks	low
Personnel	medium
Financial risks	low
Environmental / social / governance	low
Compliance	low

Significant risks, and in particular risks that could jeopardize the company's continued existence, are reported immediately to the Executive Board or Group management. The risk owners of the reporting units are obligated to inform the Executive Board and the Risk Management Officer without delay about time-critical or significant risks. The quarterly evaluation of risks serves as a basis for management to react swiftly to critical situations and take the appropriate counter-measures. A summary of all risks of the Group companies – in which all reported and assessed risks are aggregated – is regularly prepared in order to determine the overall risk for the Group. Regular reporting ensures that the Supervisory Board and its Audit Committee are also permanently informed about the current risk situation of R. STAHL Group and its development over time. As part of its monitoring of the Executive Board, the Supervisory Board examines the effectiveness of the risk management system.

Controlling

Group Controlling staff are the contacts for subsidiaries in Germany and abroad. Group Controlling provides the IT systems needed to collect and evaluate business data. The financial position and performance of the companies are analyzed during monthly reporting, whereby a special focus is placed on the comparison of plan/actual figures.

Internal monitoring system

Another component of the risk management system is the internal control system, which includes the principles, procedures and measures introduced by the Executive Board at the R. STAHL Group, the objectives of which are:

- securing the effectiveness and efficiency of business operations,
- the correctness and reliability of internal and external reporting as well as
- compliance with Group-wide guidelines and standards and the relevant statutory regulations.

Internal Audit regularly checks compliance with these objectives.

Internal control system based on the accounting process

A key element of the internal control system with regard to the consolidated accounting process is the IFRS accounting guideline which is valid throughout the Group and describes the standard accounting and measurement principles for all companies included in the consolidated financial statements. Preparation of the consolidated financial statements is supported by standardized reporting and consolidation software. All companies belonging to the consolidated group report in the same way to the parent company.

Further key instruments for controlling the accounting process are:

- the Group-wide standards applicable for financial and administrative areas,
- the clear separation of functions and assignment of responsibilities,
- the use of uniform ERP systems and standard software as well as
- detailed authorization concepts

These measures and processes are constantly monitored by the staff responsible for these tasks in the Group companies and by the Group's Internal Audit department.

The same internal control system that is used for the consolidated financial statements also applies to the separate financial statements of R. STAHL AG, which are prepared in accordance with the German Commercial Code (HGB).



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Internal Audit

Internal Audit provides independent and objective auditing and advisory services aimed at improving business processes, thus creating added value. The department serves the organization's objectives by evaluating the effectiveness and efficiency of the internal management and monitoring processes with a systematic and targeted approach and thus helps to continuously improve them. Internal Audit reports directly to the Chief Executive Officer of R. STAHL AG. Audits are conducted on the basis of an annual risk-oriented audit plan.

Compliance management, Code of Conduct

In order to avoid violations of anti-corruption, anti-trust or data protection laws and prevent business crimes, the corresponding regulations have been introduced as part of existing compliance management. The compliance organization reports directly to the Executive Board and the Compliance Officer is integrated into business processes as well as reporting and controlling. Compliance is part of the company culture and is a self-evident component of our daily activities.

Effectiveness of monitoring systems (not audited)

The above-mentioned internal monitoring systems are dynamic systems that are continuously adapted to reflect changes in the business model, the nature and scope of business transactions or responsibilities. As a result, internal and external audits reveal potential for improvement in individual cases with respect to the appropriateness and effectiveness of controls.

With regard to the assessment of these management systems, the Executive Board has no knowledge that they are not appropriate or effective in their entirety.

GROUP'S RISK SITUATION

The following describes the risks that could have material adverse impacts on the company's business, assets, financial position (including impacts on assets, liabilities, and cash flow), financial performance and reputation. The order of the presented risks within the categories reflects the current assessment of the relative risk magnitude for R. STAHL and therefore provides an indication of the current significance of these risks. Additional risks that are not currently known, or risks that are now consider immaterial, may also negatively impact business activities and objectives. Unless stated otherwise, the following risks relate to all organizational units.

Macro environment and country risks

Due to the international nature of the company's business activities, risks may arise due to political and economic instability in individual regions or countries and this may, in turn, influence the R. STAHL Group's sales and earnings position.

Conflicts (e.g. Ukraine-Russia, Middle East (USA/Israel-Iran), Central America, etc.) could impair the business activities of R. STAHL. As a manufacturer and supplier of electrical and electronic products and systems for explosion protection with customers in the oil and gas industry, R. STAHL is directly affected by sanctions, which also has a direct impact on the Eurasian Conformity (EAC) certificates of products. Thanks to the international diversification, R. STAHL can react flexibly to this market development and thus compensate for the unfavorable course of development as far as possible. In order to be able to react as quickly as possible to changing developments, internal processes are regularly adapted so that the organization can react quickly and, in particular, in a targeted manner to any changes that might occur.

Against the backdrop of the challenging global economic policy framework, R. STAHL also pays attention to cost structures in order to ensure long-term competitiveness.

Finally, the company's international alignment in different jurisdictions also represents a legal risk. In the course of business activities, it cannot be ruled out that R. STAHL AG and its subsidiaries become parties to court proceedings. Negative rulings at the expense of the respective company cannot be



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ruled out in individual cases. In the past, such cases rarely occurred. However, R. STAHL companies defend themselves in such proceedings in the manner that is actually and legally required; if necessary, provisions for potential cost risks are established.

At present, however, no material adverse effects on the financial position and performance of the R. STAHL Group is expected from this risk.

Market and competition

With its range of attractive products and services, R. STAHL operates in dynamic markets. The company's business depends heavily on the investment climate in its client sectors, which comprise the oil and gas sector, the chemical and pharmaceutical industry, the food industry and shipbuilding. Because sales and earnings of companies active in the oil and gas sector are by nature highly dependent on the often volatile market price development of crude oil and natural gas, changes in the prices of these commodities can generally also impact the investment decisions of these companies. In both the oil and gas sector and the processing industries, the cost of producing crude oil and natural gas is a factor that influences a company's willingness to invest, in addition to price trends.

In order to counter the increasing competition also from new providers in the components business, R. STAHL seeks to consolidate its market position by continuously expanding its technological expertise, regional diversification as well as the development of products, also in the growing digitalization area.

Even in the systems business, which generally has a lower competitive risk due to high market entry barriers, the emergence of new competitors cannot be completely ruled out. These market challenges are met with comprehensive engineering expertise, many years of experience in the development of customer-specific solutions that are differentiated from the competition, and a high quality standard.

R. STAHL has a very strong position in the worldwide market for explosion protection solutions, in which it is mainly the safety of the products used that has the highest priority. In relation to the total investment costs of customer plants, the cost contribution for electrical explosion protection is often only in the low single-digit percentage range. Against the background of the high value added that R. STAHL's solutions offer customers, the business is

not price-driven. Nevertheless, depending on the economic situation of the client industries and the market activities of competitors, there is still a fundamental risk of price pressure, which could have a negative impact on sales and earnings performance. R. STAHL counters this risk on the one hand by continuously developing technically varied solutions that generate additional benefits for customers. Further, within the scope of ongoing measures under strategic program, R. STAHL is establishing efficiency and cost structures that will secure profitability for the long-term, even in periods of economic weakness.

Supporting processes

The field of explosion protection is primarily about the safety of man, equipment and the environment – the quality of the company's products therefore has top priority. Product defects do not necessarily lead to life-threatening situations but they can lead to significant reputational damage. In addition, product defects in the explosion protection area can also lead to regulatory consequences, including recalls, certificate losses or liability claims. Conversely, a demonstrably high product and process quality sustainably strengthens the confidence of customers and represents a significant competitive advantage. Systematic analysis and evaluation of identified risks plays a central role in minimizing risks in the area of product quality. Product safety-related incidents are communicated within the organization and managed by a task force based on the resulting findings. Product quality is ensured through stringent quality assurance measures in production and cooperative collaboration with suppliers. The Quality Management department focuses on relevant processes and their compliance and further development. Lessons learned are used to immediately correct identified errors in both processes and products and sustainably improve products and processes as part of a preventative approach.

In the course of increasing competitive pressure in all sectors of the electronics industry, delivery time and delivery reliability are becoming more and more important for the cooperation with customers. Excessive delivery times or non-compliance with delivery dates pose general risks for customer loyalty and thus our further business trend. Further expansion of competitiveness and logistics, manufacturing and processing processes in order to achieve market-leading delivery reliability is an essential part of the lean management measures that are being continuously promoted.



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The efficiency measures summarized in the strategic development program are far-reaching in terms of structure and processes and involve all major functional areas of the Group. Such extensive changes generally involve the risk of temporary disruptions to operating processes with a subsequent negative impact on sales and earnings. R. STAHL counters this risk by closely monitoring and controlling individual measures and regularly comparing the planned and actual statuses. Appropriate action is taken as required.

Information technologies

The ongoing digitalization of international trade and production processes leads to a steady increase in essential data volumes. The availability, integrity and confidentiality of this data are critical to R. STAHL. Risks arise primarily from possible IT system failures due to technical defects, external influences (e.g. natural hazards, theft) or cybercrime.

To minimize risk, the Group relies on centralized data processing with redundant server architecture and data storage at georedundant locations. This is complemented by established backup and disaster recovery processes in order to restore business operations at short notice in the event of a crisis.

In spite of the global threat situation – which has also been exacerbated by geopolitical tensions such as the Russia-Ukraine conflict – R. STAHL recorded no material damaging security incidents during the reporting period. In order to proactively counter this dynamic risk environment, in particular the danger of cyber-attacks and data manipulation, R. STAHL is continuously developing the IT security architecture. This is done in close consultation with external security specialists, whose expertise and analysis of current threat scenarios are directly incorporated into the preventive defense measures.

In addition, data protection is a top priority. Strict compliance with the EU GDPR and local data protection laws is an integral part of the compliance culture. Since the “human factor” plays a central role in the security strategy, regular awareness-building measures and event-related training are carried out in order to sustainably raise the awareness of the employees for the safe handling of sensitive data and IT systems.

Strategy

Tapping into new markets and sectors and the expansion of existing sales areas may give rise to new risks that cannot be fully assessed in advance. R. STAHL analyzes the risk potential of individual markets and industries in a wide range of regions and takes this into account when assessing risks and deriving actions. The risks associated with the further development of the company are treated with the appropriate care.

There are also procurement risks relating to the availability of raw materials and their purchase costs, in particular purchase prices, transport costs, customs duties and currency fluctuations. Availability can be impacted by specific problems on the supplier side, general bottlenecks in certain industry segments and bottle-necks or delays in transport and customs clearance. R. STAHL addresses the risks of short-term bottlenecks by not procuring raw materials for standard products just in time, but by maintaining adequate storage. Because suppliers produce predominantly in industrialized countries (a large number of which are in the European Union) and in geographically secure areas, political risks and natural disasters play a subordinate role in the procurement processes.

A further challenge is presented by the bottlenecks and interruptions in transport and issues related to customs clearance.

Purchase prices – such as logistics costs – can be subject to market-dependent fluctuations and influence cost structures. R. STAHL avoids this risk by applying rigorous cost management. Because R. STAHL has a very diverse procurement portfolio, the overall effect of market price fluctuations for individual materials on the overall cost structure is low. This also applies to the risk of unforeseen customs duties, which is also limited by maintaining a high proportion of regional suppliers.

Performance-related risks

The results of the operating units depend on reliable and effective management of the supply chain for components, parts and materials. Capacity restrictions and supply bottlenecks resulting from ineffective supply chain management could lead to production bottlenecks, delivery delays, quality issues and additional costs. R. STAHL also relies on third-party suppliers for the supply of intermediate products, components and services. Although there



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is a close cooperation with suppliers to avoid supply-related problems, there are no guarantees that R. STAHL will not experience supply difficulties in the future.

The main procurement risk lies in the long-term availability of electronic components. Price and supply risks are reduced through long-term supply contracts and strategic partnerships with manufacturers and distributors. Continuous market exchange enables an early reaction to market changes. The remaining risk consists primarily of technological market distortions and discontinuation of individual components.

Personnel risks

The expert knowledge and commitment of employees are key to the economic success of the company. Given current demographic trends, the shortage of skilled workers and intense competition on the labor market, there are risks involved in recruiting and retaining qualified employees in the long term.

Competition for a diverse and highly qualified workforce, particularly in specialized areas such as digitalization, remains very high in the markets and regions in which R. STAHL operates. In order to ensure future success, the company requires continuously highly qualified employees and attaches great importance to the promotion of diversity, inclusion and a strong sense of belonging. Long-term success depends largely on how well the company succeeds in recruiting, assessing and retaining engineers, digitalization experts and other specialists.

To sustainably manage personnel resources, the company places a special emphasis on training. With a clear focus on technical skills, R. STAHL also provides training in commercial professions in order to counteract the shortage of skilled workers and close any gaps that may arise.

Another risk is high personnel costs, which have a negative impact on R. STAHL's competitiveness. In order to counteract this risk, targeted measures are being taken to better manage the cost structure.

Financial risks

Business activities may involve currency, interest rate, credit and liquidity risks that are limited by the use of commercially available financial instruments.

Because exchange rate trends are often marked by high volatility, it is generally difficult to make reliable forecasts. Unpredictable changes in the exchange rates of major currencies give rise to risks that are countered with a number of actions: Long-term and strategic measures mainly relate to production capacities that R. STAHL creates in the currency areas that are important, such as the USA. Changes in our sales trend due to adverse currency developments are thus offset by the corresponding local cost advantages (natural hedge). Existing and planned foreign currency volumes are hedged opportunistically with forward exchange transactions. Of particular relevance is the development of the US dollar – which accounts for the major share of foreign exchange positions and also influences the development of other currencies.

As a basic principle, R. STAHL borrows capital at matching maturities to finance its business activities. The company is subject to certain financial covenants under its financing agreements, the observance of which is monitored on an ongoing basis. In the event of non-compliance with the agreed key figures, the financing partners are entitled, among other things, to make the loans due prematurely. The agreed covenants were observed at the balance sheet date and at all relevant review dates. If necessary, risks arising from varying interest rates are hedged using derivative financial instruments. Real estate is regularly financed at fixed rates of interest. Generally, the duration of currency and interest hedges is aligned with the underlying transactions. Conditions, the persons responsible, financial reporting, and control mechanisms for financial instruments are defined uniformly throughout the Group.

R. STAHL counters the risk of insolvency on the part of customers by means of targeted monitoring of payment behavior. Appropriate credit limits for customers are set or value adjustments are made if necessary.

Due to its worldwide business activities, the R. STAHL Group is subject to a large number of country-specific tax laws and regulations. Changes in the relevant tax legislation and a possibly different interpretation of the legal regulations by tax authorities may have a negative impact on the taxation of Group companies.



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To minimize such risks, tax-relevant issues are analyzed and assessed by the Group's corporate tax department, and where necessary in cooperation with external consultants.

Environmental/social/governance (ESG)

In the course of the double materiality analysis, which was carried out for sustainability reporting, relevant risks were identified on various topics in the areas of environment and social. Detailed information on this can be found in the non-financial statement in the section [Material impacts, risks and opportunities and their interaction with strategy and business model](#).

In the environmental sector, risks arise particularly in connection with climate change, energy supply, resource use and the circular economy. Increasing regulatory requirements, particularly in the areas of climate protection and emissions reduction, can lead to higher costs for operations, production and reporting, both at R. STAHL and throughout the supply chain.

Rising insurance premiums due to climate-related risks can further strain the cost base. Furthermore, stricter sustainability requirements imposed by the capital market on certain customer sectors may adversely affect investment activity and thus the demand for R. STAHL's products. Rising energy prices represent a further cost and supply chain risk.

Additional risks arise from dependencies on raw materials such as metals, plastics or rare earth elements. Limited availability, price increases and legal bans or restrictions on substances (e.g., for lead, cadmium or PFAS) can have impacts on material costs, product development and existing product certifications. In addition, environmental incidents such as the release of hazardous substances, fires or leaks may occur. These can result from technical defects in equipment or containers and lead to environmental damage, operational disruptions and reputational risks.

In the social sphere, risks exist particularly in connection with demographic change and insufficient diversity in the workforce. Age-related departures can lead to a loss of knowledge. Recruiting and training qualified employees involves increased effort.

To mitigate the identified risks, R. STAHL relies on structured management systems and defined processes. Environmental and occupational safety management systems in accordance with ISO 14001 and ISO 45001 have been implemented at the production sites in Germany, the Netherlands and India. To reduce energy-related risks, an energy management system in accordance with ISO 50001 was additionally introduced at the Waldenburg and Weimar sites.

To prevent incidents related to environmental and occupational safety, measures such as regular maintenance, training and emergency and safety policies are implemented. Furthermore, R. STAHL continuously monitors regulatory developments, collaborates with suppliers and evaluates alternative materials to reduce risks arising from supply chain dependencies and regulatory changes. To mitigate social risks, actions are implemented to promote knowledge transfer, employee retention and forward-looking workforce planning.

Further information on the identified material risks, the underlying analyses as well as the actions taken and relevant key performance indicators is presented in the non-financial statement.

Compliance risks

As a listed stock corporation headquartered in Germany, R. STAHL is subject to German corporate governance laws and the requirements of other legal systems. The regulatory environment has intensified significantly in recent years – especially due to more rigorous application of existing laws and the expansion and tightening of sanctions. Examples include the anti-corruption regulations (StGB) in Germany, the USA (Foreign Corrupt Practices Act) and the UK (Bribery Act). All these regulations are very complex. Any failure to comply with relevant laws and regulations or any allegation of a violation of law made against the company, whether justified or not, could have a material adverse effect on its reputation and business success.

A thorough assessment of these risks is difficult due to the large number of relevant statutory and legal requirements and the large number of possible violations. R. STAHL continuously reviews the current legal requirements, for example by means of a legal register, as well as new developments in the compliance environment, which occur in the industry or in the economy in general. In an international context, the company is supported in part by specialized local law firms, and in part by local cooperation partners of renowned



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German law firms or the local offices of international law firms. On the basis of this information and other available sources, the compliance rules are continuously kept up to date and communicated to the R. STAHL Group. In addition, R. STAHL plans to support these developments in the future through the application of suitable software solutions in order to further improve the management and control of compliance efficiently and across all sites. In order to ensure as effectively as possible that employees are aware of and comply with the Code of Conduct, it is pointed out for the relevant group of people that the anti-corruption guidelines and principles on competition law are applied throughout the Group. This also includes the obligation to participate in appropriate training, which is regularly monitored.

OVERALL STATEMENT ON THE RISK SITUATION OF R. STAHL AG AND THE R. STAHL GROUP

The most significant challenges were identified first in each of the risk categories. While the assessment of individual risks has changed in financial year 2025 due to the development of external conditions, changes in the business portfolio, the impact of counter-measures and the adjustment of the risk assessment, the overall risk situation for R. STAHL has not changed significantly compared to the previous year.

At present, no risks have been identified that, either individually or collectively, could endanger the continued existence of the company.

RISK REPORTING WITH REGARD TO THE USE OF FINANCIAL INSTRUMENTS IN THE ANNUAL FINANCIAL STATEMENTS OF THE PARENT COMPANY AND GROUP

The Group's main risks arising from financial instruments include cash flow risks as well as liquidity, currency, credit and interest rate risks. The company's policy is to avoid or limit these risks to as great an extent as possible. The handling of currency, liquidity, credit and interest rate risks was already de-

scribed in detail in the Risk Report in the [Financial risks](#) section. In addition, the company uses derivative financial instruments whose purpose is to hedge against interest rate and currency risks. Upon commencement of the hedge, both the hedging relationships and the Group's risk management objectives with regard to the hedge are formally defined and documented. A detailed description can be found in the notes to the consolidated financial statements under [\[38\] Financial risks and derivative financial instruments](#).

OPPORTUNITIES

As part of the strategy process, the opportunities arising from the business areas are regularly identified and evaluated and acted upon accordingly. The most significant opportunities are described below. Unless stated otherwise, the opportunities relate to all organizational units. The order of the presented opportunities reflects the current assessment of the relative magnitude for R. STAHL and therefore provides an indication of the current significance of these opportunities. The opportunities described are not necessarily the only ones that R. STAHL is presented with. Also, the assessment of opportunities is subject to change because the company, its markets and technologies are continuously evolving. It is also possible that opportunities R. STAHL sees today may never materialize.

Long-term opportunities

The growing world population and the resulting steady increase in demand for energy offer long-term growth opportunities for R. STAHL. In addition to the ongoing industrial development in the emerging countries in particular, the improvement of living conditions in developing countries is a main factor driving growing demand for energy. Since coal and oil as an energy source is becoming less socially acceptable in western industrial nations, power supplies are increasingly reliant on natural gas and LNG. R. STAHL also continues to see the expansion of renewable energies, which is required by climate policy, as an opportunity: To ensure a stable supply with these volatile sources of energy, efficient technical options must be created that can store the electrical energy from wind and solar power over a longer period of time. This power is dependent on the weather and time of day. One of the most



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promising opportunities for the future is the conversion and storage of electrical energy in the form of hydrogen, methane or methanol and their reconversion into electricity as required. Since these materials are highly explosive, in the long-term there may be a corresponding demand for both the production of explosion protection solutions and for their transport and regeneration. In this context, there are also opportunities in the upstream and downstream processes of the liquefied gas value chain (gas liquefaction and regasification).

In addition to the rising demand for energy, global population growth also leads to greater demand for products from all other areas of life, such as food, housing, clothing and mobility. This will benefit both the food and chemical industry, for whose production facilities R. STAHL offers tailored explosion protection solutions. R. STAHL expects an even greater increase in demand for pharmaceutical products, as not only the world's population is growing but also their life expectancy and health awareness.

Finally, the political and social desire to establish and enforce sufficiently strict safety standards in the process industry, as well as the increasing importance of climate protection is also leading to growing demand for explosion protection solutions throughout the world. Here, too, R. STAHL has the opportunity to meet these requirements with sustainable products.

Medium-term opportunities

In the medium term, opportunities arise for R. STAHL from the expansion of its market position and from tapping into new markets. To this end, R. STAHL defined a series of measures for strategic market development in the reporting period which aim to quantify the regional market potential and allocate resources appropriately and in a targeted manner. In this connection, the necessary approval procedures to qualify as a supplier for new customers are also being pursued, thereby creating new opportunities to expand regional market shares in the medium term. Moreover, continuous and targeted research and development work, which has enabled R. STAHL to establish strong positions in numerous product areas, will continue to play a key role.

Due to the increasing safety requirements for operators of technical equipment, R. STAHL also sees the opportunity to generate growth with our range of holistic and tailored system solutions. R. STAHL is already a global leader in this field. R. STAHL plans to take a similar direction with the expansion of

our offerings to include services that customers are requesting as a result of increasing regulation and their own limited capacities. In addition, opportunities arise from customers' focus on their own core business and the associated outsourcing of engineering and maintenance functions through to new digital services that facilitate the safety management of process plants and enable them to be performed remotely. Training offerings also represent attractive growth opportunities.

In terms of regional expansion, the ongoing opening of further markets for IECEx-certified products and solutions – which are becoming increasingly popular also for international projects – offers additional growth potential. Medium-term opportunities are also seen in African countries. Organizational measures continue to be taken to assess the potential more precisely.

Significant medium-term opportunities to increase productivity and profitability are seen in the optimization of operational structures and processes within the framework of the strategy program. The measures being implemented to create uniform standards throughout the Group and to digitize and streamline internal processes ensure short delivery times worldwide, thus addressing key customer needs. R. STAHL is pursuing the same objectives with the further automation of its production facilities and toward digitalization.

Short-term opportunities

Assuming the global economy continues to grow, short-term opportunities for R. STAHL will arise from increasing investment activity in plants for the production and processing of crude oil and natural gas and their downstream products.

In the short term, R. STAHL sees demand potential for our automation solutions, which it believes will establish themselves largely independently of economic influences, as an opportunity in connection with advancing industrial digitalization.

Digitalization, decarbonization and demographic change could lead to further business opportunities. One of the success factors is a balanced and flexible workforce strategy.



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In pursuing these opportunities, R. STAHL takes into account the financial options for action. Unfavorable economic conditions may mean that the company cannot take full advantage of existing opportunities, or only with a certain delay.

Summary of the opportunity situation

The most important opportunity for R. STAHL is the creation of value through innovation, as described above. While the company's assessment of the individual opportunities in 2025 changed due to developments in the internal environment and changes in the business portfolio as well as through efforts to seize opportunities and by adjusting our own strategic plans, the overall opportunity situation for R. STAHL compared to previous year has not significantly changed.



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NON-FINANCIAL GROUP STATEMENT (NOT AUDITED)

GENERAL DISCLOSURES

Basis for preparation

General principles for the preparation of the non-financial Group statement

The non-financial Group statement for the financial year from 1 January to 31 December 2025 was prepared on a consolidated basis for the R. STAHL Group. The scope of consolidation for the non-financial Group statement corresponds to the scope of consolidation of the consolidated financial statements.

The non-financial Group statement was prepared in accordance with the provisions of the German Commercial Code (HGB). These apply for R. STAHL AG (Sections 289b – 289e HGB) and the R. STAHL Group (Sections 315b, 315c HGB). As part of the audit of the financial statements, the non-financial Group statement including the information on EU Taxonomy was submitted to the auditing firm BDO. A comprehensive review or validation of key performance indicators by the auditing firm BDO (or another auditor) has not taken place. The BDO review included only the double materiality analysis process. As in the past, the Supervisory Board of R. STAHL AG reviewed this non-financial Group statement.

The CSR Directive Implementation Act (CSR-RUG), which took effect on 19 April 2017, to implement Directive 2014/95/EU, required R. STAHL to include a non-financial Group statement in the Group management report for the first time in financial year 2017 in accordance with Section 315b HGB. In accordance with Sections 315b, 315c in conjunction with Sections 289c-e HGB, company-related disclosures must be made on five aspects: Environment, employees, social, respect for human rights and combating corruption and bribery.

Mandatory information in accordance with Sections 315b, 315c in conjunction with Sections 289c–e HGB	Section in the non-financial Group statement
Combating corruption and bribery	Governance
Business model	Strategy
Environmental matters	Environmental information
Employee matters	Social information
Social matters	Social information
Respect for human rights	Social information

Due to the EU Corporate Sustainability Reporting Directive (CSRD), which took effect in 2023, R. STAHL has taken extensive precautions to ensure that its reporting is in line with the European Sustainability Reporting Standards (ESRS) due to the originally planned thresholds. No recognized framework was used in the preparation of this report, as R. STAHL is currently focusing on fully implementing the requirements of the ESRS. Because implementation of the CSRD into German law had not yet occurred as of the reference date 31 December 2025, R. STAHL is reporting on the revised version of ESRS Set 1, which was published in the EU Official Journal on 9 August 2024. For the topic-related standards ESRS, R. STAHL has aligned itself with the ESRS as follows:

- Consideration of double materiality in accordance with ESRS 1
- Assessment of actual / potential negative and positive impacts, risks and opportunities (over short, medium and long-term time horizons) in accordance with the criteria defined in ESRS 1
- Inclusion of the value chain
- Inclusion of affected stakeholders and users
- Consideration of the due diligence procedures of R. STAHL
- Definitions and details regarding policies, actions and targets

As soon as the CSRD or the EU Omnibus I package has been implemented into German law and the regulations for R. STAHL apply, R. STAHL will fully comply with the requirements of the ESRS. Due to the gradual alignment with the ESRS and the associated deviation from the principle of continuity, this year’s report contains new information that was not yet included in previous reports. At the same time, some information that was reported previously has been omitted. A similar trend is also expected for the following year 2026.



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The non-financial Group statement covers R. STAHL's own business activities as well as the upstream and downstream value chain: In the upstream value chain, suppliers responsible for the procurement of raw materials and the delivery of components were taken into account. In the downstream value chain, attention was paid, among other things, to customers from the oil and gas industry, the chemical and pharmaceutical industries and those who work in hazardous areas. The entire value chain was taken into account in the materiality analysis in order to identify material impacts, risks and opportunities. Further information on the value chain can be found in the section [Group objectives and strategy](#).

In preparing this report, the option to omit specific information relating to intellectual property, expertise or the results of innovation in accordance with ESRS 1 section 7.7 has not been applied. For R. STAHL, the exception from the disclosure of upcoming developments or negotiations is not permitted and was therefore not applied.

Disclosures in relation to specific circumstances

The definition of time horizons is in line with the ESRS definition and is categorized as short-term (0 – 1 year), medium-term (1 – 5 years) and long-term (> 5 years), meaning that there are no deviations.

Given the gradual adaptation of sustainability reporting to the ESRS, there have been changes in the preparation or presentation of sustainability information compared to previous reporting periods.

Governance

The role of management and supervisory bodies

R. STAHL AG is the parent company of the Group and is based on a two-tiered management body. In accordance with the German Stock Corporation Act (AktG), it consists of the Supervisory Board and the Executive Board.

COMPOSITION OF THE MANAGEMENT AND SUPERVISORY BODIES

		2025	2024
Executive members ¹⁾	Number	3	2
Non-executive members ²⁾	Number	9	9
Total	Number	12	11

¹⁾ Executive Board members

²⁾ Supervisory Board members

DIVERSITY METRICS EXECUTIVE BOARD

	Number	Share in %
Age		
< 30	0	0.0
30 – 50	0	0.0
> 50	3	100.0
Gender		
Female	0	0.0
Male	3	100.0
Nationality		
German	3	100.0
Other nationality	0	0.0
Total	3	100.0



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DIVERSITY METRICS SUPERVISORY BOARD

	Number	Share in %
Age		
< 30	0	0.0
30 – 50	2	22.2
> 50	7	77.8
Gender		
Female	2	22.2
Male	7	77.8
Nationality		
German	9	100.0
Other nationality	0	0.0
Total	9	100.0

In the reporting year, Dr. Claus Bischoff was appointed to the Executive Board as member and Deputy Chairman as of 1 October. The CEO at that time, Dr. Mathias Hallmann, remained in office until 31 December, until Dr. Claus Bischoff assumed the role of Chairman with effect from 1 January 2026. Together with Tobias Popp as Chief Commercial Officer (CCO), they formed the Executive Board of R. STAHL AG. The Supervisory Board consists of nine members, 33.3% of whom are considered independent in accordance with the definition in the German Corporate Governance Code. A Supervisory Board member is independent if he or she is independent of the company and its Executive Board and independent of a controlling shareholder. In addition to the interests of the shareholders, the interests of the employees are represented on the Supervisory Board. Three members of the Waldenburg site Works Council assume the role of employee representatives on the Supervisory Board. The Supervisory Board is responsible for the general monitoring of company management as well as impacts, risks and opportunities.

Under the control of the Supervisory Board, the Executive Board is responsible for the overall strategic direction of the Group and ultimately decides on the procedures, controls and processes in the area of governance for monitoring, managing and supervising impacts, risks and opportunities, including the allocation of resources to implement necessary actions. The monitoring of material risks in the context of ESRS is part of the Group-wide risk manage-

ment system, which is described in greater detail in the [Risk and opportunity report](#). R. STAHL considers the integration of sustainability-related matters at the most senior corporate level to be a duty and a prerequisite for consistent implementation of the strategy. To this end, the Governance & Sustainability department, which is responsible for coordinating ESG topics, regularly reports to the Executive Board on current sustainability matters. The same applies to regular updates provided to the Supervisory Board on current sustainability matters relevant to the company. No specific controls and procedures have yet been implemented to manage and monitor the management of impacts, risks and opportunities in accordance with the requirements of the ESRS. The procedures already implemented in the area of risk management, internal control system and ESG already cover these matters in part and are to be adapted in the medium term. The main impacts, risks and opportunities are described in the section [Material impacts, risks and opportunities and their interaction with strategy and business model](#).

Annual strategic and operational objectives are defined by the specialist departments and approved by the Executive Board for the locations that are part of the integrated management system. Currently, a defined process is being developed for setting targets in relation to the individual material impacts, risks and opportunities and for monitoring progress by the Executive Board and Supervisory Board in accordance with the requirements of the ESRS. The management and supervisory bodies as well as senior management will review whether processes for setting such targets should be implemented in the future. These processes will define clear responsibilities for monitoring objectives and progress to ensure the effective implementation of strategic priorities.

All members of the Executive Board and Supervisory Board have the relevant experience in the respective sectors, products and geographical regions that is necessary for the conduct of R. STAHL's business. Among other things, the criteria related to expertise in sustainability topics of importance to the Group of companies plays a key role in the composition of the Supervisory Board. The employee side is represented by three site works councils who have basic knowledge of the legal requirements of works constitution and labor law as well as the applicable collective bargaining agreements. In the reporting year, the Supervisory Board received training on the content of the CSRD and ESRS.



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Information and sustainability matters dealt with by the Executive Board and Supervisory Board

A reporting line from the Senior Vice President (SVP) Governance & Sustainability to the CEO ensures that the Executive Board is informed on an ad hoc basis and at least once a year about material impacts, risks, opportunities, the implementation of due diligence and the results and effectiveness of policies, actions, metrics and defined targets. In addition, the monthly management meetings are used as a communication channel to the upper management level as required. The management team consists of the Senior Vice Presidents (SVPs) and together with the Executive Board forms the top management level of the Group. ESG topics are also dealt with at the regular meetings of the Audit Committee of the Supervisory Board. In consultation with the CEO, reports on ESG topics are submitted to the Supervisory Board at the end of each year. The committees consider the impacts, risks and opportunities when monitoring the strategy, deciding on significant transactions and managing risks. The double materiality analysis is given final approval by the Executive Board and Supervisory Board. Further information on the work and meetings of the Supervisory Board and its committees can be found in the [Supervisory Board report](#) in the section [Supervisory Board meetings](#).

Integration of sustainability related performance in incentive schemes

Generally speaking, structures for sustainability-related incentive and compensation systems for the Executive Board are planned. Under this system, ESG targets will be integrated into the long-term variable compensation. In the reporting year, the definition of specific, measurable targets in line with the ESRS was initiated. The finalization and implementation of the target setting is planned in the medium term.

Statement on due diligence

The following table shows how and where the application of the material matters and steps of the due diligence process is reflected in the non-financial Group statement:

Core elements of due diligence	Section in the non-financial Group statement
a) Integration of due diligence in governance, strategy and business model	Governance Strategy
b) Integration of affected stakeholders in all key due diligence steps	Strategy Impact, risk and opportunity management
c) Identifying and assessing adverse impacts	Impact, risk and opportunity management
d) Taking actions to address those adverse impacts	Topic-specific sections
e) Tracking the effectiveness of these efforts and communicating	Topic-specific sections

Risk management and internal control systems over sustainability reporting

Information on the risk management system and a description of the internal control system can be found in the [Risk and opportunity report](#). Risk and ESG management are both part of the Governance & Sustainability department, which promotes a close exchange of ideas and information. The full harmonization of processes relating to materiality analysis and risk management was continued in the 2025 reporting year. Gross risks from the risk management system, which are related to ESG aspects, are systematically taken into account in the course of the materiality analysis. In addition, risks that have been classified as “material” in the materiality analysis are included in the risk management system, if they are not yet part of it.

Data and information from last year’s non-financial statement as well as various other internal and external sources were used in the course of preparing this year’s sustainability reporting, in particular for carrying out the materiality analysis. Important business partners, resources and products were identified in cooperation with the specialist departments in order to outline the entire value chain as well as the impacts, opportunities and risks of R. STAHL. Detailed information on the materiality analysis methodology can be found in the [Strategy](#) section.



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In the reporting year, the Group-wide quantitative ESG data collection was further professionalized and formalized. The collection of relevant environmental, social and governance data is carried out centrally using a digital tool that ensures standardized, consistent and transparent data collection. Data quality is ensured by a control based on appropriate evidence and by the four-eye principle. This not only improves the quality and comparability of the data within the Group, but also enables more efficient evaluation and reporting. The continuous development of this digital recording system also supports the implementation of the ESG strategy and transparent communication with stakeholders.

Strategy

Strategy, business model and value chain

R. STAHL specializes in the development and manufacture of products and systems for electrical explosion protection. To the best of our knowledge, none of the products or services offered are prohibited in certain markets. All information on the product portfolio and key markets can be found in the section [Basic principles of the Group](#) and in the [Economic report](#). Key figures on employees by geographical area can be found in the section on [Equal treatment and equal opportunities for all \(diversity\)](#). Information on sales, which is used to calculate various key figures in the environmental section, can be found in the [Consolidated income statement](#).

Based on the primary activities of R. STAHL, an initial allocation is made to the “Electronics” sector under the sector group “Manufacturing” of the current ESRS sector classification standard. Because these standards are currently still in draft form and no sector-specific reporting standards are yet available, this information should be viewed with reservations. As of the date of this report, the ESRS sector-specific standards are currently on hold due to the proposal included in the omnibus procedure to eliminate them.

Information on the Group’s objectives and strategy can be found in the corresponding section [Group objectives and strategy](#). Sustainability is one of the six dimensions of the EXcellence 2030 growth strategy. R. STAHL’s actions should always be guided by environmental, social, governance (ESG) considerations; they are the overriding priority for responsible corporate governance. This is complemented by conscientious and efficient data management.

R. STAHL’s vision is to create a safe, climate-neutral (net zero) and circular future in which industrial safety and environmental and climate protection go hand in hand. As an international technology leader, the company aims to set industry-wide standards for climate neutrality in line with the 1.5-degree target, promote fair working conditions at every stage of the value chain and inspire the industry to embrace sustainable responsibility. That is why R. STAHL has made it its mission to develop innovative, safe and durable solutions for hazardous areas, so that people can work safely in demanding environments. R. STAHL aims to focus on specific environmental and climate protection measures, efficient resource use and clear, measurable ESG goals. Through close collaboration with customers, suppliers and employees, practical solutions are created that combine safety, quality and sustainability.

R. STAHL’s ESG strategy is embedded in internationally recognized frameworks that provide the global context for the company’s own sustainability efforts and guide its strategic direction and operational practices. These include, among others, the guidelines of the United Nations (UN), the Organization for Economic Cooperation and Development (OECD) and the International Labor Organization (ILO). Furthermore, the company is committed to the guiding principles of the UN Global Compact and supports initiatives such as Klimawin BW and the United Nations’ Sustainable Development Goals (SDGs). The identification of issues of materiality takes these frameworks into account and serves as the basis for R. STAHL to prioritize areas of action and to further develop its sustainability strategy in a targeted manner. The resulting priorities are translated into company-wide guidelines – such as the R. STAHL Code of Conduct and corporate policy – while taking various stakeholder perspectives into account. The guidelines are then implemented into concrete work instructions and processes to ensure effectiveness and sustainability across all business areas.

In 2025, work began on developing ESG targets. The final definition and evaluation of comprehensive, specific and measurable sustainability targets in line with the ESRS are planned for the coming years. To date, no assessment of the currently most important products and/or services or significant markets and customer groups has been carried out with regard to sustainability targets. The objectives are to be developed on the basis of the findings of the materiality analysis and the requirements of the ESRS. In particular, the most important products and services, customer categories, geographical areas and relationships with stakeholders should be taken into account. Further information on the process and the results of the materiality analysis can be found in the sections [Material impacts, risks and opportunities and](#)



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their interaction with strategy and business model and [Impact, risk and opportunity management](#).

Information on company-related challenges that influence the content of sustainability reporting and their mitigation approaches can be found in the [Risk and opportunity report](#).

The main features of R. STAHL's upstream and downstream value chains lie in the business areas explosion protection solutions and automation technology. R. STAHL's value chain originates from raw materials such as aluminum, steel and copper, which are processed by upstream suppliers into intermediate products and electronic components. R. STAHL's direct suppliers are primarily located in Germany and Europe or in the regional vicinity of the production sites. The goods are then usually transported by road to R. STAHL's production sites. As a result, long-term partnerships provide planning security for both sides. At R. STAHL's own production sites, including the headquarters in Waldenburg and the locations in Weimar, Cologne (Germany), Chennai (India), Houston (USA), Hengelo (Netherlands) and Stavanger (Norway), pre-fabricated materials are processed into finished products, assembled, packaged and prepared for shipment. The emphasis here is on safe workplaces and fair working conditions for employees. The downstream activities in R. STAHL's value chain begin with the assembly of the manufactured products by qualified external partners. After successful assembly, the products are transported to the customer. The products are sold worldwide through the headquarters in Waldenburg, sales offices and distributors, which also provide after-sales services. The products are used by customers in ex-zones (potentially explosive areas) and contribute to the safe operation of electrical devices and systems, for example in the oil and chemical industries. At the end of the product life cycle, take-back offers help to return the materials to suitable recycling systems. In order to guarantee the high quality and safety standards, R. STAHL offers industry-independent training and further education courses for people working in ex-zones. The business model provides investors with opportunities to achieve growth potential in emerging markets and integrated solutions for explosion protection. Further details on R. STAHL's business activities and group structure can be found in the sections [Business model](#) and [Group structure](#). Details on the development of the scope of the value chain can be found in the section [Description of the process to identify and assess material impacts, risks and opportunities](#).

Interests and views of stakeholders

R. STAHL attaches great importance to integrating the interests and views of its most important stakeholders into the corporate strategy and business model. The concerns of the relevant stakeholders are analyzed within the framework of the due diligence process and the assessment of materiality:

- Financial market participants
- Employees
- Customers
- Suppliers
- Networks
- Civil society
- Politics
- Environment

R. STAHL conducts comprehensive (proxy) stakeholder surveys and workshops to better understand their expectations and concerns. The Group uses a variety of channels to communicate effectively with stakeholders:

Financial market participants gain transparent insights into the company's performance through annual reports, individual meetings and the Annual General Meeting. Employees are actively involved through company meetings, internal communication channels such as the intranet and newsletter, feedback meetings, training programs and company events. Customers are involved through customer support, surveys, trade fairs and training courses in order to collect feedback and present solutions. For suppliers, the focus is on direct contact with the purchasing department, regular audits and performance evaluations to ensure transparency and quality. Cooperation with stakeholder "Networks" takes place through active participation in working groups of industrial associations (e.g. ZVEI e.V.), involvement in local associations (e.g. model Hohenlohe) as well as regular exchanges with other companies in industries important for R. STAHL. The exchange with civil society takes place through participation in the associations mentioned above as well as through events and the processing of incoming inquiries. The stakeholder group "Politics" comprises state and municipal institutions including cities and municipalities, authorities that have a significant influence on business activities and that represent the public interest through legal requirements, permits and political decisions. Cooperation takes place through consultations, responses to inquiries and participation in political and specialist events. Comprehensible findings from the interactions with stakeholders are



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incorporated into strategic planning and have a significant influence on decision-making processes. This continuous dialog ensures that the business strategy not only meets current market requirements, but also takes into account the long-term interests of stakeholders.

The views and interests of the relevant stakeholders with regard to the company's sustainability-related impact are discussed at the monthly management meetings, which are attended by the Executive Board and senior management. Various ESG topics are also dealt with at the regular meetings of the Audit Committee of the Supervisory Board. In consultation with the CEO, full reporting is carried out annually at the end of the year and, if necessary, to the Supervisory Board on an ad hoc basis.

Material impacts, risks and opportunities and their interaction with strategy and business model

R. STAHL conducted a double materiality assessment to identify the main impacts on people and the environment as well as sustainability-related risks and opportunities. The process of carrying out the analysis is explained in the section [Impacts, risk and opportunity management](#). The materiality analysis was audited by external auditors. The following table shows the summarized results:



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Material impact on people and the environment

General standard	Section in the non-financial Group statement	Type of impact	Relevant stage of value chain	Time horizon
ESRS E1	The procurement of goods for the manufacture of R. STAHL products generates significant indirect GHG emissions that facilitate climate change.	Negative, actual	Upstream and downstream value chain	medium-term (1 – 5 years)
ESRS E1	GHG emissions in the context of the company's activities, which are particularly significant at R. STAHL's production sites, contribute to climate change.	Negative, actual	Own business area	medium-term (1 – 5 years)
ESRS E1	The use of gas and district heating in R. STAHL energy generation plants contributes to growth in climate change through the release of GHG emissions.	Negative, actual	Entire value chain	medium-term (1 – 5 years)
ESRS E2	Improper handling of products or intermediate products within R. STAHL's value chain may result in the release of SOCs or SVHCs.	Negative, potential	Entire value chain	medium-term (1 – 5 years)
ESRS E5	Due to the safety-relevant specifications for the products manufactured by R. STAHL, they are very durable and partly (but often not completely) modular and partly recyclable, reusable and repairable. The inadequate return of recyclable materials contributes to the depletion of resources.	Negative, actual	Own business area, downstream value chain	medium-term (1 – 5 years)
ESRS E5	Waste generated during the production process at R. STAHL can have a negative impact on the environment.	Negative, potential	Own business area, downstream value chain	medium-term (1 – 5 years)
ESRS S1	Significant market fluctuations that can affect the order situation may potentially impact employment in the company, meaning that job security for employees cannot be guaranteed. Existing uncertainties and possible reductions in working hours and jobs may have negative impacts on employee health and the maintenance of their standard of living.	Negative, potential	Own business area	medium-term (1 – 5 years)
ESRS S1	The majority of employees are covered by collective bargaining agreements, which can help to ensure and promote fair working conditions for employees.	Positive, potential	Own business area	medium-term (1 – 5 years)
ESRS S1	The work steps and processes required to manufacture products at R. STAHL can endanger the safety and health of employees.	Negative, potential	Own business area	medium-term (1 – 5 years)
ESRS S2	In the supply chains of selected goods required for the manufacture of R. STAHL's products, such as certain minerals and metals, there are country and industry risks for the occurrence of child labor.	Negative, potential	Upstream value chain	medium-term (1 – 5 years)
ESRS S2	In the supply chains of selected goods required for the manufacture of R. STAHL's products, such as certain minerals and metals, there are country and industry risks for the occurrence of forced labor.	Negative, potential	Upstream value chain	medium-term (1 – 5 years)
ESRS G1	Staff reduction measures can have a negative impact on the current corporate culture, which is reflected in the interaction of colleagues and employee satisfaction.	Negative, potential	Entire value chain	medium-term (1 – 5 years)
ESRS G1	Insufficient protection for whistleblowers could lead to people refraining from reporting for fear of reprisals and social conflict. This could subsequently contribute to further human rights violations if incidents are not dealt with.	Negative, potential	Entire value chain	medium-term (1 – 5 years)



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Compared to the previous year, editorial changes were made to the impacts in area E1 to improve their understandability and transparency. In the reporting year, the materiality analysis for the topics E2 Pollution and E5 Resource use and circular economy was also fully completed. This led to the inclusion of the impacts described above for E2 and E5. In addition, personnel actions within the company resulted in two new material impacts in the topic areas S1 and G1. The impacts result from the manufacturing activities and associated processes in the company's own business activities as well as the upstream and downstream value chain and are therefore based on or related to the company's strategy and business model.

Material sustainability-related risks and opportunities

Topic standard	Description	Relevant stage of value chain
ESRS E1	Risk: Increasing global regulatory requirements, especially those aimed at reducing greenhouse gas emissions, can pose financial risks for R. STAHL and its supply chain. Higher reporting and customer compliance requirements, as well as possible new taxes or levies, can increase operating and production costs both at R. STAHL and at its suppliers. These additional costs could be passed on by the suppliers to R. STAHL.	Upstream value chain, own business area
ESRS E1	Risk: Rising insurance costs as a result of increasing climate risks can increase operating expenses and impact the economic stability of the company.	Own business area
ESRS E1	Risk: The increasing tightening of climate protection criteria on the part of the capital market in relation to the gas, oil and nuclear power sectors can lead to a significant reduction in investments and an associated increase in financing costs for customers. This could result in a decline in customer purchasing power and consequently to falling orders for R. STAHL.	Own business area, downstream value chain
ESRS E1	Risk: Increases in the cost of energy (particularly gas and electricity) can lead to higher costs and supply chain risks in the manufacture and filling of products throughout R. STAHL's entire value chain.	Entire value chain
ESRS E5	Risk: Dependence on raw materials (e.g. plastics, metals, rare earths) for production processes and their availability along the entire value chain can pose financial risks for R. STAHL. Limited availability of materials and potentially increasing costs for the materials could be passed on to R. STAHL and lead to price increases.	Entire value chain
ESRS S1	Risk: Lack of diversity in the workforce can lead to poor knowledge management and adversely impact the image of the employer. When it comes to age diversity and length of service, the loss of knowledge is a significant risk. Recruiting new employees is costly and training them involves considerable effort.	Own business area
ESRS S2	Opportunity: Ensuring health, safety and consumer protection aspects in the course of the products and training offered can contribute to maintaining safe work processes for customers and preserving their business models in the downstream value chain. In this way, R. STAHL can contribute to long-term customer loyalty and benefit from growing markets and business areas.	Downstream value chain



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There were no material risks and opportunities identified that pose a significant risk of a material adjustment to the carrying amounts of the assets and liabilities reported in the associated financial statements in the next reporting period 2026.

The revaluation in reporting year 2025 led to the identification of four new material risks. At the same time, the valuation of two significant opportunities (E1) from 2024 was below thresholds, which is why they are no longer considered material for 2025. The described opportunity with respect to S2 was already included in the last report, but was assigned to S4 there. The opportunity has been reallocated after technical discussions due to the clarification of the definition of the stakeholders concerned. With regard to the E1 risk (sub-topic: energy), there was a slight editorial adjustment to improve intelligibility.

Impact, risk and opportunity management

Description of the process to identify and assess material impacts, risks and opportunities

The materiality analysis serves as the basis for the alignment of the sustainability strategy and for reporting on material sustainability matters. The materiality analysis involves a comprehensive process aimed at identifying, assessing and prioritizing potential and actual impacts on people and the environment as well as risks and opportunities.

The results of the previous analysis were used as a basis for updating the materiality analysis for reporting year 2025. The structure and process of the materiality analysis remained essentially unchanged in the 2025 financial year. Because there were no significant changes in the strategy, business model and value chain in the year under review, the results of the previous year were merely updated and re-evaluated or clarified for better insights. For this purpose, workshops and discussions were held with the most relevant (proxy) stakeholders. The results of the materiality analysis 2024 were looked at critically in the workshops. In addition to comprehensive benchmarking and external studies, internal sources were also used as a basis for discussion, including the evaluations of the Group risk management system, the human rights-related risk analysis and documents relating to the applicable ISO certifications. In addition, the materiality of the outstanding sustainability aspects with regard to E2 Pollution and E5 Resource use and circular economy, which

had not yet been included in the materiality analysis, was discussed. The materiality analysis was given final approval by the Executive Board and Supervisory Board and validated by external auditors. Detailed information on the results can be found in the section [Material impacts, risks and opportunities and their interaction with strategy and business model](#).

As part of this year's materiality analysis, as was the case in the previous year, all companies of the R. STAHL Group, including all production and sales locations, as well as the entire value chain were taken into account. The procedure therefore includes activities, business relationships and geographical circumstances that could lead to an increased risk of adverse effects. As soon as a topic was classified as material for a company, it was also included in the Group-wide materiality analysis. The impacts, risks and opportunities can be classified as material at Group level, even if they do not appear to be material in the isolated view of individual subsidiaries. This applies in particular if similar effects across sites or subsidiaries can be meaningfully summarized (e.g. in the case of environmental aspects such as greenhouse gas emissions, toxic emissions or the use of raw materials for the circular economy). In addition, the event that an impact, risk or opportunity occurs in isolation with only one subsidiary, but, due to its severity, exceeds the materiality threshold at Group level, may also occur. The analysis process started at the Waldenburg site (Germany), where all core functions are located (including Purchasing, Human Resources, Finance and Sales). Many central processes are controlled internationally from Waldenburg, which is why comprehensive insights into the companies of the R. STAHL Group are available.

The double materiality analysis in accordance with the ESRS was carried out for the first time in 2024. The entire process was carried out together with other companies from different sectors and professionally supported by sustainability experts. At the beginning of the process, the business model and value chain were defined in collaboration with the specialist departments and presented to the top management level, the management team. Detailed information on the business model can be found in the section [Strategy, business model and value chain](#). In addition, the specialist departments jointly identified the key business partners, resources and products. Based on these efforts, the upstream and downstream value chain was analyzed. Additional workshops were held at the next two largest production sites in Chennai (India) and Hengelo (Netherlands) to confirm and, if necessary, complete the results of the central materiality analysis.



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The involvement of the company's stakeholders is a core element of the materiality analysis. A stakeholder analysis was used to identify those actors who are influenced by the company's activities and direct and indirect business relationships throughout the value chain, who exert an influence on the ESG strategy or who have relevant knowledge for assessing impacts, risks and opportunities. The interests of external stakeholders were taken into account by representatives from Sales and Purchasing and with the involvement of the top management level (management team). The results agreed with the management team formed the basis for carrying out the pre-assessment.

As part of the workshops, key sustainability aspects were identified and analyzed based on the business model and the value chain. To this end, the sustainability matters listed in the ESRS were examined together with the relevant stakeholders or their representatives. In the course of the pre-assessment, the overview of all sustainability matters was reduced to potential material matters based on the required criteria and taking into account the business model and the value chain. In addition to the specialist qualifications and professional experience of the participants, the channels mentioned in the section [Interests and views of stakeholders](#) were also used as input parameters. For the potential material matters, the status quo of existing concepts and actions was first recorded with the involvement of the relevant stakeholders. On this basis, the impacts, risks and opportunities arising from the current situation were then identified.

Impact materiality

Positive and negative potential and actual impacts on people and the environment were analyzed as part of the assessment of the impact materiality. To this end, the impacts and associated time horizons were first identified together with the stakeholders and their representatives. The definition of the time horizons is based on the requirements of the ESRS and is described in the section [Disclosures in relation to specific circumstances](#). Negative impacts on human rights were labeled separately.

The impacts were then assessed, taking into account the ESRS criteria of severity (scale, scope, irreversibility) and probability of occurrence depending on the type of impact. The average value of all three categories for negative impacts and the two criteria of scale and scope for positive impacts were used to calculate the severity. The severity (scale, irreversibility and scope) is multiplied by the likelihood of occurrence to calculate the measurement value for the impact materiality.

Financial materiality

As part of the assessment of the financial materiality, risks and opportunities arising from the identified impacts and other dependencies were analyzed. To this end, the risks and opportunities and associated time horizons were first identified together with the stakeholders and their representatives. The definition of the time horizons is based on the requirements of the ESRS and is described in the section [Disclosures in relation to specific circumstances](#).

In the course of the analysis process, the relationships between the identified impacts and dependencies on natural, human and social resources were considered. On this basis, risks and opportunities that could arise from these effects and dependencies were identified together with the stakeholders or their representatives. The focus here was on information that is considered essential for the primary users of the general financial reporting when making decisions regarding the provision of resources to R. STAHL. This would be the case, for example, if there are impacts on the company's development, financial position, results of operations, cash flows, access to funds or cost of capital.

The impact was then assessed, taking into account the criteria specified in the ESRS regarding the potential magnitude of financial impacts and the probability of occurrence of the opportunity or risk. To calculate the value for financial materiality, the magnitude is multiplied by the likelihood of occurrence.

R. STAHL does not prioritize sustainability-related risks in relation to other types of risk. Information on the Group-wide risk management system and the integration of sustainability-related risks can be found in the [Risk and opportunity report](#).

The process for identifying, assessing and managing impacts and risks in the context of ESRS is integrated into the company's risk management process. Significant risks identified as part of the materiality analysis are reported to the risk manager and included in the Group-wide risk management system (RMS) after review. At the same time, the risks contained in the RMS were taken into account in the course of the materiality analysis. With regard to the interfaces to the RMS, however, it should be noted that different definitions are currently used for the extent of damage and the probability of occurrence. In addition, the focus of RMS reporting is primarily on net risks, while the ESRS approach is geared toward gross risks. A continuation of the harmonization of processes is planned for the coming reporting year.



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To identify and assess impacts, risks and opportunities, experts from various specialist areas were interviewed in workshops and technical discussions to ensure that the business model and value chain were taken into account. The next review of the materiality assessment is scheduled for the third quarter of 2026 as part of the preparations for reporting for 2026.

Minimum disclosure requirements for policies, actions, metrics and targets

The minimum disclosure requirements for policies, actions, metrics and targets are taken into account within the reporting of the respective topics. All disclosures (e.g. policies, actions and targets) at the level of R. STAHL are generally monitored at parent company level.

ENVIRONMENTAL INFORMATION

Disclosures in accordance with the Taxonomy Regulation

EU Taxonomy is a central component of the EU Action Plan for the Financing of Sustainable Growth, the objectives of which are to redirect capital flows into sustainable investments, to integrate sustainability into risk management and to promote transparency and a long-term approach in financial and economic activity. With the EU Taxonomy, the necessary uniform classification system for environmentally-sustainable economic activities was developed. For the 2025 financial year, the proportion of taxonomy-eligible and taxonomy-aligned sales, capital expenditure ("CapEx") and operating expenses ("OpEx") in relation to the 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) prevention and reduction of pollution and (6) protection and restoration of biodiversity and ecosystems is to be reviewed and reported.

Economic activities that are described in the delegated legal acts and are specified for the technical assessment criteria are considered taxonomy-eligible in accordance with Article 1 (5) of the Delegated Act of 6 July 2021

on Article 8 of Regulation (EU) 2020/ 852. Activities that are not defined in the annexes, or business activities that do not comply with the description of activities, are considered taxonomy non-eligible. Economic activities are taxonomy-aligned and thus "environmentally sustainable" within the meaning of the Taxonomy Regulation if they meet the following requirements:

- make a substantial contribution to one or more of the six environmental objectives,
- do no significant harm to the achievement of other EU environmental objectives (DNSH)
- comply with the established minimum safeguards on human rights, anti-corruption, taxation and fair competition.

For reporting year 2025, R. STAHL applies the simplifications introduced by Delegated Regulation (EU) 2026/73. These include a new materiality concept and changes to the templates as well as DNSH criteria.

Under the materiality concept introduced, economic activities may be classified as immaterial if they cumulatively represent less than 10.0% of the total amount of sales, capital expenditure or operating expenses. This assessment and classification is performed per metric. By taking advantage of this simplification, R. STAHL has opted not to assess the taxonomy eligibility and taxonomy alignment of these immaterial economic activities.

The changes made to the reporting forms have impacts on comparability with the key figures published in the previous year. Although the underlying prior-year figures remain unchanged, they may be classified differently or presented in a different table structure due to the new classification system. The limited comparability of the reporting forms thus results exclusively from the regulatory adjustment.

The dynamic development of regulations and interpretation decisions may result in adjustments to economic activities and the calculation of key financial figures in subsequent years.

Taxonomy-eligible and taxonomy-aligned economic activities in the R. STAHL Group

The basis of the EU Taxonomy Reporting is the analysis of the activity descriptions of the economic activities from selected sectors in Annex I and II to the Climate Act (Delegated Act (EU) 2021/2139) and Annexes I, II, III and IV to the



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Environmental Act (Delegated Act (EU) 2023/2486) with regard to an alignment with the corporate activities of R. STAHL Group. Here, we have identified the following core business activities of R. STAHL in the sector “manufacturing industry/production of goods” with regard to environmental targets (1) and (4).

TAXONOMY-ELIGIBLE CORE BUSINESS ACTIVITIES IN THE R. STAHL GROUP	
Economic activity pursuant to EU Taxonomy	Description of R. STAHL activity
CE 1.2 Manufacture of electrical and electronic equipment	Manufacture of electronic equipment
CCM 3.5 Manufacture of energy efficiency equipment for buildings (g)	Manufacture and sale of LED luminaires
CCM 3.5 Manufacture of energy efficiency equipment for buildings (j)	Manufacture and sale of presence and daylight sensors for lighting systems (DALI technology)

For this financial year, another core business activity was identified: CE 1.2 Manufacture of electrical and electronic equipment. This follows from the application of Commission Notice C/2025/1373 of 5 March 2025 regarding the definition of the activity. This generally includes all electrical and electronic equipment, including components such as cables or spare parts. Under this broad interpretation, the majority of products manufactured by R. STAHL fall within this category.

The following activities are classified as immaterial in accordance with the exemption provided by the omnibus act:

- CCM 3.2 Manufacture of equipment for the production and use of hydrogen
- CCM 3.6 Manufacture of other low carbon technologies

In addition, the activity analysis identified economic activities that cannot be allocated to R. STAHL’s core business activities but which also constitute economic activities in accordance with the EU Taxonomy. These activities fall under the “Transport” and “Construction and real estate” areas. The activity analysis covers all six environmental objectives (1) to (6).

OTHER TAXONOMY-ELIGIBLE ACTIVITIES IN THE R. STAHL GROUP

Economic activity pursuant to EU Taxonomy	Description of R. STAHL activity
CCM 6.5 Transport by motorbikes, passenger cars and light commercial vehicles	Vehicle leasing
CCM/CE 7.1/3.1 Construction of new buildings	Logistics expansion building

Compared to the previous year, the following changes have been made at R. STAHL: The activities 7.3 Installation, maintenance and repair of energy efficiency equipment (d) and (f) are no longer relevant for the reporting year 2025 due to the completed renovations in the previous year.

The following activities are identified as immaterial in application of the facilitation provided by the omnibus act:

- CCM 7.6 Installation, maintenance and repair of renewable energy technologies
- CCM 7.7 Acquisition and ownership of buildings

By contrast, another activity was identified for this financial year, namely activity CCM 7.1 Construction of new buildings. These are buildings designed to expand logistics in Germany and India.

R. STAHL assigns its business activities to environmental objectives (1) climate change mitigation and (4) circular economy. R. STAHL does not report any taxonomy-eligible activities for environmental objective (2) climate change adaptation, because no sales were generated from enabling activities related to this environmental objective and no separable CapEx or OpEx was identified in the reporting year. No taxonomy-eligible activities were identified in the reporting year for the remaining environmental objectives (3) sustainable use and protection of water and marine resources, (4) transition to a circular economy, (5) prevention and reduction of pollution and (6) protection and restoration of biodiversity and ecosystems.



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In the following, the further explanation of the taxonomy-eligibility and taxonomy-alignment of the individual activities will therefore only deal with the criteria within the framework of environmental objectives (1) climate change mitigation and (4) transition to a circular economy.

Activity CCM 3.5: Manufacture of energy efficiency equipment for buildings

a) Manufacture and sale of LED luminaires

As part of the Manufacture of energy efficiency equipment for buildings, R. STAHL produces and sells explosion-protection luminaires with LED technology. The use of LED technologies leads to a significant reduction in environmental impact due to significantly lower power consumption and longer service life compared to conventional light sources. R. STAHL also produces luminaires with LED technology for use in shipping in Norway, which are not used for explosion protection.

Taxonomy eligibility

The production of energy-efficient LED luminaires can be classified under activity CCM 3.5 Manufacture of energy efficiency equipment for buildings of the EU Taxonomy.

Taxonomy alignment

Substantial contribution

To meet the substantial contribution for environmental objective (1), the LED luminaires sold must be classified in the highest two populated classes of energy efficiency in accordance with Annex I Regulation 2021/2139 activity CCM 3.5 section substantial contribution to climate change mitigation (letter g). Regulation 2017/1369 and supplementary regulations define the corresponding energy efficiency classes A to G. In analyzing the substantial contribution, a distinction was made between the use of LED luminaires in hazardous areas and their use outside such areas.

According to current estimates from R. STAHL, it will not be possible to achieve a higher energy efficiency class for light sources than B to D in the foreseeable future in explosion protection from a technical perspective. The LED luminaires from R. STAHL included in the product portfolio are primarily

intended for safety within the scope of reliable explosion protection. The durability of the luminaire is of major importance in the industrial environment.

Taking into account the above-mentioned requirements, R. STAHL has succeeded in optimizing the light sources of the long-field luminaires as the largest proportion of the products in the LED portfolio with explosion protection to energy efficiency classes B and C in this reporting year. Light sources of energy efficiency class D are available for the other LED luminaires. Overall, the portfolio currently meets the substantial contribution criteria of the EU Taxonomy. However, it should be noted that the industry-specific interpretation of the substantial contribution criteria is subject to future clarification within the framework of the EU Taxonomy and could change in the coming years based on new findings.

b) Manufacture and sale of presence and daylight sensors for lighting systems (DALI technology)

The DALI technology, which is used as part of R. STAHL's LED portfolio, is a digital lighting solution that allows R. STAHL's customers significant energy savings. Centralized and intelligent lighting control, including presence and daylight control, achieves energy savings in lighting systems.

Because DALI technology only accounts for a minor share of sales compared to LED luminaires, the share of sales for DALI technology is not shown separately from LED luminaires. In addition, the criteria for taxonomy-eligibility and taxonomy-alignment are identical for DALI and luminaires with LED technology.

Taxonomy eligibility

With the help of the presence and daylight sensors, light intensity can be automatically adjusted to operating processes and the ambient brightness, so that energy efficiency is increased. Therefore, the manufacture and progress of intelligent lighting control can also be classified under taxonomy-eligible activity CCM 3.5 Manufacture of energy efficiency equipment for buildings.

Taxonomy alignment

Substantial contribution

The substantial contribution criteria for activity CCM 3.5 (i) has already been met by definition of the activity under Annex I Regulation 2021/2139.



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DNSH

For both the explosion-protection luminaires with LED technology and DALI technology, we addressed compliance with the technical evaluation criteria during the financial year.

The analysis was carried out at product and location level. The production sites for luminaires with LED technology in Weimar (Germany), Chennai (India) and Stavanger (Norway) were taken into account. The EU Taxonomy is subject to interpretation uncertainties with regard to the DNSH criteria and in some cases goes beyond the underlying regulations in regular business operations. The analysis of the DNSH criteria in Weimar, Chennai and Stavanger was based on the rules, regulations and internal guidelines and processes applicable in the EU in the 2025 financial year. With the completion of the DNSH analysis, R. STAHL came to the conclusion that the DNSH criteria for the luminaires with LED technology at the sites in Weimar, Chennai and Stavanger cannot be met.

In the current reporting year, the applicable DNSH criteria in the field of “pollution” cannot be met. Based on Annex 1, Appendix C f), the activity in the final product shall not contain substances in a concentration of more than 0.1% by mass that meet the criteria set out in Article 57 of Regulation (EC) No 1907/2006 and have been identified for at least 18 months in accordance with Article 59 (1) of this Regulation, unless it can be demonstrated that no alternatives are available and that the substances are used under supervised conditions.

Due to the continuous updating of the list of substances of very high concern (SVHC) published by ECHA, which comply with the criteria set out in Article 57 of Regulation (EC) No 1907/2006 and Article 59 (1), a full response to the requirements of Appendix C (f) was not possible under the EU Taxonomy for reporting year 2025. The reason for this is that the information required for the assessment is currently not available along the supply chain with the necessary frequency and level of detail and it is therefore not possible to conduct this assessment comprehensively and reliably.

The following section describes the extent to which R. STAHL meets the remaining DNSH criteria.

Climate change adaptation

The focus of the analysis is on the production sites for luminaires with LED technology in Weimar, Chennai and Stavanger as well as at the headquarters in Waldenburg.

In accordance with the principle of proportionality, the focus of the analysis is on the economic activity of R. STAHL's operating activities. Economic activities related to the supply chain or downstream activities are not expected to be exposed to any significant physical climate risks, because balancing and compensating effects exist in the global supplier and customer market.

Relevant acute and chronic climate risks as defined in Annex A of the Climate Act were taken into account in the climate risk analysis for the 2025 reporting year and assessed for their relevance to R. STAHL.

Assessment of the identified physical risks was carried out in accordance with an expected service life of more than ten years with regard to economic activities and a time horizon up to 2050. R. STAHL's climate-based DNSH assessment is based on the current state of climate science according to the latest IPCC report and peer-reviewed scientific publications. These relate to the Representative-Concentration-Pathway (RCP) 8.5 scenario and the Shared Socio-economic Pathways (SSP) 5-8.5, (SSP) 3-6.0 and (SSP) 1-2.6 scenarios. The examination of the measures already implemented on the basis of the identified threats revealed that the measures are either sufficient and no further adjustments are required for the 2025 financial year or that the risks identified from the analysis as potentially material are not vulnerable for the respective locations and therefore no adjustment measures need to be examined or installed.

Sustainable use and protection of water and marine resources

ISO 14001 certifications, local legislation and regulations, internal guidelines and processes as well as external data sources were used for compliance with the DNSH criteria. Risks of environmental damage in relation to the preservation of water quality and the prevention of water shortages were identified and analyzed. For the Weimar and Chennai and Stavanger production sites, R. STAHL was unable to identify any adverse impacts on the good status of water bodies or other adverse effects on this basis. Chennai is a special case because it is a high water stress area. Various water reuse and storage measures are implemented so that the Chennai production site does not have a negative impact on local water resources.



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Transition to a circular economy

A long service life and robustness of the luminaires with LED technology is essential for the explosion protection sector. In addition, local legislation and internal processes regarding the recyclability or take-back processes of old luminaires were analyzed. Current processes within the scope of existing management systems are already aimed at the transition to a circular economy.

Protection and restoration of biodiversity and ecosystems

For the analysis of compliance with biodiversity and ecosystem requirements, the databases (Natura 2000 Network, Key Biodiversity Areas, UNESCO World Heritage Sites and other protected zones) specified in the EU Taxonomy were reviewed for all production sites. The sites in Weimar, Chennai and Stavanger were relevant for meeting the DNSH criteria, because they are associated with the activities under consideration. None of the production sites are located near biodiversity-sensitive areas or sensitive ecosystems.

Activity CE 1.2: Manufacture of electrical and electronic equipment

Activity CE 1.2 is reported for the first time for financial year 2025. The broad definition of electrical equipment, based on the Commission's notice on the interpretation and implementation of certain provisions of the Delegated Act on disclosure requirements under Article 8 of the EU Taxonomy Regulation, published in the EU Official Journal on 5 March 2025, covers, in accordance with regulatory requirements, all equipment that requires electric currents or electromagnetic fields for its proper operation. Against this background, the explosion-protected electrical and electronic equipment manufactured by R. STAHL can also be classified under activity CE 1.2. This includes switchgear and control gear as well as operating and display units.

Taxonomy eligibility

The manufacture of explosion-protected switchgear and control gear can be classified under activity CE 1.2, Manufacture of electrical and electronic equipment in the EU Taxonomy.

Taxonomy alignment

Substantial contribution

In order to fulfill the substantial contribution of activity CE 1.2 to the environmental objective (4), the manufactured electrical and electronic equipment must bear the EU Ecolabel in accordance with Regulation (EC) No 66/2010 of the European Parliament and of the Council. If no specific EU Ecolabel criteria exist or are used, other criteria must be applied.

These criteria include, among other things, those related to product design, reparability and warranty. R. STAHL products play a central role in explosion protection and are often used in specialized applications. These applications have special safety and reliability requirements, which means that repair requests from customers are not a focus.

Based on the analysis conducted, R. STAHL concludes that the criteria for materiality under activity CE 1.2 cannot be met. The equipment developed and manufactured by R. STAHL is designed for use in electrical explosion protection and must meet the highest safety requirements. This specific focus means that technical evaluation criteria for the environmental objective of circular economy – such as reparability, component interchangeability, ease of disassembly, recyclability and requirements for warranty and reuse concepts – cannot be implemented to the required scope due to system constraints. In addition, there are no applicable EU Ecolabel criteria for explosion-protection equipment in accordance with Regulation (EC) No. 66/2010. Nevertheless, R. STAHL strives to ensure customer satisfaction with safe and efficient solutions. As some of the requirements in the main contribution criteria for R. STAHL cannot be technically fulfilled, the substantial contribution criteria for the production of electrical and electronic equipment is not met in the current assessment of R. STAHL.

DNSH

Within activity CE 1.2, the criteria for materiality could not be met because R. STAHL's products are designed for use in electrical explosion protection and, due to their design, cannot meet requirements such as those for reparability and warranty, design for reuse and disassembly and recyclability. This means there is no need for an assessment based on the DNSH criteria.



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Activity CCM 6.5: Transport by motorbikes, passenger cars and light commercial vehicles

As part of the activity CCM 6.5, the R. STAHL Group concluded leasing contracts for vehicles for the employee fleet in the 2025 financial year.

Taxonomy eligibility

These leases include investments that can be allocated to the taxonomy-eligible activity CCM 6.5, transport by motorbikes, passenger cars and light commercial vehicles.

Taxonomy alignment

Substantial contribution

The basis for verifying the substantial contribution to environmental goal (1) is the respective vehicle classes and the associated CO₂ emissions as well as drive technologies. In order to meet the criteria of the substantial contribution, leased vehicles must have a value of less than 50g CO₂/km. This criterion is met by electric vehicles leased by R. STAHL. The remaining leased vehicles do not meet these criteria.

DNSH

Since the information on the leased electric vehicles is not available in the necessary level of detail, it is not possible to conduct a comprehensive and reliable assessment. This applies in particular to the review of the tire requirements relevant to the activity, as there was insufficient information regarding the classification of rolling resistance and external rolling noise and an evaluation was therefore not possible. The DNSH criteria could therefore not be assessed for the electric vehicles. Because the remaining passenger cars leased by R. STAHL do not meet the requirement of materiality, the assessment of the DNSH criteria is also not applicable.

Activity CCM/CE 7.1/ 3.1: Construction of new buildings

Taxonomy eligibility

In financial year 2025, R. STAHL erected two new buildings within the scope of CCM 7.1 Construction of new buildings, one at the Weimar site and one at

the Chennai site. The buildings are used by R. STAHL for logistics purposes, among other things. These construction projects incur investment costs that are allocated to CapEx.

Taxonomy alignment

Substantial contribution

To meet the substantial contribution criteria, both the criteria for the Construction of new buildings activity under the environmental targets of climate change mitigation and transition to a circular economy must be assessed. When assessing the criteria for CCM 7.1 Construction of new buildings, it must be noted that the following criteria apply cumulatively. First, the building must have a primary energy demand (PED) that is at least 10.0% below the threshold for nearly zero-energy buildings established under Directive 2010/31/EU.

In addition, buildings with a total floor area of more than 5,000 m² must undergo an assessment of airtightness and thermal integrity. Furthermore, a calculation of the lifecycle global warming potential (GWP) must be submitted to transparently assess the building's climate-related impacts over its entire lifecycle.

For the Weimar site, the technical assessment confirmed that the primary energy demand of the existing building is at least 10.0% below the applicable threshold for nearly zero-energy buildings, thereby meeting the first substantial contribution criteria. Because the building area is less than 5,000 m², the requirements for conducting an airtightness or thermal integrity test and for preparing a lifecycle GWP calculation do not apply. Against this background, the substantial contribution criteria for activity CCM 7.1 at the Weimar site are met. For the planned building in Chennai, the criteria mentioned above cannot yet be conclusively assessed in the reporting year. This is because the necessary technical and construction specifications, the final planning documents and a CapEx plan were not yet available at the time of reporting.

Activity CE 3.1 Construction of new buildings requires the cumulative fulfillment of extensive criteria. This includes sorting and testing all construction and demolition waste in accordance with EU waste legislation and preparing at least 90.0% of non-hazardous waste for reuse or recycling. In addition, the building's global warming potential must be calculated over all lifecycle phases and disclosed upon request, circular construction methods with the appropriate



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level(s) verifications implemented, the use of primary raw materials in favor of secondary raw materials reduced, and all building materials and components used must be digitally documented and made available in the long term. However, the information required to assess these requirements is not currently available in the necessary detail. A complete and robust examination is therefore not possible, so that the substantial contribution criteria in accordance with CE 3.1 cannot be met in the reporting year.

DNSH

Within activity CCM/CE 7.1/3.1, the criteria for a substantial contribution for the planned building in Chennai could not be met. This means there is no need for an assessment based on the DNSH criteria. In the reporting year, insufficient evidence was available for the construction of new buildings activity at the Weimar site, despite measures taken to obtain information to meet the DNSH criteria. This applies both to requirements for circular construction – such as the material recycling of construction and demolition waste, selective demolition processes and the demonstration of compliance with circularity requirements – and to guidelines for preventing environmental pollution, particularly the use of low-emission building materials and actions to reduce dust, noise and pollutant emissions. Within activity CCM 7.1, these criteria could not be fully and reliably verified. This means there is no need for a more detailed assessment based on the DNSH criteria.

The criteria for a substantial contribution could not be met within the activity CE 3.1 Construction of new buildings. This means there is no need for an assessment based on the DNSH criteria.

Minimum requirements

Verification of compliance with the minimum requirements represents the final step in the alignment review. The minimum requirements include all procedures to ensure that economic activities are carried out in accordance with the following regulations:

- the OECD Guidelines for Multinational Enterprises;
- the United Nations Guiding Principles on Business and Human Rights, including the Declaration on Fundamental Principles and Rights at Work by the International Labor Organization (ILO), the eight ILO core labor standards;
- the International Bill of Human Rights;

- Implementation is based on the principle of avoiding significant impairments from the Sustainable Finance Disclosure Regulation (SFDR).

Analysis of minimum requirements covers the topics of human rights, taxation, bribery and corruption as well as fair competition. For each of these dimensions, R. STAHL has various processes and training courses available. R. STAHL is committed to complying with all relevant requirements. R. STAHL is also constantly implementing new processes and updates. Regular risk analyses are used to identify, assess and implement measures that prevent, terminate and mitigate negative effects throughout the extended value chain. As a result, it was determined that there were no violations or reports against any of the minimum protection requirements mentioned above in the 2025 financial year and no material risks or impacts were identified.

R. STAHL applies the Code of Conduct for Suppliers and Contractors to business relationships with business partners. The Code was initially implemented for the most relevant strategic suppliers this financial year. This process is to be expanded gradually for all suppliers in the medium term. No sustainability risks or violations were identified in the value chain during the financial year. At the end of R. STAHL's assessment, the company concludes that, based on its processes and procedures, it will meet the minimum protection requirements in financial year 2025.

Key performance indicators (KPIs) and accounting policies

The definitions of the ratios on sales, CapEx and OpEx listed in Annex 1 to Regulation (EU) 2021/2178 were analyzed and the data for the respective benchmarks (denominator of the respective ratio) was collected based on the reporting systems. Approaches for collecting the corresponding ratios were then defined for the activities identified as taxonomy-eligible. The regulatory changes made to the reporting forms have impacts on comparability with the key figures published in the previous year. The underlying prior-year figures remain unchanged, but may differ due to the new classification.



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TEMPLATE 1: SALES, CAPEX, OPEX

Proportion of sales, CapEx, OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering 2025 (summary KPIs)

Financial 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 previous financial year 2024 (15)	Proportion of Taxonomy aligned activities in previous financial year 2024 (16)
	in € 000	in %	in € 000	in %	in %	in %	in %	in %	in %	in %	in %	in %	in %	in € 000	in %
Sales	312,986	45.9	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	1.2	0.0	0.0
CapEx	16,542	52.8	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	6.5	0.0	0.0
OpEx	20,797	37.2	0	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	3.8	18	0.1



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Sales reporting

The review of sales for taxonomy eligibility was carried out on the basis of sales revenue as reported in the consolidated financial statements. In accordance with Article 8 of the Delegated Act, net sales, which comply with IFRS, were used as the basis, with sales deductions being negligible. Total sales are € 312,986 thousand. Of this amount, € 39,239 thousand is attributable to activity CCM 3.5 (2024: € 51,782 thousand) and € 104,550 thousand to activity CE 1.2 (2024: N/A). The calculation of sales figures for all activities is based on customer contracts concluded in the 2025 financial year.

Within activity CCM 3.5 Manufacture of energy efficiency equipment for buildings, R. STAHL generates revenues from the sale of LED luminaires in its product portfolio as well as from digital lighting solutions based on DALI technology, which customers can optionally purchase additionally when buying LED luminaires. The data was also collected by Group Controlling based on product-type-related system excerpts for LED sales including the associated DALI sales. When determining the taxonomy-eligible sales, the luminaires with LED technology that were produced for explosion protection and can be assigned to energy efficiency class B and C and the luminaires with LED technology that were not produced for explosion protection and can be assigned to energy efficiency class D as well as the luminaires produced for emergency lighting were taken into account.

As part of the activity CE 1.2 Manufacture of electrical and electronic equipment, R. STAHL generates sales from the manufacture of switching and control devices as well as control and display units. The data was also collected by Group Controlling.

Sales in connection with the sale of products to the hydrogen industry used for the production and use of hydrogen, the sale of lightweight construction technologies and services for the repair of control panels accounted for 1.2% of R. STAHL's total sales and were therefore classified as immaterial. The activities can be classified into the following sectors:

- Manufacture of electrical equipment
- Repair of electrical equipment



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TEMPLATE 2: SALES

Proportion of sales from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure covering 2025 (activity breakdown)

Financial year 2025

Environmental objective of Taxonomy aligned activities													
Economic Activities (1)	Code (2)	Taxonomy eligible KPI (proportion of Taxonomy eligible sales) (3)	Taxonomy aligned KPI (monetary value of sales) (4)	Taxonomy aligned KPI (proportion of Taxonomy aligned sales) (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 in Taxonomy eligible (14)
		in %	in € 000	in %	in %	in %	in %	in %	in %	in %	E	T	in %
Manufacture of electrical and electronic equipment	CE 1.2	33.4	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			0.0
Manufacture of energy efficiency equipment for buildings	CCM 3.5	12.5	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	E		0.0
Sum of alignment per objective					0.0	0.0	0.0	0.0	0.0	0.0			
Total sales		45.9	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0



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CapEx reporting

Capital expenditures in the reporting year as defined by the EU Taxonomy include additions to tangible and intangible fixed assets (accounted for in accordance with IAS 16 and IAS 38) including additions to rights-of-use from leases accounted for in accordance with IFRS 16, before depreciation, amortization, impairment losses and remeasurements. Goodwill is not included in capital expenditure because it is not defined as an intangible asset in accordance with IAS 38. Total capital expenditures are € 16,542 thousand.

In financial year 2025, the additions as defined above at R. STAHL consisted of the following

- € 6,477 thousand (2024: € 6,153 thousand). Additions to intangible assets (see notes to the consolidated financial statements [17] [Intangible assets](#), line “Additions”; excluding the goodwill column)
- € 7,765 thousand (2024: € 7,829 thousand). Additions to property, plant and equipment (see notes to the consolidated financial statements [18] [Property, plant and equipment](#), table showing changes in property, plant and equipment, “Additions” line, excluding the rights-of-use assets column)
- € 2,300 thousand (2024: € 5,085 thousand). Additions to right-of-use assets (see notes to the consolidated financial statements [18] [Property, plant and equipment](#), table showing changes in property, plant and equipment, “Additions” line, excluding the right-of-use assets column)

For the financial year, taxonomy-eligible capital expenditures include car leases in accordance with IFRS 16 and capitalized assets related to the manufacture of energy-efficient equipment for buildings.

For activity CCM 3.5 Manufacture of energy efficiency equipment for buildings, capital expenditures directly attributable to the activity were included. Among these were tools and production-related devices. The taxonomy-eligible additions to property, plant and equipment, which can be allocated to activity CCM 3.5, amounted to € 1,031 thousand in the 2025 financial year (2024: € 2,325 thousand).

Operating expenses for activity CE 1.2 Manufacture of electrical and electronic equipment amounted to € 4,247 thousand in the 2025 financial year (2024: N/A). The capital expenditures (Capex) to be allocated were calculated on a pro rata basis using a sales distribution key.

The reason for this is that the manufacture of electrical equipment is R. STAHL's core business. Capital expenditures and operating expenses are therefore closely related to this activity, but are not always clearly separable at the level of individual measures. Investments that can be clearly attributed to other economic activities were first excluded from the underlying CapEx base in order to ensure an accurate determination of the investments attributable to economic activity CE 1.2. Against this background, the proportion of sales attributable to economic activity CE 1.2 was used as a suitable, consistent and appropriate allocation key to assign the corresponding investments to the taxonomy-eligible activities.

For activity CCM 6.5 Transport by motorbikes, passenger cars and light commercial vehicles, capital expenditures in the 2025 financial year amounted to € 1,346 thousand (2024: € 1,495 thousand) and take into account the rights-of-use for vehicles acquired in the financial year.

Operating expenses for activity CCM 7.1 Construction of new buildings amounted to € 2,111 thousand in the 2025 financial year (2024: € 0 thousand) and reflect the logistics expansions in Germany and India added to property, plant, and equipment during the financial year. The logistics expansion in India has not yet been completed, which is why the assets are reported as assets under construction.

Investments related to the following activities account for 6.5% of R. STAHL's total investments and were therefore classified as immaterial:

- Investments connected to the sale of hydrogen-related products
- Maintenance, servicing and repair of charging stations for electric vehicles and buildings
- Installation, maintenance and repair of renewable energy technologies
- Leasing of buildings

The activities can be classified into the following sectors:

- Manufacture of electrical equipment
- Other specialized construction activities
- Property and housing/real estate activities



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TEMPLATE 2: CAPEX

Proportion of CapEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure for 2025 (breakdown by activity)

Financial year 2025

					Environmental objective of Taxonomy aligned activities								Proportion of Taxonomy aligned in Taxonomy eligible (14)
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)	
		in %	in € 000	in %	in %	in %	in %	in %	in %	in %	E	T	in %
Manufacture of electrical and electronic equipment	CE 1.2	25.7	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			0.0
Manufacture of energy efficiency equipment for buildings	CCM 3.5	6.2	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			0.0
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	8.1	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	E		0.0
Construction of new buildings	CCM 7.1 / CE 3.1	12.8	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			0.0
Sum of alignment per objective					0.0	0.0	0.0	0.0	0.0	0.0			
Total CapEx		52.8	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0		0.0



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OpEx reporting

The EU Taxonomy definition for determining operating expenses includes direct, non-capitalized expenses for research and development, building renovation, short-term leasing, maintenance and repair and other direct expenses related to the day-to-day maintenance of property, plant and equipment. Total operating expenses for the 2025 reporting year amounted to € 20,797 thousand (2024: € 17,756 thousand).

Total operating expenses for the reporting period thus comprise the following costs:

- All direct, non-capitalized research and development costs recognized as an expense in the consolidated income statement in the reporting period (in accordance with IAS 38.126);
- Non-capitalized lease expenses for short-term leases and low-value leases in accordance with IFRS 16;
- Maintenance and repair costs.

Operating expenses for activity CE 1.2 Manufacture of electrical and electronic equipment amounted to € 7,741 thousand in the 2025 financial year (2024: N/A). Although operating expenses are closely related to the core business of R. STAHL, they are not consistently clear and attributable to individual economic activities at the level of individual measures. Expenses that can be clearly attributed to other economic activities were first excluded from the underlying pool of operating expenses. A sales-based allocation formula was then applied to the remaining operating expenses. The reason behind this is that the manufacture of electrical equipment is R. STAHL's core business. The sales key used therefore represents a suitable, consistent and appropriate method for determining the operating expenses to be allocated to the taxonomy-eligible economic activity CE 1.2.

Operating expenses related to the following activities account for 3.8% of R. STAHL's operating expenses and were therefore classified as immaterial:

- Maintenance related to the sale of LEDs
- Maintenance connected to the sale of hydrogen-related products
- Research and development expenses for low-carbon products
- Maintenance of PV systems
- Renovation of existing buildings owned by the company

The activities can be classified into the following sectors:

- Manufacture of electrical equipment
- Other specialized construction activities



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TEMPLATE 2: OPEX

Proportion of OpEx from products or services associated with Taxonomy-eligible or Taxonomy-aligned economic activities – disclosure for 2025 (breakdown by activity)

Financial year 2025

Economic Activities (1)	Code (2)	Taxonomy eligible KPI (Proportion of Taxonomy eligible OpEx) (3)	Taxonomy aligned KPI (monetary value of OpEx) (4)	Taxonomy aligned KPI (Proportion of Taxonomy aligned OpEx) (5)	Environmental objective of Taxonomy aligned activities								Proportion of Taxonomy aligned in Taxonomy eligible (14)
					Climate change mitigation (6)	Climate change adaptation (7)	Water (8)	Circular economy (9)	Pollution (10)	Biodiversity (11)	Enabling activity (12)	Transitional activity (13)	
					in %	in %	in %	in %	in %	in %	E	T	in %
		in %	in € 000	in %									
Manufacture of electrical and electronic equipment	CE 1.2	37.2	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			
Sum of alignment per objective					0.0	0.0	0.0	0.0	0.0	0.0			
Total OpEx		37.2	0	0.0	0.0	0.0	0.0	0.0	0.0	0.0			



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Climate change mitigation

Governance

Information on the inclusion of ESG aspects in Executive Board compensation can be found in the section on the [Integration of sustainability related performance in incentive schemes](#).

Strategy and policies relating to climate change mitigation

Transition plan for climate change mitigation

R. STAHL does not yet have a transitional plan for climate change mitigation, because the necessary analytical, organizational and data-related foundations have not yet been fully available. In the reporting year, development of the foundations of such a plan began. In this context, net-zero targets for Scope 1 and 2 emissions were set for the Group. Further details on the planned actions can be found in R. STAHL's [target concept](#), which was developed as part of the company's membership in Klimawin BW. The definition of the Scope 3 targets and the completion of the plan are scheduled for 2026.

Material impacts, risks and opportunities and their interaction with strategy and business model

Information on the process for identifying and assessing material impacts, risks and opportunities can be found in the [Strategy](#) section. In the course of the analysis, climate-related topics were also considered together with various stakeholder groups. In the context of the topic climate change, four key climate-related transition risks were identified:

Increasing global regulatory requirements, particularly those aimed at reducing greenhouse gas emissions, may pose financial risks to R. STAHL and its supply chain. Stricter reporting requirements and compliance with customer specifications, as well as potential new taxes or levies, could increase operating and production expenses for both R. STAHL and its suppliers. These additional expenses could be passed on to R. STAHL by its suppliers.

Rising insurance costs as a result of increasing climate risks can increase operating expenses and impact the economic stability of the company.

The progressive tightening of climate protection criteria on the part of the capital market in relation to the gas, oil and nuclear power sectors can lead to a significant reduction in investments and an associated increase in financing costs for customers. This could result in a decline in customer purchasing power and consequently to falling orders for R. STAHL.

Increases in the cost of energy (particularly gas and electricity) can lead to higher costs and supply chain risks in the manufacture and filling of products throughout R. STAHL's entire value chain.

Since the assessment of the identified climate-related opportunities in the company's own operations and within the upstream and downstream value chains was below the defined thresholds, these are not included in the report. Despite this, R. STAHL continuously tracks climate-related opportunities, monitors relevant developments along the entire value chain and regularly reviews their potential strategic and economic relevance.

Climate change can have a variety of impacts on R. STAHL's business model. Therefore, the resilience of the corporate strategy and business model in relation to climate change was considered in the context of a climate risk analysis. The analysis covers physical and transitional climate risks throughout the entire value chain for all companies within the R. STAHL Group. Physical climate risks include both the increasing frequency and intensity of acute extreme weather events – such as heavy rain, hail, storms or floods – as well as long-term climatic changes such as rising temperatures or altered precipitation patterns. Transitional risks, on the other hand, arise from the structural shift toward a low-carbon economy. These include, for example, regulatory requirements, technological disruptions, changes in capital and financial markets as well as risks arising from shifting market and competitive conditions.

To identify and assess climate-related risks, R. STAHL uses three scenarios based on the Shared Socioeconomic Pathways (SSP) of the Intergovernmental Panel on Climate Change (IPCC):

- SSP1-2.6 “Sustainability”
- SSP3-6.0 “Regional Rivalries”
- SSP5-8.5 “Fossil Development”

While the SSP3-6.0 and SSP5-8.5 scenarios are used exclusively to assess long-term climate risks starting in 2050, the SSP1-2.6 scenario is applied both in the medium-term time horizon (2030–2040) and additionally in the



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long-term analysis. The wide range of scenarios considered, covering both the corporate planning period and beyond, allows for a comprehensive assessment of plausible risks and existing uncertainties. The risk assessment is conducted on a site-specific basis using publicly available data and covers the period up to 2075.

**POTENTIALLY RELEVANT CLIMATE-RELATED RISKS
BASED ON THE TCFD CLASSIFICATION**

Acute events	Chronic events
Heat waves / extreme heat	Change in humidity / humidity
Heavy precipitation / heavy rain	Drought
Storms / hurricanes	Heat / temperature rise
Storm surge	Coastal / shore erosion
Forest / wildfire	Saltwater intrusion (groundwater, coasts)

Significant risks arising from the climate risk analysis were transferred to the materiality analysis. After assessing the physical climate risks across the various scenarios, their significance was evaluated in the comprehensive materiality analysis. Due to the extensive actions taken to mitigate risks, R. STAHL does not classify any of the physical climate risks examined as material, which indicates that the strategy and business model are sufficiently resilient. All climate-related risks identified as material relate exclusively to transitory risks.

In addition to the risks described above, the following actual negative impacts on climate change were identified in the course of the materiality analysis:

The procurement of goods for the manufacture of R. STAHL products generates significant indirect GHG emissions that facilitate climate change.

GHG emissions in the context of the company’s activities, which are particularly significant at R. STAHL’s production sites, contribute to climate change.

The use of gas and district heating in R. STAHL energy generation plants contributes to growth in climate change through the release of GHG emissions.

Policies related to climate change mitigation

The topics of energy and emissions are a focus of R. STAHL’s environmental activities. In addition to the use of renewable energies, energy efficiency is also being increased in order to reduce greenhouse gas emissions in the company’s own operations and in the supply chain, thereby contributing to climate change mitigation. These voluntary commitments are therefore part of the [R. STAHL Code of Conduct](#), the [Corporate policy](#), the [Management manual](#) and the [Code of Conduct of the ZVEI-VDMA](#), to which R. STAHL is also committed. The Code of Conduct, the Corporate policy and the Management manual were revised during the reporting year, including with regard to energy-related aspects.

R. STAHL also became a member of Klimawin BW (formerly WIN-CHARTA) during the reporting year. Klimawin BW is a reporting system for climate-conscious companies of all sizes and from all industries in Baden-Württemberg. By signing on, companies commit to adhering to the twelve guiding principles of Klimawin BW, to further increasing their sustainability and climate protection efforts and to reporting annually on their progress. Signatories to Klimawin BW are required to publish a strategic plan outlining goals and intended actions to improve the company’s sustainability performance. R. STAHL’s target concept is available on the [Klimawin BW website](#).

All six R. STAHL Group manufacturing companies as well as R. STAHL AG are part of the Integrated Management System (IMS) and are certified in accordance with the ISO 9001 standard. The companies in Germany, the Netherlands and India, which together account for approximately 71% of the IMS companies, also hold ISO 14001 certification in the area of environmental management. Since 2025, R. STAHL Schaltgeräte GmbH, with its sites in Waldenburg and Weimar, has also been certified in accordance with the ISO 50001 standard for energy management. This corresponds to 14.3% of IMS companies and over 62% of the Group’s direct GHG emissions, calculated using the market-based methodology of the GHG Protocol. Certification of additional companies in the areas of environmental and energy management is planned for the years to come. The defined requirements relate to the R. STAHL Group’s own business area and the upstream value chain and are not limited to specific geographical areas.

The Executive Board of R. STAHL AG represents the most senior level in the company’s organization, which is responsible for implementing the requirements mentioned above. In principle, R. STAHL intends to define strategic



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lines of action across the Group for various issue categories as well and to combine them in a comprehensive concept. These will then also contain statements on the achieved and expected reduction in greenhouse gas emissions. Selected concepts were revised within the scope of preparations for ISO 50001 certification of the Waldenburg and Weimar sites.

Actions

R. STAHL has implemented actions at various locations worldwide to increase energy efficiency and reduce emissions across the Group. Unless otherwise described, these are continuous actions with no defined end date.

In the reporting year, electricity from 100% renewable energy sources was purchased for the Waldenburg, Weimar, Cologne and Hengelo sites. A portion of the electricity needed at the production sites is generated through R. STAHL's own photovoltaic systems, which gradually increase our independence from purchased energy sources. In the year under review, an additional photovoltaic system was installed at the Weimar site. The ground-mounted photovoltaic system in Waldenburg, in addition to the company's own use, also feeds electricity into the grid for regional supply. In 2025, a total of about 3,801 MWh of electricity was fed into the public grid by this photovoltaic system. Photovoltaic electricity is also generated at the Indian site in Chennai with the photovoltaic system installed on site, which covers around 11% of annual electricity requirements.

R. STAHL implements various projects to improve the energy systems and production processes, thus reducing overall energy consumption and indirect emissions. At the largest production site in Waldenburg, CO₂ emissions were lowered in 2025 by reducing compressed air consumption, installing motion detectors, procuring more energy-efficient machines and training staff. Employees receive regular training on various environmental and energy topics. In addition, ongoing projects are underway to switch to LED lighting, optimize the heating system, and implement structural measures to improve energy efficiency at several production sites. Appropriate meters and a recording system are used in the implementation to monitor the actual energy savings.

In order to evaluate and improve performance in the area of energy consumption, the energy consumption of the production sites, which are mainly responsible for the Group's total energy consumption, is recorded annually. This is used to define improvement actions for the following year.

In addition, energy audits are carried out at the German locations every four years. R. STAHL is oriented toward the European standard DIN EN 16247, which defines the quality requirements for energy audits and derives energy-saving actions from the results. In 2025 R. STAHL Schaltgeräte GmbH was certified in accordance with the ISO 50001 standard. The company accounts for more than 62% of the total Scope 1 and market-based Scope 2 emissions of the R. STAHL Group. ISO 50001 makes an important contribution to climate protection through a structured approach to improving and optimizing energy consumption. It enables R. STAHL to make energy use more efficient and thus contribute to the reduction of greenhouse gas emissions. As part of the ISO 50001 certification process, an energy team was also established, consisting of senior management staff from relevant departments. The team's mission is to jointly introduce, implement and continuously improve the energy management system, as well as to identify potential savings, increase energy efficiency and thereby reduce greenhouse gas emissions. The team meets on a quarterly basis in accordance with the standard's requirements.

To raise employee awareness of climate protection, an internal Climate Action Week was held in September 2025 at the Waldenburg site under the motto "Energy That Counts – For the Climate and the Future." The week was linked to the European Sustainability Weeks, the German Sustainability Action Days and the KLIMA.LÄND.TAGE of the state of Baden-Württemberg. On the various theme days, participatory activities took place, such as a cell phone collection drive, a mobility challenge for more climate-friendly commutes, Earth Hour and training sessions on energy efficiency, resource conservation, digitalization and mobility. Another special highlight was the information booth highlighting the company's contribution to achieving the Sustainable Development Goals (SDGs) as well as the idea wall for submitting suggestions related to climate protection and energy efficiency. One of the inspirations for the Climate Action Week in Waldenburg was the "Environment Day" celebrated for several years at the Chennai (India) site. In 2025, this campaign day included various informational events as well as hands-on activities and tree-planting initiatives.

In the area of employee mobility, R. STAHL relies on a variety of measures to promote environmentally friendly options. At its German sites, R. STAHL supports employees through offerings such as subsidizing the German travel pass (Deutschlandticket) and JobRad bicycle leasing programs. At the Chennai site in India a shuttle service is available to employees to reduce private vehicle use. For employees eligible for a company car, R. STAHL offers higher subsidies for choosing fully electric vehicles compared to internal combustion



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engine vehicles. In all mobility offers, R. STAHL focuses on the lowest possible CO₂ emissions and offers attractive vehicle options to all employees, depending on the category. The company also consistently promotes lower-emission models for managers in order to combine individual mobility needs with the goal of reducing CO₂ emissions. In order to make all-electric vehicles even more attractive, additional electric charging stations for in-house vehicles were installed in the reporting year at company headquarters in Waldenburg, as well as in Weimar and Cologne, which are scheduled to be put into operation in 2026. At the site in Chennai, India, a charging station was put into operation in response to local needs, enabling employees to charge their two-wheeled vehicles free of charge. The Hengelo site in the Netherlands also has its own electric charging stations.

In addition to internal measures, R. STAHL engages in regular dialogue with external stakeholders on climate protection issues. For example, the Group is involved in the Corporate Sustainability Working Group (Climate Strategies Task Force) of the ZVEI e.V., maintains close communication with customers and lenders and regularly attends events and webinars hosted by various providers. This helps to continuously educate employees and advance climate protection throughout the entire value chain.

In addition to actions at the site level, R. STAHL also consistently prioritizes energy efficiency in product development, thereby actively contributing to climate protection for its customers. In a customer project, for example, R. STAHL designed a modern digital lighting solution that offers a customized solution for potentially explosive atmospheres. The integration of DALI technology and an explosion-proof proximity and light sensor developed by R. STAHL into the building management system based on KNX building automation technology enables intelligent lighting control that adapts to operational processes and ambient brightness. At the selected customer site, the lighting is controlled via a KNX-DALI interface and regulated based on occupancy and daylight. This results in significant energy savings and improved safety lighting.

With another project to increase the efficiency of Exlux linear luminaires, which was completed in the reporting year, R. STAHL was able to increase the efficiency of the entire luminaire family by approximately 15%. This increase in efficiency leads to corresponding significant energy and cost savings in the customer's application. Further information on economic activities that contribute to climate protection can be found in the section on [Disclosures in accordance with the Taxonomy Regulation](#).

Targets

For several years now, an annual survey of strategic and operational objectives in the areas of energy and occupational safety has been conducted among companies certified in accordance with ISO 14001 or 45001. The objectives are reported centrally to the Group's parent company, R. STAHL AG, and progress toward achieving these objectives is monitored internally on a semi-annual basis. Reducing energy consumption and the associated reduction of CO₂ emissions is a strategic objective for all R. STAHL production sites. Progress is assessed on the basis of the development of the indicators described. The effectiveness of the actions is monitored using various metrics. As part of the preparations for ISO 50001 certification, energy efficiency improvement targets were defined for the Waldenburg and Weimar sites. Where statutory targets are specified, these are met.

Since the beginning of 2024, the development of measurable, outcome-oriented and time-bound targets in line with the ESRS has also been pursued with regard to the main climate-related impacts, opportunities and risks. The process has not yet been fully completed. During the reporting year, targets for Scope 1 and 2 emissions were defined at the Group level and published in the R. STAHL [target concept](#) of the Baden-Württemberg State Government. The following individual targets were formulated at the company level, based on the base year 2022:

- Net zero (Scope 1-2) for the Waldenburg headquarters by 2040 in accordance with the Baden-Württemberg Climate Protection and Climate Change Adaptation Act (KlimaG BW)
- Net zero (Scope 1-2) for German sites by 2045 in accordance with the German Federal Climate Protection Act (KSG) and for Norwegian sites in accordance with the Norwegian Climate Change Act
- Net zero (Scope 1-2) for the Group by 2050
- Targets partially in line with the European Climate Protection Act as well as non-European legislation (including the UK Climate Change Act 2008; South Korea's Carbon Neutral Green Growth Framework Act to tackle the Climate Crisis)
- Targets in other areas go beyond current legal requirements or policy announcements, including for sites in India (National Action Plan calls for net zero by 2070) and Saudi Arabia (net zero by 2060)



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Scope 3 emissions were calculated for the first time at the end of 2025, which is why no targets for Scope 3 are available at this stage. The development of such a transition plan is planned for 2026.

Energy consumption and energy mix

The energy data was collected by a digital tool at all locations and substantiated by evidence such as invoices or meter readings. At some sales locations, energy consumption is covered by the building lease and cannot be broken down separately. Estimates were made for these sites based on averages from other sites. The following table shows only the energy consumption of the production sites; the sales sites are shown separately for better comparability with the previous year. Compared to reporting year 2024, there were new allocations of individual energy categories and additional information on the origin of energy consumption from fossil sources. In addition, the vehicle fleet was also taken into account. The actual increase in the total energy consumption of the production sites compared to 2024 is around 3.3%. The sales locations accounted for 283.3 MWh in the reporting year, which corresponds to about 1.9 % of the energy consumption of the entire R. STAHL Group.

ENERGY CONSUMPTION AND ENERGY MIX

in MWh / %	2025	2024
(1) Fuel consumption from coal and coal products (MWh)	0.0	0.0
(2) Fuel consumption from crude oil and petroleum products (MWh)	21,629.1	14.0
(3) Fuel consumption from natural gas (MWh)	6,215.0	7,104.8
(4) Fuel consumption from other fossil sources (MWh)	0.0	0.0
(5) Consumption of purchased or acquired electricity, heat, steam and cooling from fossil sources (MWh)	1,316.2	1,449.3
(6) Total fossil energy consumption (MWh) (calculated as the sum of lines 1 to 5)	29,160.3	8,568.2
Share of fossil sources in total energy consumption (%)	80.8	60.2
(7) Consumption from nuclear sources (MWh)	157.8	0.0
Share of consumption from nuclear sources in total energy consumption (%)	157.8	0.0
(8) Fuel consumption for renewable sources, including biomass (also comprising industrial and municipal waste of biologic origin, biogas, renewable hydrogen, etc.) (MWh)	1,324.4	0.0
(9) Consumption of purchased or acquired electricity, heat, steam and cooling from renewable (MWh)	2,861.3	3,835.4
(10) Consumption of self-generated non-fuel renewable energy (MWh)	2,591.3	1,824.7
(11) Total renewable energy consumption (MWh) (calculated as the sum of lines 8 to 10)	6,776.9	5,660.1
Share of renewable sources in total energy consumption (%)	18.8	39.8
Total energy consumption (MWh) (calculated as the sum of lines 6 and 11)	36,095.1	14,228.3

ENERGY INTENSITY BASED ON SALES REVENUE

in MWh/€ 000	2025	2024
Total energy consumption per sales revenue	0.115	0.041



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According to current assessments, R. STAHL is assigned to the “Electronics” sector, which is one of the high climate impact sectors according to ESRS. For this reason, all sales revenue is considered revenue activities with high climate impact and is therefore not broken down separately from total net sales. In the previous year, GHG emissions from sales locations were not included in the calculations, which is why the energy intensity figures are only comparable to a limited extent. Sales in 2025 amounted to € 312,986 thousand (2024: € 344,148 thousand); see also the consolidated financial statements under [Consolidated income statement](#) under [Sales](#).

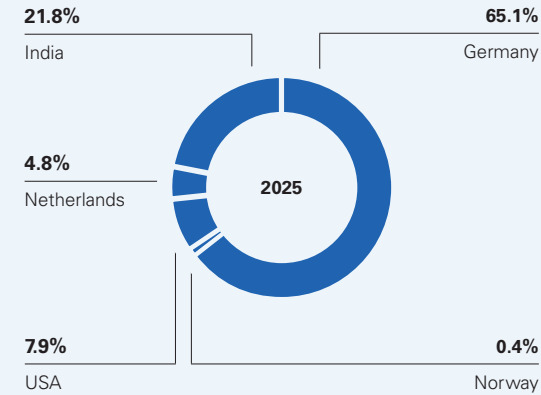
Gross Scope 1 and 2 and total GHG emissions

GHG EMISSIONS

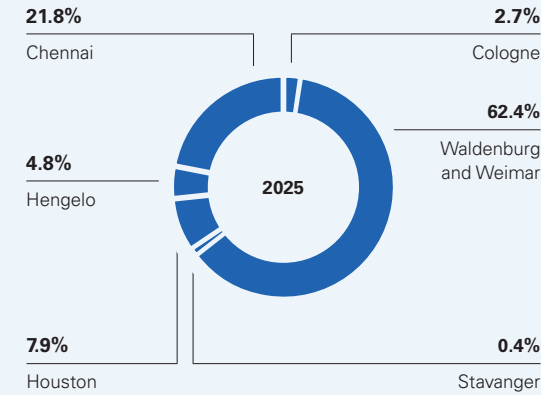
in t CO ₂ e	2025	2024
Scope 1 gross GHG emissions	2,323.2	2,269.9
Scope 2 gross GHG emissions (location-based)	1,686.4	3,338.1
Scope 2 gross GHG emissions (market-based)	976.4	N/A
Scope 3 gross GHG emissions (location-based)	40,647.1	N/A
Scope 3 gross GHG emissions (market-based)	40,594.6	N/A
Total GHG emissions (location-based) ¹⁾	44,656.7	5,608.0
Total GHG emissions (market-based)	43,894.2	N/A

¹⁾ For 2024, excluding market-based Scope 2 and Scope 3 emissions, because these categories have only been reported since 2025.

BREAKDOWN OF ACCUMULATED SCOPE 1 AND 2 EMISSIONS BY COUNTRY (MARKET-BASED)



BREAKDOWN OF ACCUMULATED SCOPE 1 AND 2 EMISSIONS BY LOCATION (MARKET-BASED)





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The GHG balance sheet was prepared in collaboration with an external consulting firm using the operational control accounting approach in accordance with the GHG Protocol. The Scope 1 and 2 emissions were calculated using, among other things, the information for the production locations collected in the [Energy consumption and energy mix](#) section and are subject to the limitations described. The calculations include complete accounts of energy-related emissions (electricity, natural gas, district heating, heating oil, diesel) as well as vehicle fleet emissions from the production sites. In addition, the quantities of volatile gases released were recorded, particularly refrigerants used to refill air conditioning systems. Biogenic CO₂ emissions amount to 36.1 t in Scope 1 and 298.5 t in Scope 2. Direct biogenic CO₂ emissions (e.g., from the stationary or mobile combustion of biomass/biofuels) as well as indirect biogenic CO₂ emissions resulting from energy procurement (e.g., from the combustion of biomass in power generation) are also calculated but reported separately in accordance with the GHG Protocol Corporate Standard.

In 2025, the R. STAHL Group’s Scope 3 emissions were recorded for the first time as part of the carbon footprint assessment. The Scope 3 categories were calculated using a combination of supplier-specific, hybrid, average and expenditure-based methods. Based on the principle of operational control, the upstream and downstream Scope 3 categories 3.1 through 3.7, as well as 3.9, 3.11, and 3.12, which are material for R. STAHL, are included in the accounting. The remaining Scope 3 categories were excluded as they are either inapplicable or of insufficient materiality. Category 3.1, Purchased goods and Services, accounts for approximately 83% of Scope 3 emissions. Ranking second and third in Scope 3 are categories 3.7 Employee commuting (6.3%) and 3.11 Use of goods sold (5.23%), while the other reported categories each account for between 0.2% and 2.2%.

GHG INTENSITY PER NET SALES

in t CO ₂ e/€ 000	2025	2024
Total GHG emissions (location-based) per sales revenue	0.143	0.016
Total GHG emissions (market-based) per sales revenue	0.140	N/A

In the previous year, market-based Scope 2 and Scope 3 GHG emissions were not included in the calculation, which is why the GHG intensity figures are only partially comparable. Sales revenue in 2025 amounted to € 312,986 thousand (2024: € 344,148 thousand), see also consolidated financial statements under [Consolidated income statement](#) under [Sales](#).

No purchase, sale or transfer of carbon certificates or greenhouse gas certificates took place. In addition to the carbon footprint, an external consulting firm also calculated the “climate handprint.” This figure includes the emissions avoided by feeding electricity from the company’s own PV systems and combined heat and power plants into the public grid. R. STAHL’s climate handprint comprised approximately 3,950 MWh of electricity fed into the grid, corresponding to 2,668.6 t CO₂e in the reporting year.

R. STAHL does not participate in a regulated emissions trading system. There was no removal of greenhouse gases nor do any projects exist to reduce greenhouse gases that were financed through carbon certificates. Furthermore, R. STAHL does not currently use any internal carbon pricing schemes. It is therefore not possible to provide information on the requirements of the Minimum Disclosure Requirements (MDR) of the ESRS for this aspect.

Pollution

The materiality analysis identified the following potential negative impact in the area of pollution:

Improper handling of products or intermediate products within R. STAHL’s value chain can lead to the release of substances of concern (SOCs) and/or substances of very high concern (SVHCs).

The underlying methods, assumptions and tools used in the assessment are described in the section [Impact, risk and opportunity management](#). No consultations were conducted with potentially affected communities.

Substances of concern and substances of very high concern (SVHCs; SOCs)

R. STAHL is committed to the safe handling of hazardous materials and chemicals through proper labeling, safe use, transportation and storage. This also includes the handling of materials that contain substances of concern or



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substances of very high concern (SOCs; SVHCs). With regard to SOC, significant challenges remain across all industries, given that the definition is still in its early stages of development and as a result there are no binding reporting requirements or standardized definitions. At R. STAHL's sites, only small quantities of substances subject to the Hazardous Substances Regulation (GefStoffV) or national equivalents are used; however, other SOC or SVHCs may be present in purchased products. Furthermore, these substances could potentially be released into the downstream value chain through improper disposal, leading to environmental contamination.

The Group complies with the laws and regulations that apply to the respective business location and/or market. These commitments are therefore part of the [R. STAHL Code of Conduct](#), the [Corporate policy](#) and the [Code of Conduct of the ZVEI-VDMA](#), to which R. STAHL is also committed. The defined requirements relate to the R. STAHL Group's own business area and the upstream value chain and are not limited to specific geographical areas. R. STAHL participates in the ZVEI e.V. working groups on materials policy and environmental protection to address related challenges collaboratively within the industry association. Among other things, the working groups focus on identifying alternative solutions for substances of concern and promoting best practices for responsible procurement and production.

Hazardous substances are reduced wherever possible or replaced with safer alternatives. If the use of such substances is unavoidable, it is carried out under controlled conditions and in strict compliance with regulations governing hazardous substances. If substances with use restrictions are utilized, a corresponding product declaration is made. As part of the monitoring of substance bans and restrictions, R. STAHL manages substance-specific information in data systems, which are also used to certify product conformity. Through the use of digital systems for legal registries and hazardous substances management, R. STAHL ensures that all relevant information is centrally available, up-to-date and documented in compliance with legal requirements. Information is forwarded to our customers by means of statements on the conformity of the products REACH (EC 1907/2006), RoHS (2011/65/EU), WEEE (2012/19/EU) and other national, European and international regulations and guidelines for the monitoring of raw materials and purchased components regarding forbidden substances and those which must be declared. Further information on this can be found in the section [Workers in the value chain](#).

The certification of the ISO 14001 environmental management system at the production sites in Germany, the Netherlands and India results in further environmental protection requirements at these sites, some of which go beyond local legislation. The standard helps R. STAHL systematically assess hazards, establish structured procedures for storage, labeling and documentation and conduct regular training and effectiveness checks. Through these organizationally defined processes, R. STAHL ensures that hazardous substances are stored and used in compliance with the law, in an orderly manner and with minimal risk. R. STAHL is committed to continuously improving its environmental management system to reduce its environmental impact and, as part of this effort, regularly assesses the extent of potential environmental impacts — including air, water and soil pollution — that could result from the use of critical materials in its manufactured products.

The majority of suppliers are based in the European Union and are therefore also subject to relevant legislation such as REACH (EC 1907/2006) and RoHS (2011/65/EU). Fundamental environmental protection requirements and due diligence obligations are also enshrined in the Code of Conduct for Suppliers and Contractual Partners and the General Terms and Conditions of Purchase. With regard to the challenges in the downstream value chain, R. STAHL sees the greatest potential in suitable take-back and disposal systems that take into account the principles of a circular economy. Further information on this can be found in the following section on [Resource use and circular economy](#).

The actions described are, unless stated otherwise, continuous actions without a defined end date that are not specifically limited to a geographical region, activity or stage of the value chain. Personnel and financial resources have been allocated to the relevant departments to implement the actions. There is currently no structured follow-up and evaluation of all the actions described in the sense of the ESRS. With regard to the identified impact, there are currently no defined key performance indicators or measurable, results-oriented and time-bound targets in accordance with the ESRS. The development of corresponding policies is planned for the coming years. This will also take into account the announced further developments and simplifications of the ESRS requirements, with the aim of establishing proportionate, focused and effective management and target systems in accordance with ESRS E2 in the future.



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Resource use and circular economy

In the course of conducting the materiality analysis, the following potential negative impacts were identified for the topics of resource consumption and waste:

Due to the safety-related requirements for the products manufactured by R. STAHL, these products are very durable and, in some cases (though often not completely), modular, as well as partially recyclable, reusable and repairable. The lack of recycling of recyclable materials contributes to the depletion of resources.

Waste generated during the production process at R. STAHL can have a negative impact on the environment.

The materiality analysis also identified the following risk with regard to resource inflows, including resource use:

The dependence on raw materials (e.g. plastics, metals, rare earths) for production processes and their availability along the entire value chain can pose financial risks for R. STAHL. Limited availability of materials and potentially increasing costs for the materials could be passed on to R. STAHL and lead to price increases.

The underlying methods, assumptions and tools used in the assessment are described in the section [Impact, risk and opportunity management](#). No consultations were conducted with potentially affected communities.

R. STAHL pursues an approach to reduce the use of resources, waste avoidance and reduction as well as proper disposal in order to promote a circular economy. The Executive Board is the most senior level in the company's organization and is responsible for implementing the circular economy concept. These commitments are therefore part of the [R. STAHL Code of Conduct](#) and the [Code of Conduct of the ZVEI-VDMA](#), to which R. STAHL has also committed itself. The defined requirements relate to the R. STAHL Group's own business area and the upstream value chain and are not limited to specific geographical areas.

Resource inflows and outflows

On the procurement and development side, certification of the environmental management system (ISO 14001) at the production sites in Germany, the Netherlands and India is also increasing the focus on the potential for optimizing resource inflows and outflows.

Most of the products offered by R. STAHL are subject to strict certification requirements in the field of explosion protection. Certain requirements regarding product safety and quality take top priority and are prerequisites for certification. These include, for example, various foaming and bonding processes applied to the products to prevent the formation of an explosive atmosphere inside the product. These requirements are mandatory prerequisites for safe operation in hazardous areas, but at the same time they complicate the development of modular, recyclable products. Due to the stringent requirements for explosion-protection products, any modification of individual components or material compositions – such as an increased proportion of recycled content or a more modular design – must be accompanied by recertification of individual materials and/or suppliers.

To promote a circular economy within the scope of existing technical possibilities, an internal ecodesign checklist for product development processes was developed. The checklist is based on the Ecodesign Kit published by the German Federal Environment Agency and encompasses the principles of durability, reparability, resource efficiency, low content of hazardous substances, renewable raw materials and recyclability. The Ecodesign checklist assesses, for all defined categories – including numerous additional subcategories – whether the newly developed product achieves improvements compared to the predecessor model or a comparable market product.

The Ecodesign checklist was also used during the development process of the APL Field Switch 9740 – an industrial network switch for safe use in hazardous areas – and confirms the improvements achieved. In one version of this product, the previous potting compound was replaced with sand encapsulation. This allows the housing to be opened, which significantly facilitates repairs and maintenance while still meeting the strict requirements for explosion protection. In the "Lighting" segment, material usage was reduced as part of a project by decreasing the electrode material in the battery cells by approximately 25% and removing the separate battery compartment from the LED emergency lights in the 6209 and 6609 series. This has reduced the use of battery and housing materials in particular, thereby contributing to a



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reduction in environmental impact throughout the product lifecycle. As part of a process adjustment, special housings will also be manufactured in the future from U-shaped folded sheet metal, which reduces the number of required weld seams. This leads to a reduction in material usage as well as in energy-intensive welding efforts and thus to lower emissions in the manufacturing process.

Although R. STAHL products are often not designed for direct reuse in Ex zones due to certification requirements, the company is committed to extending their service life as much as possible. At the German sites in Waldenburg, Weimar, Cologne, Hengelo (Netherlands) and Chennai (India), a repair service is available for products sold by R. STAHL beyond the specified warranty and guarantee periods. If necessary, individual components are repaired or replaced by qualified personnel — in some cases directly at the customer's site — to extend the lifecycle of the entire product.

R. STAHL is legally required at several sites to provide take-back systems for certain products, which offer customers information on disposal and recycling. However, given the company's global operations and the long service life of the products, returning them is in most cases neither ecologically nor economically sensible for customers. The products are therefore typically sent to local collection systems. The operating instructions for the devices are available online and contain information on the return process as well as information on the disposal or recycling of the devices. As WEEE-registered manufacturers, R. STAHL Schaltgeräte GmbH and R. STAHL HMI Systems GmbH are required to submit annual reports to the ear Foundation (stiftung elektroaltgeräte register®). In addition to the quantities of relevant products placed on the market in Germany, the reports also include the quantities taken back. For the years 2024 and 2025, the total weight of the devices taken back was 0 t in each case.

The actions described in this section are, unless described otherwise, continuous actions without a defined end date that are not specifically limited to a geographical region, activity or stage of the value chain. Personnel and financial resources have been allocated to the relevant departments to implement the actions. There is currently no structured follow-up and evaluation of all the actions described in the sense of the ESRS. Over the next few years, the plan is to develop a comprehensive policy for implementing a more circular approach, taking into account the requirements for Ex certification as well as to develop related actions and key performance indicators. This will also take into account the announced further developments and simplifications of

the ESRS requirements, with the aim of establishing proportionate, focused and effective management and target systems in the future.

Waste

In addition to the procurement and development side, certification of the environmental management system (ISO 14001) at the production sites in Germany, the Netherlands and India is also increasing the focus on the potential for reducing waste and optimizing waste management. The standard encourages companies to introduce waste management practices that focus on waste reduction, recycling and responsible disposal. The order of priority described in the waste hierarchy is taken into account: R. STAHL's primary focus is on preventing or minimizing waste in its own business operations rather than on collecting and preparing waste for disposal, which also includes external recycling or energy recovery. Waste collection and separation are continuously optimized in order to recycle as much waste as possible. R. STAHL produces mainly commercial waste (including metals, cardboard, foils, wood, plastics), small quantities of hazardous waste (including solvents, batteries, chemicals) and office waste. No radioactive waste is produced.

The specific actions taken are location-specific and are implemented globally in the respective business units. This includes, in particular, improving internal waste collection structures, for example the provision of additional collection containers as well as measures in the area of digitalization. The actions are regularly evaluated and expanded if necessary. The actions described are, unless described otherwise, continuous actions without a defined end date that are not specifically limited to a geographical region, activity or stage of the value chain. Personnel and financial resources have been allocated to the relevant departments to implement the actions. There is currently no structured follow-up and evaluation of all the actions described in the sense of the ESRS.

At the site in Chennai, India, for example, various logistics and packaging processes were optimized during the reporting year, which helped reduce the volume of industrial waste. In addition, the Group-wide digitalization of signature processes, which was implemented during the reporting year, contributed to a significant reduction in the amount of paper used. Based on data provided by the service provider, 2.5 metric tons of CO₂ emissions were saved and 173 kg of waste were avoided during the reporting year.



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To monitor waste management, R. STAHL collects the total amount of waste generated by the production companies, which is where the majority of waste is generated. The reported quantities include both waste for disposal and waste for recycling. The total amount of waste generated by the R. STAHL Group in the reporting year was 1,085.2 metric tons, of which 1,074.8 metric tons were generated at the production sites. Compared to the previous year, waste generation at the production sites increased by approximately 20.5%. One reason was a warehouse clearance at the Waldenburg site, which resulted in the disposal of additional old stock. Another reason was that not all types of waste were fully recorded in the previous year. Full recording has resulted in a higher reported total volume. The increase is therefore partly attributable to one-time effects as well as improved data collection.

The data on waste volumes is provided by the relevant waste management companies and collected across the entire Group using a central data collection tool. The quantities reported for production sites are primarily actual figures, with some estimates included. Actual waste quantities could not be determined for individual sales sites, because disposal costs are included as a fixed amount in overhead expenses. For these sites, waste quantities for 2025 were estimated for the first time based on comparative figures from other sales sites. The sales sites account for approximately 10.3 metric tons of non-hazardous waste, which corresponds to about 1% of the Group's total waste generation. The information on recycling and disposal refers to the applicable waste treatment methods under the German Closed-Loop Recycling Act (KrWG) or local equivalents.

NON-HAZARDOUS WASTE (COMMERCIAL WASTE)

	Quantity in t	Share in %
Total quantity	1,038.9	100.0
thereof recycled	574.7	55.3
thereof disposed	464.2	44.7

DANGEROUS WASTE (HAZARDOUS WASTE)

	Quantity in t	Share in %
Total quantity	46.3	100.0
thereof recycled	22.8	49.2
thereof disposed	23.5	50.8

The development of measurable, outcome-oriented and time-bound targets in accordance with ESRS has been pursued since the start of 2024. The process has not been completed. Improving the recycling of production waste into suitable cycles is a strategic goal for R. STAHL's production sites. In the context of the waste hierarchy, which in Germany and the Netherlands results from EU Directive 2008/98/EC, the target refers to the "recycling" level of the waste hierarchy. Ecological thresholds and company-specific breakdowns were not taken into account in this process.

The effectiveness of the actions described above has been monitored using the aforementioned key performance indicators since 2023. A review of the development of additional key performance indicators and targets in accordance with the ESRS is planned for the coming years. This will also take into account the announced further developments and simplifications of the ESRS requirements, with the aim of establishing proportionate, focused and effective management and target systems in accordance with ESRS E5 in the future.



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SOCIAL INFORMATION

Own workforce

General disclosures

Interests and views of the company's own workforce

R. STAHL believes it is extremely important to integrate the interests, views and rights of its workforce – including respect for their fundamental human rights – into its strategy and business model. As a key interest group, employees play a decisive role in shaping the long-term success of the company. At locations where a works council exists, the perspectives of the company's employees are incorporated through close cooperation with them. The works councils serve as a voice for the workforce and promote dialog between employees and management. The works councils specifically incorporate the concerns, suggestions and feedback of the workforce into strategic decision-making processes. This takes place, for example, through regular joint meetings in various formats, in which topics such as working conditions, occupational safety and personnel development are discussed. Further information on stakeholders can be found in the section [Strategy](#).

Material impacts, risks and opportunities and their interaction with strategy and business model

R. STAHL has identified potential negative impacts with regard to the sustainability matter "Working conditions". The work steps and processes required to manufacture products at R. STAHL can endanger the safety and health of employees. In 2025, a new potentially negative impact on the "Secure employment" sub-topic was also identified: Large market fluctuations that can affect the order situation have a potential impact on employment in the company, which cannot guarantee the safeguarding of employees' jobs. Existing uncertainties and possible reductions in working hours and jobs may have negative impacts on employee health and the maintenance of their standard of living.

A significant positive potential impact was identified in the areas of "Social dialog", "Freedom of association" and "Collective bargaining": The majority of employees are covered by collective bargaining agreements, which can help to ensure and promote fair working conditions for employees.

With regard to the company's own workforce, the following risk was identified in the area of "Equal opportunity and equal treatment for all (diversity)": Lack of diversity in the workforce can lead to poor knowledge management and adversely impact the image of the employer. When it comes to age diversity and length of service, the loss of knowledge is a significant risk. Recruiting new employees is costly and training them involves considerable effort.

The previously mentioned impacts and the risk are linked to the company's business model and strategy, because they result from the production and work processes of the products manufactured and the policies implemented. The implementation of various actions, such as the promotion of a balanced workload and the continuous improvement of occupational safety actions, drives the ongoing adaptation of the strategy. A detailed description of the actions can be found later in this section.

All types of employees are affected by the material impacts described. R. STAHL's own workforce generally includes tariff and non-tariff employees as well as trainees, interns, vacation workers, authorized signatories and temporary workers. Due to the nature of their work, self-employed persons fall under the definition of workers in the value chain. In accordance with the consolidated financial statements, the reported employee figures include only the company's own employees covered by collective bargaining agreements and those not covered by such agreements. Temporary workers are not included. In R. STAHL's business model, temporary workers typically play a supporting role in the work organization, are only deployed to a limited extent and are not directly or permanently involved in the company's core strategic processes. The reporting obligations for external employees were not identified as material within the scope of the materiality analysis and are therefore not included in the report.

The impacts described are widespread impacts that are caused by the business model. The previously mentioned impacts are linked to the company's business model and strategy, because they result from the production and work processes of the products manufactured as well as the legal and – where applicable – collective bargaining framework. By implementing various actions, the impacts are adequately addressed and thus also contribute to the adaptation of the strategy. A detailed description of the actions can be found in the sections on [Equal treatment and equal opportunities for all \(diversity\)](#) and [Working conditions](#).



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No material impacts on the company's own workforce have been identified that may result from transition plans to reduce the negative impact on the environment and to implement more environmentally friendly and climate-neutral activities.

In our own business area, there are considerable country risks in the United Arab Emirates and Russia for forced labor. There is no evidence of forced labor at the R. STAHL sites located there.

The materiality analysis also looked at people with certain characteristics and those who work in a certain environment, carry out certain activities or may be more at risk. No material impacts were identified that primarily affect a specific group of people.

Policies related to own workforce

R. STAHL is actively committed to the implementation of risk-based due diligence, the promotion of human rights and the provision of remedial actions in the event of identified human rights violations. This commitment covers both the company's own business area at all locations and the entire value chain, regardless of geographical region or type of actor. The strategies described therefore include all significant opportunities, risks and impacts with regard to the company's own workforce and employees in the value chain. Within its own business area, R. STAHL anchors these values both in day-to-day operations and in special projects such as construction projects. R. STAHL has set out its commitments in the area of human rights policy in detail in the [Human Rights Policy Statement](#). The statement was prepared taking into account the results of the risk and materiality analyses as well as the assessments of external human rights experts from the Sustainability & Governance department. The document is publicly accessible via the [website](#).

The policy statement and the human rights due diligence processes within R. STAHL are based in particular, but not exclusively, on the following international human rights reference instruments:

- Guidelines of Klimawin BW
- Principles of the UN Global Compact
- International Bill of Human Rights
- OECD Guidelines for Multinational Enterprises
- Conventions and recommendations of the International Labor Organization (ILO) and the core labor standards included therein

- United Nations Sustainable Development Goals
- UN Guiding Principles on Business and Human Rights
- OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas

The Human Rights Policy Statement was updated at the beginning of 2026 in accordance with the regular internal review cycle. Compared to the previous version, the requirements of Klimawin BW, which R. STAHL joined in 2025, have been added. In addition, further information on updated guidelines and processes was included (including the Code of Conduct, ISO 50001 certification and the external ombudsperson). Details can be found in the relevant sections of the report.

The entire workforce is obligated to respect and promote human rights within their sphere of influence. In order to ensure that human rights and environmental standards are respected in our own business operations, various actions have been taken that can have both a preventive and a remedial effect. Unless otherwise mentioned in the following sections, the actions are continuous actions without a defined end date. These are described in the following sections in relation to the identified material impacts. The objective of the measures is to mitigate potential negative impacts.

One of these actions is the publication of the [Code of Conduct](#) as a binding guideline for all R. STAHL employees. Among other things, this defines the core elements of human rights protection at R. STAHL and obligates all employees to implement these values in their daily actions and in their dealings with business partners. The Code of Conduct was updated in the reporting year to further improve its alignment with international frameworks. The document also explicitly prohibits child labor, forced labor, slavery or practices similar to slavery. Each employee must confirm that they are aware of and comply with the Code of Conduct at the start of employment and annually after completing training on the Code of Conduct. R. STAHL is also a member of the German Electrical and Digital Manufacturers' Association (ZVEI e.V.) and is committed to complying with the [ZVEI-VDMA Code of Conduct](#). The ISO certifications (including ISO 14001, 45001), which are available for the majority of production sites, help to promote environmental protection and make a positive contribution to occupational safety.

The Executive Board, under the supervision of the Supervisory Board, is responsible for the overall strategic direction of the Group and ultimately decides on the approach to compliance with and monitoring of human rights



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due diligence obligations, including the procedures and allocation of resources to implement the actions. Local monitoring of the implementation of the strategy is the responsibility of managers at the respective locations. The respective departments, in particular Purchasing, Human Resources and Quality, are responsible for implementing and continuously developing actions as part of the defined strategy. The Governance & Sustainability department is responsible for monitoring risk management in connection with human rights due diligence obligations. The responsibilities and due diligence processes described are managed centrally for all affiliated companies. Personnel and financial resources have been allocated to the relevant departments to implement the actions. The actions listed are designed to be ongoing and preventive in nature. Their effectiveness cannot be measured based on individual events or short-term metrics, instead it is assessed through regular risk and materiality analyses as well as qualitative indicators. The impact of these actions is outlined in the following sections.

Workers are integrated through the local works councils. Details can be found in the section above on [Interests and views of the company's own workforce](#).

If a violation of a human rights or environmental obligations or an impact in its own business area has already occurred or is imminent, R. STAHL immediately takes appropriate remedial action to prevent, end or minimize the extent of the violation. The type and scope of the actions taken depend on the nature of the causal contribution, the ability to exert influence, the nature and extent of R. STAHL's business activities and the severity of the violation.

Occupational health and safety requirements for the prevention of accidents at work are anchored in the [Code of Conduct](#), [Corporate policy](#) and [Management manual](#) and are therefore binding for all employees worldwide. R. STAHL ensures a safe working environment for its employees by meeting the occupational health and safety obligations, legal requirements, regulations or company guidelines applicable under the law of the place of employment with regard to active occupational health and safety. Violations of occupational health and safety regulations are not tolerated. R. STAHL believes that work-related illnesses and accidents at work are generally preventable and actively implements actions to reduce the number and severity of accidents at work and work-related health hazards. The relevant key performance indicators are presented in the [Health and safety](#) section. In addition, R. STAHL maintains and promotes the physical and mental well-being of its employees. In particular, managers have the task of ensuring that adequate safety

standards and protective actions are implemented in the provision and maintenance of the workplace, the workplace and work equipment, as well as actions to prevent excessive physical and mental fatigue through appropriate work organization with regard to working hours and rest breaks. Employees are appropriately trained and instructed in occupational health and safety. R. STAHL is targeting a certification of all production sites in accordance with ISO 45001. The majority of the relevant locations have already been certified, and certification of the remaining locations is currently in preparation.

The Code of Conduct also includes concepts for the elimination of discrimination and the promotion of diversity and equality. R. STAHL is committed to creating a respectful working environment that is free of prejudice and in which diversity is seen as a success factor. Everyone should feel valued, regardless of age, gender, gender identity, ethnic and social origin, nationality, religion, ideology, disability or sexual orientation. Other grounds for discrimination mentioned in ESRS S1-1 (24.) are currently not explicitly described in the Code of Conduct, but are recognized by R. STAHL as equivalent grounds. R. STAHL values multicultural experience and diversity and sees these as strengths in its global organization. R. STAHL respects all employees and strives to create a working environment in which inclusion is actively practiced – an environment that is free from discrimination, intimidation and abuse. Diversity and equal opportunities are therefore promoted at R. STAHL and its employees; there is no room for discrimination. Accordingly, all employees are required to promote the dignity and personal rights of all individuals and all parties with whom the Group is associated through its activities, business relationships and products. These principles apply at all stages of the employment relationship, from recruitment to the provision of opportunities for training and promotion. Equal pay should be paid for work of equal value ("equal pay principle"). Forming, joining and being a member of a trade union must not be used as a reason for unjustified discrimination or retaliation.

The concepts are implemented within the framework of specific procedures based on legal requirements and – where applicable – collective bargaining agreements. Details of the actions taken can be found later in this section.



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Process for engaging with own workforce and workers' representatives about impacts

R. STAHL Schaltgeräte GmbH, R. STAHL Services GmbH and R. STAHL AG are represented by the General Works Council. This is made up of the works councils of the Waldenburg and Weimar sites. The German locations of the R. STAHL Group are represented by the Group Works Council of R. STAHL AG, which also includes R. STAHL HMI Systems GmbH, based in Cologne, in addition to the companies represented in the General Works Council.

This means that more than 71% of the employees of the R. STAHL Group are represented by works councils. Within the R. STAHL Group, the German site works councils regularly exchange information, also with works councils at the international level as required. In 2026, the new elections of the works councils at the German sites will take place on a regular basis.

As members elected by the employees, three members of the Waldenburg site works council represent the interests of the employees on the Supervisory Board of R. STAHL AG and are active in the Audit and Administration Committee and the Strategy Committee.

At the German locations where there are employee representatives, they are involved in various corporate decision-making processes through defined processes. The Works Constitution Act (BetrVG) gives works councils a number of participation rights for their tasks, including with regard to information, consultation, hearing, refusal of consent and co-determination, and stipulates trusting cooperation between company management and the works council. The members of the works councils receive regular external training on their rights and obligations. Works council members at the German sites are therefore part of the occupational safety committees (ASA), which meet at least quarterly, negotiate company agreements on an ad hoc basis and are continuously involved in decisions relating to personnel actions. Proposals for actions and processes within the company are developed in the course of various committees, for example for economic, social and environmental matters. The overall responsibility for ensuring the involvement of the works councils lies with the local management or, for the Group Works Council, with the Executive Board of R. STAHL AG. To date, there has been no structural evaluation of the effectiveness of the cooperation.

The high number of works agreements concluded at site and Group level, for example on issues relating to working hours and time off in lieu, as well as the additional inclusion of further sites in collective bargaining agreements, is seen as a positive trend. The conclusion of works agreements follows a defined process that involves the works councils, company management, the HR department and the data protection officer.

Collective bargaining agreements contain provisions that promote dialog between companies and employees and enable structural participation. The locations of R. STAHL Schaltgeräte GmbH are bound by the collective bargaining agreements of IG Metall Baden-Württemberg through their membership in the employers' association "Verband der Metall- und Elektroindustrie Baden-Württemberg" ("Südwestmetall"). In the reporting year, a forward-looking collective bargaining agreement was concluded with IG Metall Baden-Württemberg for the Waldenburg-based companies R. STAHL AG, R. STAHL Schaltgeräte GmbH and R. STAHL Services GmbH as well as for the Weimar location. The new agreement replaces the existing collective bargaining agreement for the location. If that agreement had expired, the company would have been subject to the regional collective bargaining agreement. In addition to being bound by the collective agreements of IG Metall Baden-Württemberg, the agreement also includes provisions to secure the location and a job guarantee until 2030, the gradual reduction of the working week to 37 hours for Weimar as well as an additional vacation day and a bonus scheme. Various international locations, including Norway and Switzerland, are also subject to local collective bargaining agreements.

As part of the works council, the Youth Apprentice Representation ("JAV") and the Representation for Severely Disabled Employees represent the interests of specific employee groups at selected German locations. The elected representatives of the JAV are also entitled to various rights under the BetrVG, including the right to participate, the right to information and the right to make suggestions. The JAV is available to trainees and dual students in particular as a point of contact for questions relating to vocational training and submits questions and suggestions to the Works Council. The Representative Body for Severely Disabled Employees ("SBV") represents the interests of severely disabled and equivalent employees and promotes their participation in working life. Together with the Works Council, the SBV is committed to the needs oriented organization of work and long-term job security. As with the other members of the Works Council, the aforementioned representatives enjoy special protection against dismissal. The Group employs a total of 46 people with disabilities, of whom around 92% are represented by an SBV.



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Processes to remediate negative impacts and channels for own workers to raise concerns

If a negative impact on persons in its own workforce has already occurred or is imminent, R. STAHL immediately takes appropriate remedial actions to prevent or end this violation or to minimize the extent of the violation. The type and scope of the actions taken depend on the nature of the causal contribution, the ability to exert influence, the nature and extent of R. STAHL's business activities and the severity of the violation of human rights-related obligations. The process of handling information comprises several steps, which are described in the rules of procedure: When a report is received, a confirmation is sent, followed by an examination of the facts, which determines the next steps. The matter is then clarified; a solution is worked out together with the whistleblower and any necessary actions are implemented. Finally, the result is evaluated in order to assess the effectiveness of the process. The satisfaction of the person providing the information is also taken into account. The course of the process and communication with stakeholders is designed to be transparent. Remedial action is provided for in the [Rules of procedure for the complaint mechanism](#).

R. STAHL has set up various communication channels that serve as protected reporting channels for all employees and external third parties. The channels enable reporting on violations of external and internal regulations. This includes human rights and environmental risks as well as violations of human rights or environmental obligations resulting from the business activities of a direct or indirect supplier. Employee-related topics such as working conditions, equal treatment and equal opportunities for all and related topics are also covered. Employees and external third parties have the option of using the EQS Integrity Line whistleblower system at <https://rstahl.integrityline.app/> to report information. This system is available in several languages and enables anonymous, confidential, specially encrypted and secure communication with the investigation team of R. STAHL's Compliance department. The system has been supported by the newly appointed external ombudsman since 2025 in order to contribute to the creation of additional trust in the system and the further reduction of compliance risks at R. STAHL. R. STAHL's Compliance department is also available in person, via e-mail at compliance@r-stahl.com or by post. Any information and complaints received will be treated confidentially and examined carefully. Care is always taken to handle incoming messages discreetly. Further information on the procedure for deriving solutions can be found in the rules of procedure. The rules of procedure were updated in the year under review. Key changes were made to the available complaint

channels, which have been supplemented by an external ombudsman, the introduction of a process to assess the effectiveness of remedial actions, and editorial adjustments to improve clarity. Information about the communication channels is communicated publicly via the sustainability reporting, the [Code of Conduct](#) and the [Human Rights Policy Statement](#) as well as internally to employees as part of annual training sessions in order to increase awareness of and trust in the mechanisms.

At the German locations where a works council is in place, it is also involved in various processes relating to employee matters. The works councils are available for complaints and questions via anonymous internal mailboxes and in person. In the event of a justified complaint, efforts are made together with the persons involved to reach an agreement. In addition, there are other committees on specific topics at selected locations, such as the POSH (Prevention of Sexual Harassment) Committee at the Chennai (India) site. The committee is responsible for creating a safe workplace by receiving and fairly investigating complaints of sexual harassment, recommending disciplinary actions, offering support (e.g. counseling) to victims, ensuring confidentiality and ensuring that the organization complies with existing laws through awareness programs and annual reporting.

R. STAHL works to ensure that whistleblowers, their relatives and other persons involved in the complaints procedure are not disadvantaged or penalized as a result of their report. Any retaliation based on complaints or information provided will not be tolerated. If the person involved in the complaint procedure is employed by R. STAHL, this includes protection against dismissal, demotion, suspension, threats, harassment or other forms of discrimination in relation to the working or employment conditions of an employee. If, for example, the person involved is employed by a supplier, efforts are made together with the supplier to ensure that the person has a comparable level of protection. In order to ensure that the person involved is not exposed to any discrimination, punishment or similar retaliatory actions, R. STAHL endeavors to maintain contact with the person involved beyond the conclusion of the proceedings. Further information can be found in the section [Policies related to own workforce](#).

Equal treatment and equal opportunities for all (diversity)

Information on the policies relating to the company's own workforce for managing material impacts can be found in the section [General disclosures](#) of the section [Own workforce](#).



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The Supervisory Board does not pursue an abstract diversity policy with regard to the composition of the Executive Board and Supervisory Board. The [Declaration of compliance](#) by the Executive Board and Supervisory Board already states that the Supervisory Board considers the goal of diversity to be important in addition to other goals and also takes this into account when making specific appointment decisions. However, the Supervisory Board does not consider it expedient to define abstract objectives for its composition and an abstract competence profile from the outset for a controlling body for a company of the size of technology-oriented R. STAHL AG. This also applies to diversity. When preparing proposals to the Annual General Meeting, competence and the specific needs in the respective appointment situation must be decisive. In the opinion of the Supervisory Board, the same applies to the composition of the Executive Board.

When appointing members to committees, bodies and management positions, R. STAHL is guided exclusively by the professional suitability and personality of the candidates and the role. If positions are to be filled and suitable candidates are available on the market or internally, they are considered in the same way.

Flexible working models such as part-time, mobile working or flexitime enable employees to better balance their professional and private commitments, which is particularly beneficial for parents, care providers or people with health restrictions. A central principle of promoting diversity is the fair and non-discriminatory treatment of all employees, particularly in terms of salary, training and career development. All employees therefore have equal access to further training opportunities. It also promotes the development of social skills beyond professional activity. In the first year of their training, trainees at the Waldenburg site support social institutions as part of the social project week.

At locations where regular structured performance appraisals are carried out, these are based on objective, clearly defined criteria. The promotion of diversity is becoming increasingly important, particularly in the context of the shortage of skilled workers, which is why further actions to promote diversity within the Group are to be developed in future.

The target for the Supervisory Board as a whole and the employee and shareholder representatives on the Supervisory Board was set at 33.33% in June 2022 until 30 June 2027. This corresponded to the actual circumstances at the time of determination.

The proportion of women at the first level below the Executive Board can be 0.0% until 30 June 2027. A percentage of 33.33% is defined for the second level below the Executive Board. The targets mentioned are relative targets. The targets are set and monitored by the Supervisory Board, which also has employee representation. In this process, findings and opportunities for improvement resulting from the company's performance are also evaluated. So far, progress has been in line with the original plans and there have been no major trends or significant changes in the company's performance with regard to achieving the targets.

BREAKDOWN OF THE WORKFORCE BY AGE AND NATIONALITY

	Number	Share in %
Age		
< 30	183	11.0
30 – 50	931	56.1
> 50	545	32.9
Nationality		
Equivalent to the country of the site	1,202	72.4
Other nationality	457	27.6
Total	1,659	100.0

BREAKDOWN OF EMPLOYEES BY COUNTRY

Country	Number of employees
Germany	1,061
Netherlands	122
USA	69
India	184
Norway	78
Other	173
Total	1,659



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BREAKDOWN OF THE WORKFORCE BY EMPLOYMENT STATUS AND GENDER

	Female	Male	Total
Number of employees	421	1,238	1,659
Number of permanent employees	394	1,159	1,553
Number of temporary employees	27	79	106

BREAKDOWN OF THE WORKFORCE BY CONTRACT TYPE

	Number	Share in %
Full-time employees	1,431	86.3
Part-time employees	228	13.7
Total	1,659	100.0

FLUKTUATION

	2025
Total number of employees who left the company in the reporting period ¹⁾	192
Total number of employees who joined the company	129
Employee fluctuation rate in the reporting period in % ¹⁾	11.3

¹⁾ Includes all employees who left the company during the reporting period (including reasons such as employee termination, employer termination, retirement, death).

The evaluation is based on data from the company's ERP system. Data collection is carried out Group-wide in accordance with ESRS guidelines and is consolidated using a central consolidation tool. The data is validated by the parent company of the R. STAHL Group through automated or random checks. The key figures relate to the reporting date of 31 December 2025 and include the actual headcount in the entire R. STAHL Group. The key figures are calculated in accordance with the definitions used in the notes to the consolidated financial statements. Accordingly, the following groups of people, for example, are not included in the key figures: Interns, trainees, temporary workers Ex-

ecutive Board members and Supervisory Board members. As of 31 December 2025, 183 temporary workers were employed, most of whom were deployed at the Indian site. In addition, R. STAHL was supported by 104 apprentices and dual students as well as 13 working students and interns, particularly at the German locations.

Further information on employees can be found in the sections [Strategy](#) and [Employees](#).

GENDER AND AGE DISTRIBUTION OF THE SENIOR MANAGEMENT LEVEL

	Anzahl	Anteil in %
Age		
< 30	0	0.0
30 – 50	6	54.5
> 50	5	45.5
Gender		
Female	1	9.1
Male	10	90.9
Nationality		
German	10	90.9
Other nationality	1	9.1
Total	11	100.0

The senior management level is defined as the Executive Board and the 8 Senior Vice Presidents (SVPs), who together form the management team.

Working conditions

Secure employment

As is also the case for many other companies, R. STAHL faced lower sales and a decline in order intake during the reporting year and therefore revised its annual forecast for sales and earnings downward. Further details can be found in the Management report in the section [Target achievement 2025](#). The planned cost-cutting measures also included personnel reduction programs and reductions in working hours at selected locations. Care was taken to ensure that the implementation of these measures was socially responsible.



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At the end of 2025, similar to the previous year, the conversion of the collective bargaining supplementary allowance (T-ZUG) into days off for employees covered by collective bargaining agreements at R. STAHL AG, R. STAHL Schaltgeräte GmbH, and R. STAHL Services GmbH was agreed in accordance with existing collective bargaining agreements, along with analogous provisions for non-collective bargaining employees. In accordance with the agreed future collective bargaining agreement, which was updated in 2025, a reduction in working hours to up to 30 hours as of 1 November 2025, with a corresponding adjustment in pay, was also mandated.

In addition to the measures mentioned for reducing working hours at the Waldenburg and Weimar sites, measures to reduce the workforce were implemented at the global level within the Group. To make the workforce reduction as socially acceptable as possible and to avoid layoffs for operational reasons, a voluntary program for transferring to a transfer company was implemented in Weimar and Waldenburg for this purpose. The program includes a social plan with a reconciliation of interests (including the transfer measures), which was agreed upon between R. STAHL and the Works Council and is intended to mitigate social and economic disadvantages for the affected employees. As part of the social plan, length of service, maintenance allowances and severe disability supplements are also taken into account when calculating severance payments. At the affected locations without a collective bargaining agreement, other options such as severance payments, paid leave, and training and placement offers were implemented. As part of these measures, 81 people left the company, some of whom moved to the transfer company.

Collective bargaining coverage and social dialogue

Information on the policies relating to the company’s own workforce for managing material impacts can be found in the section [General disclosures](#) of the chapter [Own workforce](#).

In total, 70.2% of employees are covered by collective bargaining agreements. Close cooperation between R. STAHL, works councils and employees is ensured by the successful promotion of collective bargaining and transparent communication about its benefits. Regular works meetings and mailboxes as well as defined contact persons offer employees the opportunity to actively participate in decision-making processes. Flexible collective agreements, such as individually adapted working time models to improve work-life balance and training opportunities, enable R. STAHL to take the needs

of the workforce into account. At the same time, collectively agreed actions such as fair pay and job security ensure a high level of job security and satisfaction.

For the aspect of “Collective bargaining coverage and social dialogue,” no measurable outcome-oriented targets have yet been defined in accordance with the ESRS and progress has not been assessed. The effectiveness of the policies and actions in relation to the material sustainability-related impacts, risks and opportunities has nevertheless been tracked since this reporting year using the key figures described below.

Collective bargaining coverage			Social dialogue
Coverage rate	Employees – EEA	Employees – non-EEA countries	Representation at the workplace
0.0 – 79.9%	–	–	–
80 – 100%	Germany Netherlands Norway Switzerland		Germany Netherlands

To ensure social dialogue, more than 71% of the Group’s workforce is represented by elected works councils. There is no agreement with employees on representation by the European Works Council (EWC), the Works Council of Societas Europaea (SE) or the Works Council of Societas Cooperativa Europaea (SCE).

Health and safety

Information on the policies relating to the company’s own workforce for managing material impacts can be found in the section [General disclosures](#) of the chapter [Own workforce](#).

For R. STAHL, the topics of occupational health and safety begin with raising the level of awareness among employees and managers through consistent integration as part of regular communication. The majority of production sites are already certified in accordance with the ISO 45001 standard for occupational health and safety. In Germany, R. STAHL AG, R. STAHL Schaltgeräte GmbH, R. STAHL HMI Systems GmbH and, in India, R. STAHL PRIVATE LIMITED and Electromach B.V., based in the Netherlands, are included in the



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matrix certification. Certification of the remaining production sites in Norway and the USA is planned for the coming years. This means that about 71 % of our operating facilities are certified in accordance with ISO 45001. R. STAHL regularly derives actions for continuous improvement at all production sites from the processes implemented there.

With regard to the company’s precautionary actions, R. STAHL inspects working conditions, ergonomics and occupational safety together with the Works Council, safety specialists and the company doctor. If necessary, remedial actions are jointly defined and implemented. This may also include upgrades to equipment or production areas to enable more ergonomic and safer working conditions. Personal protective equipment, including custom-made equipment for special applications such as orthopedic hearing protection and aids such as lifting aids, are provided to employees free of charge and in sufficient quantities. To maintain the general health of employees, new technologies such as orthopedic chairs for ESD areas are also being tested at various locations. The risk assessments carried out for the workplaces are reviewed regularly and on an ad hoc basis to determine requirements. Aspects relating to mental health are also taken into account as part of the risk assessment. In the reporting year, a workshop was held at the Cologne site to collaboratively identify ways to reduce psychological stress in the workplace. At all production sites, employees as well as external workers and visitors who work on the sites are specially instructed on how to move around the site safely.

In addition to the actions mentioned above, the comprehensive occupational safety policy also includes fire protection actions such as evacuation plans and the training of fire protection and first aiders. Fire protection and evacuation drills are carried out at the German locations in accordance with legal requirements and recommendations. The fire safety assistants are specially trained in emergency procedures and support evacuations in the event of an emergency. In the event of accidents at the company, the first aiders provide immediate life-saving actions, look after injured persons until professional help arrives and assist with the documentation of incidents. Regular testing of electrical appliances, machines and systems also helps to reduce fire risks and maintain general safety in the company.

In addition, R. STAHL offers employees throughout the Group a range of voluntary health prevention actions and a comprehensive program of insurance cover. All new employees at the German locations receive an initial medical check-up and also have the opportunity to make further appointments with the company doctor for preventive medical check-ups.

To monitor continuous improvement, progress is measured using quantitative performance indicators. R. STAHL is pursuing the vision of a zero accident rate at work. The Safety Group meetings held every two weeks in the production areas, which give our safety specialists the opportunity to discuss current topics with their disciplinary managers, are one of the ways in which we aim to achieve this. To ensure that targets are met at the German sites, occupational safety committees have been established for ongoing monitoring; these committees meet regularly and minutes of their meetings are recorded. At the site in Chennai (India), there is also a “Safety Committee” that meets monthly, similar to the occupational safety committees.

KEY OCCUPATIONAL HEALTH AND SAFETY FIGURES	
	2025
Share of employees covered by the company’s health and safety management system ¹⁾	100.0%
Share of employees working at ISO 45001-certified sites	78.4%
Number of fatalities from work-related injuries	0
Number of reportable accidents at work ²⁾	11
1,000 man ratio	6.6
Number of days lost due to work-related injuries	128
LTIR (Lost Time Injury Rate) ³⁾	3.6

¹⁾ Refers to requirements in the Group-wide corporate policy and the Code of Conduct for Employees.
²⁾ In Germany, in accordance with legal requirements, accidents resulting in three or more days of lost work time are considered reportable workplace accidents. At the international locations, accidents are considered from one day of absence. Commuting accidents are not included.
³⁾ Work-related accident rate.



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The indicators that R. STAHL considers most important are the total number of reportable accidents at work, the 1,000 man ratio and the Lost Time Injury (LTIR) rate for all production companies. The 1,000 man ratio refers to accidents at work per thousand people within a financial year, while the LTI value refers to hours lost due to accidents at work per 1 million working hours. As part of this year's sustainability reporting, the data collection processes were integrated into the Group-wide consolidation tool for the first time and key performance indicators for the sales locations were also recorded for the first time. Therefore, unless stated otherwise, the key figures above also cover the sales locations in addition to the international production locations.

Due to the existing reporting structures for work-related illnesses, it is not feasible to record the relevant key figures. In Germany, work-related illnesses are usually diagnosed by external physicians and then managed by the relevant employers' liability insurance association (for R. STAHL: BG ETEM). After consulting BG ETEM, it is not possible for the employers' liability insurance association to evaluate the reports of work-related illnesses for individual companies. No data on work-related illnesses is recorded at the remaining locations either.

The introduction of a software solution has been underway since 2025. This solution will further improve the documentation of training courses and the preparation of key figures in the area of occupational safety and enable the reporting of near misses. The software will initially be introduced at the German locations and then gradually implemented internationally.

To date, no measurable outcome-oriented targets have been defined for the aspect "Health and safety" as defined by the ESRS. The effectiveness of the policies and actions in relation to the material sustainability-related impacts, risks and opportunities has nevertheless been tracked since this reporting year using the key figures described above. Selected key figures, including the occupational accident rate and the 1,000 man ratio, have already been collected for several years, depending on the location.

Incidents, complaints and severe human rights impacts

Information on the policies related to the company's own workforce for managing material impacts can be found in the section [Material impacts, risks and opportunities and their interaction with strategy and business model](#) of the chapter [Own workforce](#).

Various channels are available for reporting incidents and complaints about severe impacts as continuous actions without a defined end date. The channels are largely applicable to the entire value chain, regardless of activities and geography. All information on the grievance channels and the description of the underlying processes can be found in the section on [Processes to remediate negative impacts and channels for own workers to raise concerns](#). The procedures described are intended to contribute to the implementation of effective mechanisms by observing the effectiveness criteria of the UN Guiding Principles on Business and Human Rights. In the coming reporting year, the channels and associated processes are to be reviewed again with regard to the effectiveness criteria and expanded where necessary. No specific, measurable targets in the sense of the ESRS have been defined for the complaint mechanism. Details on this and the key figures can be found in the section [Whistleblower protection](#).

In the reporting year, there were no labor-related incidents, complaints, fines or sanctions relating to human rights in connection with the company's own workforce during the reporting period.

Workers in the value chain

General disclosures

Interests and views of stakeholders

R. STAHL believes it is extremely important to integrate the interests, views and rights of workers in the upstream and downstream value chains – including respect for their fundamental human rights – into its strategy and business model. The perspective of this group of people is mapped using external sources as part of the processes in the area of risk analysis and management in the supply chain. In the course of the materiality analysis, the interests of workers in the upstream were represented by deputies from the Purchasing and Governance & Sustainability departments. The interests of workers in the downstream value chain were represented by delegates from the Sales, Customer Service and Governance & Sustainability departments. In the course of this analysis, workers with special characteristics or people who use certain products or services who may be exposed to a greater risk of harm were also taken into account.



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At the most senior level, the Executive Board has operational responsibility for incorporating this group and its interests into the corporate concept. In general, R. STAHL maintains contact with workers in the value chain or their representatives within the framework of its business relationships. With regard to the downstream value chain, there is a form on the company website for submitting complaints, as well as a defined internal process for handling them. Information received through the complaints channels is also taken into account. The complaints mechanism is publicly accessible and therefore also suitable for the submission of complaints by workers in the value chain.

Further information on stakeholders can be found in the section [Strategy](#).

Material impacts, risks and opportunities and their interaction with strategy and business model

The following impacts were identified along the value chain: R. STAHL has a potential negative impact on workers in the upstream value chain with regard to the sustainability matter “Other labor-related rights”. In the supply chains of selected goods required for the manufacture of R. STAHL’s products, such as certain minerals and metals, there are country and industry risks for the occurrence of child labor and forced labor. No significant negative impacts were identified with regard to workers in the downstream value chain.

The impacts described are systemic effects that are caused by the manufacturing method of the products supplied or their raw materials as well as existing country risks in the sourcing countries. There are no significant country risks related to forced or child labor in the supply chain as far as direct suppliers are concerned. Because no material risks were identified at our own sites either, the high proportion of local procurement in particular contributes to stability and risk mitigation in the supply chain. Group-wide, the share of local procurement averages 75.8% of sales volume, with significant regional variations. A reconciliation of the information from the Conflict Minerals Reporting Template (CMRT) and Emerging Minerals Reporting Template (EMRT) with global indices revealed relevant country risks related to child and forced labor in the Tier N value chain. There are significant country risks, particularly in various regions of South America, Asia and Africa. In principle, there are considerable industry risks in parts of the supply chains for electronic components in the area of child and forced labor.

R. STAHL has identified a material opportunity for workers in the downstream value chain with regard to the “health and safety” sustainability matter. Ensuring health, safety and consumer protection matters in the course of the products and training offered can support the maintenance of safe work processes for customers in the downstream value chain. In this way, R. STAHL can contribute to long-term customer loyalty and benefit from growing markets and business areas. The previously mentioned impacts and opportunities are linked to the company’s business model and strategy, because they result from the production and work processes of the products manufactured and marketed. By implementing various actions in the area of human rights due diligence, the impacts are adequately addressed and thus also contribute to the adaptation of the strategy. A detailed description of the actions can be found later in this section.

All types of workers in the value chain can be affected to varying degrees by the significant potential impacts or the opportunities described above. Workers in the value chain include:

- Workers who work at R. STAHL’s locations but are not part of the company’s own workforce (“external workers”);
- Workers who work for companies in the upstream value chain;
- Workers who are active in the downstream value chain;
- Workers who (within the prior categories or additionally) are particularly vulnerable to negative impacts whether due to their inherent characteristics or to the particular context.

Based on the human rights-related risk analysis carried out, the probability of occurrence and severity of the impact decreases as the stage of the value chain increases. As a result, workers in the upstream value chain – particularly those at the source of raw materials – are at greater risk of experiencing the impacts described. In the course of the analysis, no material impacts, risks or opportunities were identified that primarily affect a specific group of people.

Policies related to workers in the value chain

The [Human Rights Policy Statement](#) communicates expectations to the company’s own employees and stakeholders throughout the entire value chain. R. STAHL expects that the values based on international frameworks are supported and adhered to by all stakeholders of the Group, but in particular by business partners and their business partners. R. STAHL therefore places the same demands on business partners as it does on its own



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Group of companies and would like to work with them to fulfill them. The requirements apply to the entire value chain regardless of geographical region and apply continuously until revoked. Due to the increased risk exposure, R. STAHL has implemented targeted actions for the upstream value chain in order to ensure that human rights and environmental standards are observed by suppliers. Further information on the Human Rights Policy Statement can be found in the section [Policies related to own workforce](#).

During the reporting year, the [Code of Conduct for Suppliers and Contract Partners](#) was revised to further specify expectations regarding human rights and the environment and to bring the code into line with international frameworks. The code is oriented toward the specifications of the ZVEI e.V. and is based on international standards of the International Labor Organization, human rights conventions and the German Act on Corporate Due Diligence Obligations in Supply Chains (Lieferkettensorgfaltspflichtengesetz; LkSG). The Code will also cover the issues of child labor, forced labor and human trafficking. The document was initially rolled out to the most strategically important suppliers. Of the targeted suppliers, over 95% have already signed the code or provided equivalent documents. These suppliers accounted for more than 44% of the Group's total procurement volume in the reporting year. By 2026, agreements will be concluded with the remaining suppliers and the process will be expanded to include all existing strategically relevant suppliers.

The [Responsible Sourcing Policy](#) was also adopted in response to the challenges surrounding conflict minerals and high-risk minerals. The document outlines R. STAHL's strategic approach in accordance with internationally recognized frameworks, as well as requirements and actions related to risk management and grievance mechanisms, with the aim of continuous improvement.

Child labor may not be used in any phase of raw material extraction, production, for services or otherwise in the context of the supply chain. In this respect, all business partners are obliged to comply at least with the ILO conventions on the minimum age for admission to employment (Convention 138 of the ILO) and on the prohibition of child labor (Convention 182 of the ILO). In particular, business partners are not expected to employ children under the age at which compulsory schooling ends according to the law of the place of employment. Under no circumstances may the age of employment be less than 15 years.

Furthermore, no forced or slave labor and no human trafficking may be used. "Forced labor" includes any work or service that is demanded of a person under threat of punishment and for which they have not volunteered, for example as a result of debt bondage or human trafficking. All work must be voluntary and without threat of punishment. Employees must be able to terminate their work or employment relationship at any time. In addition, there must be no unacceptable treatment of workers, such as psychological hardship, sexual and personal harassment and humiliation.

Information on the approach to remediation with regard to the supply chain can be found in the section on [Processes to remediate negative impacts and channels for value chain workers to raise concerns](#).

R. STAHL has implemented an Integrated Management System (IMS) that combines the four ISO standards for quality management (9001), occupational health and safety (45001), environmental management (14001) and energy management (50001) into a single, unified structure. R. STAHL supplies products and services that not only comply with legal requirements, but also meet the needs of customers. The highest standards of reliability, functionality and quality are met, as both the lives of people and the safety of operating facilities and systems can depend on this. Ensuring the quality of the products manufactured is therefore one of the company's most important objectives. For R. STAHL, quality means both meeting the requirements of explosion protection and taking into account relevant customer expectations of the product. The company's quality management covers the entire product life cycle. All production sites are certified in accordance with ISO 9001 and IEC EN 80079-34, ensuring uniform quality standards worldwide. These are independent of the production location. In addition, independent monitoring is carried out by international organizations and testing bodies such as UL, CSA, FM and DNV.

R. STAHL is actively involved in various national sector and industry associations, including the ZVEI and VDMA as well as associations in the field of automation technology and digitalization such as the Industrial Digital Twin Association (IDTA), NAMUR and the PROFIBUS user organization. Internationally, the company is involved in UniversalAutomation.org (Belgium), the Open Process Automation Forum (OPAF) and the OPC Foundation in the USA. On the one hand, participation in sector and industry associations provides access to condensed information on new requirements for industrial companies. On the other hand, it enables the exchange of best practices, new security requirements and technological developments. Active cooperation continues to ensure that the requirements of the industry associations, which



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are to be taken into account in standards and guidelines, are practical and feasible. Since October 2025, R. STAHL has been actively involved in the industry-wide innovation and ideas network “quer.kraft”. Membership offers a non-competitive environment for exchanging experience and jointly developing best-practice approaches. For example, R. STAHL uses its participation in the “Intellectual Property (IP) Management” working group to further develop its capabilities in strategic patent analysis within the innovation process, as well as in market-standard IP tools and KPIs.

In addition, R. STAHL is represented by experts in various international and national standardization committees, such as TC 31 of the International Electrotechnical Commission (IEC), the German Institute for Standardization (DIN) and the German Commission for Electrical, Electronic & Information Technologies (DKE). Participation in standardization committees contributes to the transfer of operational experience from the process industry to the current status of technology and thus to a constant increase in the safety standard for products and processes.

In the reporting year, there were no cases of non-compliance with the United Nations Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work or the OECD Guidelines for Multinational Enterprises involving workers in the value chain reported for R. STAHL’s upstream or downstream value chain.

Process for engaging with value chain workers about impacts

The perspective of this group of people is mapped using external sources as part of the processes in the area of risk analysis and management in the value chain and forms the basis for the human rights strategy in the area of the supply chain. In addition, the perspectives of this group are represented as part of the materiality analysis from the Purchasing and Governance & Sustainability departments. Information received through the complaints channels is also taken into account. A personal exchange with employees in the value chain therefore takes place in the course of business relationships with suppliers’ contact persons and when information is received via the channels. Outside of these channels, R. STAHL does not currently have a general procedure for cooperating with workers in the value chain.

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

Information on the complaint channels can be found in the section on [Processes to remediate negative impacts and channels for own workers to raise concerns](#). The majority of channels are publicly accessible and therefore also address workers in the value chain. Suppliers are informed about these channels in the Code of Conduct for Suppliers and Contract Partners. By signing the Code of Conduct, the contract partner also undertakes to appropriately communicate R. STAHL’s complaint procedure to both its employees and its suppliers and to encourage potentially affected individuals to report violations of the Code of Conduct.

R. STAHL has established a systematic approach to remedy various human rights and environmental incidents and negative potential and actual impacts, including child and forced labor and human trafficking. If a violation of a human rights or environmental obligation or a potential or actual negative impact has already occurred or is imminent at a direct supplier, R. STAHL will immediately take appropriate remedial actions to prevent or end this violation or to minimize the extent of the violation. If it is not possible to end the violation in the foreseeable future, R. STAHL will develop a scheduled plan to end or minimize the violation. In the event that there is a very serious impact or violation, agreed actions do not remedy the situation and/or R. STAHL’s ability to exert influence is insufficient, R. STAHL reserves the right to suspend or, as a last resort, terminate the business relationship. In the event of an identified or imminent violation of human rights at indirect suppliers, R. STAHL will examine the possibilities for remedial action. The type and scope of the actions taken depend on the nature of the causal contribution, the ability to exert influence, the nature and extent of R. STAHL’s business activities and the severity of the violation. For the downstream value chain, including the workforce in the downstream value chain, a similar procedure is envisaged as for indirect suppliers. The whistleblower process is set out in the Code of Conduct and detailed in the section [Processes to remediate negative impacts and channels for own workers to raise concerns](#). There is currently no mechanism to ensure that value chain workers are aware of and trust these structures or processes as a way to raise their concerns or needs and have them addressed. There is no mechanism to check that processes to provide or enable remedy in the event of material negative impacts are available and effective in their implementation and outcomes.



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Child and forced labor (value chain)

R. STAHL is committed to respecting all internationally-recognized human rights and focuses its human rights due diligence processes in particular on human rights issues that have been identified as material for the Group through the risk analysis. In 2023, an initial risk analysis was carried out for the company's own business area and direct suppliers. The analysis also covered the topics of child and forced labor as well as discrimination and has been conducted annually since then. The analysis takes into account the entire value chain, including relevant raw materials and geographic regions.

The following topics list the prioritized risks of potential negative impacts on human rights that are directly or indirectly related to business activities at all locations and in the global supply and value chains:

- Climate and energy
- Environmental protection and resource utilization
- Employee rights and conditions
- Risks relating to conflict and high-risk minerals

In order to minimize these risks and to prevent or mitigate material potential negative impacts on workers in the value chain, R. STAHL has implemented a wide range of actions in its own business unit and in the respective supply chains.

To ensure continuous risk management throughout the supply chain, software has been implemented that evaluates strategically important suppliers based on sustainability criteria. These criteria include environmental risks (including energy, product use, water, chemicals and waste), labor and human rights risks (including health and safety, working conditions, child and forced labor, discrimination), ethical risks (including corruption, anti-competitive practices) and sustainable procurement risks in the environmental and social sectors. Of the suppliers reviewed, approximately 6% were assessed as having a high gross sustainability risk based on country and industry risks. However, over 83% of these targeted suppliers have already signed the Code of Conduct for Suppliers and Contract Partners or provided equivalent documentation.

R. STAHL expects that the values based on international frameworks are supported and adhered to by all stakeholders of the Group, but in particular by business partners and their business partners. R. STAHL therefore places the same demands on business partners as it does on its own Group of companies and would like to work with them to ensure they are fulfilled. Due to the increased risk exposure, R. STAHL has implemented targeted actions for the upstream value chain in order to ensure that human rights and environmental standards are observed by direct suppliers.

R. STAHL has set up various communication channels that serve as protected reporting channels for all employees and external third parties. The channels enable reporting on violations of external and internal regulations. These include human rights and environmental risks as well as violations of human rights or environmental obligations resulting from the business activities of a direct or indirect supplier. Accordingly, child and forced labor as well as human trafficking are also covered. Information on the complaint channels and associated processes can be found in the previous section and in the section [Processes to remediate negative impacts and channels for own workers to raise concerns](#).

R. STAHL strives for transparency in the supply chains of selected minerals and metals that may be associated with human rights violations and environmental abuses. These include tin, tantalum, tungsten, gold ("3TG"), as well as cobalt, mica, copper, lithium, natural graphite, and nickel. R. STAHL unreservedly supports all efforts aimed at the effective and verifiable prevention and containment of armed conflicts and crisis situations in third countries. A defined management system therefore exists for the conflict and high-risk minerals mentioned above, complete with comprehensive process descriptions based on international frameworks. The procedure involves requesting the Conflict Minerals Reporting Templates (CMRT) and Extended Minerals Reporting Templates (EMRT) from the Responsible Minerals Initiative (RMI) from relevant suppliers, followed by actions for risk identification and mitigation. Various key performance indicators are tracked to assess progress. The response rate to the CMRT, which covers the 3TG minerals, was over 95% at the end of the year. Of the 508 smelters and refiners reported in the CMRT, approximately 43% were listed by the RMI with "compliant" status. These entities have undergone a Responsible Minerals Assurance Process (RMAP) audit. In the RMAP validation process, the smelter's due diligence obligations for all relevant raw materials are assessed using the five-step OECD framework, including the review of internal management systems, supply chain control and transparency, risk assessment and risk management, as well



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as publicly disclosed due diligence reports. For the EMRT, which covers the minerals cobalt, mica, copper, lithium, natural graphite and nickel, feedback was received from approximately 86% of the surveyed suppliers. Of the 225 reported smelters and refiners, approximately 43% were also RMAP-audited.

Additional processes in the area of human rights and environmental due diligence, particularly in dealing with material sustainability matters, were developed in the reporting year. This includes, among other things, the development of actions taking into account the appropriateness criteria, the revision of the Supplier Code of Conduct and the implementation of internal training courses on the topic “Sustainability in the supply chain” in the purchasing department. The training sessions for buyers covered international operational and strategic procurement, with a 100% participation rate. The Governance & Sustainability department as well as the Purchasing department have human and financial resources at their disposal to implement existing and planned actions.

No severe human rights incidents and incidents connected to the upstream and downstream value chain were reported.

No measurable outcome-oriented targets in accordance with the ESRS have yet been defined for the workforce in the value chain, as suitable indicators have not yet been identified. Because the final definition of actions is also still pending, the effectiveness of the material sustainability-related potential impacts, risks and opportunities is not yet being tracked. Development of a corresponding policy, including relevant metrics and taking into account the amendments to the ESRS, is planned for the 2026 reporting year.

Health and safety (value chain)

Various actions were taken to exploit the opportunities identified in connection with workers in the downstream value chain. The starting point here is to continuously improve the already high safety aspects of the products manufactured by R. STAHL. This principle is also set out in R. STAHL's Management manual. The manual is valid for all locations that are part of the integrated management system and is published on the [website](#). At the most senior level of the organization, the Executive Board is responsible for implementing this policy.

Due to the nature of the products manufactured and their areas of application in ex-zones, the products are subject to strict legal and normative requirements. All products that are used in ex-zones therefore have the necessary certification for the area of application. Certified products can be used safely in environments with explosive areas, in accordance with the zones for which they are approved. In addition to the specific requirements, other environmental protection and product safety requirements also apply to selected products, such as REACH (EC 1907/2006), RoHS (2011/65/EU) and WEEE (2012/19 / EU), which are implemented by R. STAHL.

Product labeling is a key element for R. STAHL in presenting information transparently. It plays an important role in the highly regulated explosion protection market with its high density of statutory information requirements. The statutory requirements mean that all manufactured products must be labeled. R. STAHL works closely with the industry association ZVEI and other certification bodies to implement the requirements. Here, R. STAHL is represented in several working groups to discuss and ensure the implementation of existing European and non-European directives. The Group is in contact with the relevant specialist departments in order to take the results into account when designing, developing and manufacturing the products. In addition to continuously improving product safety, R. STAHL is working on making work safer for people working in ex-zones.

In addition to continuously improving product safety, R. STAHL is working on making work safer for people working in ex-zones. R. STAHL offers training courses, workshops and customer-specific seminars on various topics in the field of explosion protection. Examples include training for installation and maintenance in ex-zones, risk assessments as the basis for explosion protection documents and basic and in-depth training on explosion protection for hydrogen. R. STAHL Schaltgeräte GmbH is also the first German company to be certified as an “IECEx Recognized Training Provider” and offers preparatory seminars for IECEx personal certification (IECEx Certification of Personal Competencies). Certification is required in some countries and serves as official proof of the qualifications of persons working in ex-zones.

Since mid-2024, the first R. STAHL products have been marked with a digital nameplate in accordance with IEC 61406-2. The digital version of the classic nameplate enables access to important product information, such as all associated documents and certificates, via a QR code. The details are displayed on the new DigitalTwin platform from R. STAHL. This serves as preparation for the future requirements of the European Sustainable Products Regulation



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(ESPR) and the resulting Digital Product Passport (DPP). This regulation will replace the Ecodesign Directive. Further product lines were converted accordingly in 2025. At the same time, R. STAHL is actively working on the relevant standards in the DIN DKE joint committee DPP.

In order to ensure customer satisfaction as well as product and supplier quality in the long term, R. STAHL is working with uniform key figures that are reported on a monthly basis as part of our Group-wide quality management. To ensure product quality and measure the success of quality management from the customer’s perspective, R. STAHL has implemented an end-to-end complaints management system. In addition, all incoming complaints are systematically evaluated and incorporated into the continuous improvement process for products and processes. The average complaint rate serves as the key performance indicator in this regard. Through the targeted use of quality methods, interdisciplinary cooperation between all departments and the review of the effectiveness of the defined actions, the causes of errors have been eliminated in the long term, thereby again reducing the complaint rate.

COMPLAINT INDICATORS ¹⁾		
in %	2025	2024
Complaint rate ²⁾	0.20	0.276
¹⁾ The figures reported here refer to R. STAHL Schaltgeräte GmbH. ²⁾ Customer complaints relating to order items.		

The actions described in this section are, unless described otherwise, continuous actions without a defined end date that are not specifically limited to a geographical region, activity or stage of the value chain. Personnel and financial resources have been allocated to the relevant departments to implement the actions. There is currently no structured follow-up and evaluation of all the actions described in accordance with the ESRS. The development of a corresponding policy, originally planned for the 2025 reporting year, will be pursued in the coming financial years, taking into account further developments in the ESRS.

In the context of the material opportunity described above, no measurable outcome-oriented targets in accordance with the ESRS have been defined to date, as no suitable indicators have yet been identified. The effectiveness of the policies and actions in relation to the main sustainability-related opportunities is not currently being tracked. For the coming years, the development of a policy for measuring effectiveness and the review of the development of measurable, outcome-oriented targets in line with the ESRS are planned.

GOVERNANCE

Corporate policy

General disclosures

The role of management and supervisory bodies

Information on the composition and responsibilities of the Supervisory Board and Executive Board can be found in the section [Governance](#).

Description of the process to identify and assess material impacts, risks and opportunities

The procedure for determining material impacts, risks and opportunities in connection with corporate governance is described in detail in the [Strategy](#) section. In the course of the analysis, all locations, activities, transactions and relevant sectors of R. STAHL were taken into account. As part of the materiality analysis for the topic “Corporate policy”, two potential negative impacts were identified in the areas of “Corporate culture” and “Whistleblower protection”.

R. STAHL’s basic understanding of entrepreneurial activity is based on fair competition – competition that the Group seeks to win through the quality and value of innovative products and services. The Group is committed to strict compliance with all national and international regulations and laws, without exception. This also includes corresponding frameworks for combating corruption and bribery. R. STAHL has installed appropriate regulations as



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part of our existing compliance management system to prevent breaches of rules and regulations which are described in the Compliance Handbook. The purpose of this policy is to describe the organizational principles and procedures, both structural and operational, that form the basis for the compliance management system of the R. STAHL Group and its subsidiaries. All R. STAHL units are obligated to introduce an effective and efficient compliance management system in their area of responsibility and to define local compliance contact persons. The objective of compliance management is to efficiently ensure compliance with laws and external regulations. Internal Audit, which serves as a key component of corporate governance, regularly reviews adherence to compliance requirements in the relevant areas. Compliance processes are also reviewed at regular intervals by the Governance & Sustainability department and adjusted where necessary. In the annual [Declaration of compliance](#) with the German Corporate Governance Code, R. STAHL reports on the company's corporate governance strategy.

Corporate culture

R. STAHL has identified a potential negative impact in the context of corporate policy (corporate culture). Staff reduction measures can have a negative impact on the current corporate culture, which is reflected in the interaction of colleagues and employee satisfaction.

Further information on related strategies and actions can be found in the section [Own workforce](#).

Protection of whistleblowers

R. STAHL has identified a potential negative impact in the context of corporate policy (protection of whistleblowers). Insufficient protection for whistleblowers could lead to people refraining from reporting for fear of reprisals and social conflict. This could subsequently contribute to further human rights violations if incidents are not dealt with.

For information on the compliance management system, including actions such as training or existing whistleblower systems, please refer to the section [Policies related to own workforce](#). The mechanisms mentioned in that section are not limited to ensuring compliance with human rights and employee rights, but serve to fundamentally prevent all violations of rules and laws in accordance with the principles of the corporate policy. All specific information on the complaint channels and associated investigation and

reporting processes, whistleblower protection information and related training can be found in the section [Processes to remediate negative impacts and channels for own workers to raise concerns](#). Most channels are publicly accessible, which is why reporting by internal and external stakeholders is taken into account. R. STAHL is subject to the Act for the Better Protection of Whistleblowers (HinSchG), which is the German implementation of the so-called EU Whistleblower Directive (2019/1937), and has therefore implemented the corresponding requirements.

With regard to the identified impacts, no measurable outcome-oriented targets were set in accordance with the ESRS. The effectiveness of the policies and actions has been monitored since the 2021 reporting year based on the number of reports received. Progress is assessed on the basis of the development of the indicators below. A review and further development of the policies for measuring effectiveness is planned for the next reporting year.

INDICATORS FOR INCIDENTS, COMPLAINTS AND SEVERE HUMAN RIGHTS VIOLATIONS			
		2025	2024
Complaints submitted through relevant channels (including complaint mechanisms)	Number	10	8
Total amount of material fines, penalties and compensation as a result of the above incidents and complaints	€	0	0
Severe human rights violations in connection with the company's workforce	Number	0	0
Total amount of fines, penalties and compensation for severe human rights violations	€	0	0



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Supplementary disclosures pursuant to Section 289b in conjunction with Section 314b of the German Commercial Code (HGB) regarding combating corruption and bribery

The following disclosures regarding corruption and bribery are provided independently of the materiality assessment and constitute supplementary information in accordance with legal requirements. Although corruption and bribery were not deemed material in the materiality analysis, disclosures are provided on this topic to comply with the minimum legal requirements of the German Commercial Code.

R. STAHL has appropriate frameworks in place to combat corruption and bribery, the details of which are described in the section [Description of the process to identify and assess material impacts, risks and opportunities](#). R. STAHL has installed appropriate regulations as part of its existing compliance management system to prevent breaches of rules and regulations which are described in the Compliance Handbook and the Code of Conduct.

R. STAHL's SAP system incorporates hierarchical processes for approving certain orders or accepting services provided for a fee. In addition, the four-eyes principle adequately ensures compliance with codes of conduct, including when signing particularly important documents. Although R. STAHL generally assesses the risk of becoming involved in corruption-related incidents as relatively low due to its business model, the above-mentioned measures provide additional safeguards to prevent such incidents.

R. STAHL treats ad hoc investigations into potential violations of regulatory and legal compliance as a top priority. Experience has shown that R. STAHL has been able to raise awareness of important compliance-oriented practices through these actions. This is also reflected, for example, in employees consulting the Compliance Officer in cases of doubt regarding the acceptance of invitations or gifts.

The established actions and processes mean that no antitrust findings or fines were identified during the reporting year. R. STAHL ensures compliance with antitrust regulations – including, for example, within its own industry regarding the design of business practices or adherence to key technical standards – through ad hoc training sessions. The risks arising from non-compliant behavior can be material and may result, for example, in claims for damages, fines, penalties, reputational damage or exclusion from public tenders. The risk of rule violations by R. STAHL employees is classified as low based on the training measures implemented and existing risk assessments.

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OVERALL ECONOMIC OUTLOOK

Stable global economic growth, environment remains volatile

According to the International Monetary Fund (IMF), global economic growth is expected to remain stable in 2026. The IMF forecasts global economic growth of 3.3% for 2026; slightly lower growth of 3.2% is expected for 2027. This means the global economic growth rate remains below the long-term average of around 3.7%. Global inflation is expected to continue declining and is projected to be 3.8% in 2026. Overall, the global growth picture remains mixed and marked by uncertainty, particularly given geopolitical tensions, trade policy developments, and economic policy adjustments in individual regions.

For advanced economies, the IMF expects growth of 1.8% in 2026. Growth of 2.4% is forecast for the United States, driven by continued robust investment and expansionary fiscal policy. Growth of 1.3% is expected for the euro area. Germany is expected to recover moderately with 1.1% growth in 2026, but will continue to face structural challenges in the industrial sector. For emerging and developing economies, overall economic growth of 4.2% is expected in 2026, maintaining a higher growth momentum than in advanced economies. China and India remain key drivers of growth. Growth of 4.5% is forecast for China, while India, at 6.4%, is likely to remain among the major economies with the strongest growth.

According to the IMF, downside risks to the global economy persist. Geopolitical tensions, trade policy uncertainties and structural adjustment processes – particularly in Europe's energy sector and China's real estate sector – could hamper investment and trade flows. A tightening of trade policy actions, such as new tariffs or trade restrictions, could dampen investment and strain international supply chains. Overall, the outlook for 2026 remains stable but is still subject to heightened uncertainties.



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The International Monetary Fund notes that the escalation in the Middle East poses additional risks to the global economy. The economic impacts depend largely on the duration and intensity of the conflict, as well as on potential effects on energy prices and trade flows.

FORECAST FOR YEAR-ON-YEAR CHANGE IN GROSS DOMESTIC PRODUCT 2026 COMPARED TO PREVIOUS YEAR ¹⁾	
in %	2026
World	+3.3
Industrialized countries	+1.8
USA	+2.4
Euro zone	+1.3
Germany	+1.1
France	+1.0
Italy	+0.7
Spain	+2.3
Japan	+0.7
United Kingdom	+1.3
Canada	+1.6
Emerging markets	+4.2
Asia	+5.0
China	+4.5
India	+6.4
Russia	+0.8
Latin America	+2.2

¹⁾ International Monetary Fund (IMF); World Economic Outlook Update January 2026.

INDUSTRY OUTLOOK

Chemical Industry Association VCI expects moderate growth – momentum continues to come from emerging markets

In its December 2025 forecast for 2026, the Chemical Industry Association (VCI) assumes global chemical production will grow by 2.3%. A 1.5% increase in production is expected for chemical companies in the United States. Chemical production in the European Union, however, is expected to continue its downward trend at -0.5%. In Germany, too, the industry's ongoing slump is not expected to end; here, the VCI anticipates a decline in chemical production of -1.0%. According to the VCI, the reasons for the decline in demand in the European Union and Germany are structural problems, reluctance to invest, and a slowly recovering industry. Above-average production increases are once again expected in China, where chemical production is projected to rise by 6.0%. Overall, the VCI estimates that both the global economy and chemical production will see moderate growth in 2026 amid continued heightened geopolitical risks and only subdued industrial demand.

Pharmaceutical market continues to grow – political framework conditions shaping environment

According to data analysis firm Statista, global production growth of around 4.6% is forecast for the pharmaceutical industry in 2026, following a year-over-year increase of approximately 4.5% in 2025. How the pharmaceutical sector will develop in 2026 depends largely on developments in the U.S. as the leading market. There, regulatory interventions in pricing and reimbursement mechanisms are likely to influence price and margin dynamics. In addition, recent reports indicate that price adjustments and political pressure remain a central issue for the industry. The U.S. remains an important export market, particularly for German companies. According to the VCI, nearly a quarter of German pharmaceutical exports go to the U.S. Overall, the environment thus remains marked by uncertainty, while global market growth is expected to be in the mid-single-digit range.



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Oil market remains well-supplied

According to OPEC estimates, global oil demand will continue to rise in 2026. An increase of approximately 1.4 million barrels per day is expected, corresponding to growth of about 1.3% compared to the previous year. The increase in demand is likely to come primarily from emerging and developing economies, while industrialized nations will contribute only moderately. On the supply side, a further increase in production outside OPEC+ countries is expected, particularly in the U.S. and South America. Overall, supply is likely to grow faster than demand, ensuring that the oil market remains well-supplied in 2026 as well. For 2026, the International Monetary Fund expects oil prices to decline slightly further. In its January 2026 forecast, the IMF anticipates an average price decline of 8.5% compared to the previous year. This is driven by moderate demand growth coupled with rising production, as well as a continued well-supplied oil market. At the same time, significant geopolitical uncertainties persist. In particular, the escalation of tensions between Israel, the U.S., and Iran is leading to increased volatility in the energy markets. Above all, potential disruptions to key transport routes in the Middle East could lead to significant price fluctuations in the short term. Against this backdrop, the development of oil prices remains subject to heightened uncertainties.

Demand for electrical and electronic products continues to gain momentum

Following stable development in 2025, the German Electrical and Electronic Manufacturers’ Association (ZVEI) anticipates a further uptick in global demand for electrical and electronic products in 2026. Growth of around 5% is expected for the global electrical and digital industry, which should result in a noticeable increase in momentum compared to previous years. The largest contribution to growth is still expected to come from India, where demand is projected to grow at a double-digit rate in 2026. Above-average growth is also forecast for other parts of Asia, particularly China. Overall, the Asia region is likely to remain the driving force behind global market growth. Moderate growth of 3.0% is expected for the Americas. In Europe, demand is expected to continue recovering and also rise by about 3%. Within Europe, a moderate increase in demand is expected for Germany following stabilization in 2025.

FORECAST FOR YEAR-ON-YEAR CHANGE IN INDUSTRY-SPECIFIC KEY FIGURES IN 2026	
in %	2026
Oil demand, world ¹⁾	+1.3
Oil price, world ²⁾	-8.5
Chemical production, world ³⁾	+2.3
Chemical production, European Union ³⁾	-0.5
Pharmaceutical production, world ⁴⁾	+4.6
Electrical industry, world ⁵⁾	+5.0
Electrical industry, European Union ⁵⁾	+3.0
Gas demand, world ⁶⁾	+1.7
LNG Demand, world ⁶⁾	+2.5

¹⁾ OPEC Monthly Oil Market Report, February 2026.

²⁾ International Monetary Fund (IMF); World Economic Outlook, Update January 2026.

³⁾ VCI, World Chemistry Report, February 2026

⁴⁾ Statista, Pharmaceuticals: Market Data & Analysis, January 2025.

⁵⁾ ZVEI, The Global Electrical and Digital Industry – Data, Figures and Facts, October 2025.

⁶⁾ International Energy Agency (IEA), Gas Market Report Q1-2026; IEA, Gas 2025.

Gas and LNG markets with continued demand growth

Industry forecasts call for global LNG demand to continue to grow in 2026. According to estimates from the International Energy Agency (IEA), global LNG demand is expected to rise by 2.5% in 2026. The main growth drivers remain the Asian markets, especially China and India, as well as continued high import demand in Europe. In addition, demand is supported by the increasing use of gas as a transitional energy in the course of decarbonization strategies. Global demand for natural gas is also expected to continue to grow in 2026, albeit at a moderate rate. According to current forecasts, an increase of 1.7% is expected for 2026. The main drivers are rising gas demand in power generation, additional LNG liquefaction capacities and growing industrial demand in Asia and North America. In the U.S., gas demand is supported in particular by the increasing electricity demand for data centers and AI applications, as well as the expansion of LNG export capacities. Price developments are likely to remain relatively stable against the backdrop of increasing supply capacities and well-stocked storage, although weather-related fluctuations and geopolitical developments may continue to have an impact on the markets.



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Similar to the oil market, there are currently additional uncertainties arising from geopolitical tensions in the Middle East, particularly in connection with the conflict between Israel, the U.S. and Iran. Possible disruptions of important energy and transport infrastructures could also affect international gas and LNG markets and lead to increased price volatility in the short term.

OUTLOOK R. STAHL

Investment downturn in relevant key markets

In contrast to the moderately positive overall economic and sector-specific business development, R. STAHL expects a stronger decline in investment in the key markets of Germany and Europe in the sectors relevant to the company, especially in the chemical industry. R. STAHL can only benefit to a very limited extent from the positive demand impulses, particularly from China, as this sales market has not yet been sufficiently developed. In other industrial sectors such as mechanical and plant engineering, the majority are also expected to see weak industry development and cautious investment in 2026. A slight recovery in the industries relevant to R. STAHL is expected in 2027/2028 at the earliest.

Project-related postponements, a restrained willingness to invest in the past year and at the beginning of 2026, as well as a slight decline in order backlog at R. STAHL underline the developments mentioned above.

Forecasting uncertainties exist, in particular with regard to unforeseeable developments and consequences of geopolitical events and possible further trade conflicts. Any resulting slump in demand could therefore have direct impacts on demand for electrical explosion protection. Indirectly, supply chains could also be disrupted and raw material prices could rise.

Additional uncertainties are currently arising from the conflict between Israel, the U.S. and Iran. At the time of this report, however, it is not yet possible to assess whether and to what extent this conflict will have an impact on R. STAHL's sales and business performance. Additional pressures on economic performance could arise, particularly due to higher energy prices,

investment restraint in relevant industries and potential disruptions to supply chains. At the time of this report, however, the scope and duration of such effects cannot yet be reliably estimated.

Decline in sales and earnings expected

As part of the NEXUS future program launched in February 2026 with the aim of strategically developing R. STAHL as a global solutions provider in the field of explosion protection, the focus in financial year 2026 is on economic stabilization and the creation of structural prerequisites for future growth. Starting in 2027, this is expected to lead to increased opportunities for international growth.

Based on a declining order backlog and a subdued order situation at the beginning of the year and taking into account the overall economic conditions, R. STAHL expects sales for 2026 to be between € 285 million and € 300 million.

Assuming comparable cost efficiency and a decline in sales, earnings are likely to be below the previous year's level. Supply-side bottlenecks or significant increases in material prices are not currently expected, provided that existing trade and geopolitical conflicts do not further escalate. These include, in particular, the current tensions in the Middle East related to the conflict between Israel, the U.S. and Iran, the further development of which and potential impacts on energy prices and supply chains cannot currently be reliably assessed. For the 2026 financial year, R. STAHL anticipates EBITDA pre exceptionals of between € 22 million and € 27 million.

R. STAHL AG's annual net income under commercial law will continue to be materially influenced by Group allocations, income from investments and profit transfers. A low single-digit negative million euro amount is expected for 2026.

The R. STAHL Group's equity ratio stood at 29.2% as of 31 December 2025. Assuming unchanged interest rates for the valuation of pension obligations, R. STAHL expects a slight decline in the equity ratio in financial year 2026.

Free cash flow is expected to be balanced. At the same time, R. STAHL expects a moderate increase in net debt. Depending on business development and existing uncertainties, investments may be adjusted to ensure financial stability.



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The forecast for 2026 is summarized as follows:

FORECAST 2026		
€ million	Forecast 2026	Full year 2025
Sales	285 – 300	313.0
EBITDA pre exceptionals	22 – 27	34.4
Free cash flow	balanced	-0.3
Equity ratio	slight decline	29.2%

This forecast is based on the most likely developments of the relevant markets from R. STAHL's perspective today. Changes in the general conditions due to economic or geopolitical developments can have a negative impact on these markets and thus on the business development of R. STAHL. A comprehensive description of the potential risks that may affect this forecast can be found in the [Risk and opportunity report](#).

General statement by the Executive Board on the expected development

The Executive Board expects the overall market environment for the 2026 financial year to remain challenging. The reluctance to invest in key customer industries, especially in Europe and Germany, as well as a decline in order backlog at the beginning of the year, lead to the expectation of a decline in sales and earnings compared to the previous year. At the same time, there are additional uncertainties arising from geopolitical developments, the possible effects of which on energy prices, supply chains and investment decisions are currently only partially predictable.

Against this background, the Executive Board expects a phase of economic stabilization in 2026. With the recently launched NEXUS future program, R. STAHL is creating the structural and strategic prerequisites for strengthening the company's international orientation, increasing its competitiveness and opening up future growth areas. In the medium term, the Executive Board sees additional growth potential, particularly through digitization, automation and the expansion of the solutions and services business.

Overall, the Executive Board considers the development in financial year 2026 to be challenging, but considers R. STAHL to be strategically well positioned to benefit from international growth opportunities and structural market trends from 2027 onwards.

CORPORATE GOVERNANCE

DISCLOSURES REQUIRED BY TAKEOVER LAW PURSUANT TO SECTION 289A (1) HGB AND SECTION 315A (1) HGB

Composition of the subscribed capital, classes of shares, rights and obligations

R. STAHL AG's share capital amounts to € 16,500,000, divided into 6,440,000 no-par value registered shares. Each no-par value share represents € 2.56 of the capital stock.

Every shareholder has economic and administrative rights. In accordance with Section 58 (4) AktG, economic rights are the right to participate in the profits and, according to Section 271 AktG, in the liquidation proceeds, as well as, according to Section 186 AktG, a subscription right to new shares in the case of a capital increase. Administrative rights include the right to attend the Annual General Meeting and the right to speak, ask questions, propose motions and exercise voting rights at the Annual General Meeting. Each no-par share grants one vote at the Annual General Meeting. The Annual General Meeting elects the members of the Supervisory Board representing the investors and the auditor, it decides on the approval of the actions of the Executive Board and Supervisory Board, on amendments to the Articles of Association and corporate actions, on authorization to acquire treasury shares and, if required, on special audits, on the premature removal of Supervisory Board members and on the dissolution of the company.

Information regarding authorized capital 2021 is presented under "Authority of the Executive Board to issue or buy back shares".



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Voting rights and transfer restrictions

As far as R. STAHL AG is aware, there is a syndicate agreement in the consortium of family shareholders of R. STAHL AG. With regard to shares of the family shareholders falling within the scope of this syndicate agreement, a voting agreement and restrictions on disposal apply.

Direct or indirect shareholdings in the capital of more than 10% of the voting rights

As of 31 December 2025, the company had received the following notifications regarding direct or indirect shareholdings exceeding 10% of voting rights:

- In a notification dated 28 August 2019, RSBG SE, Essen, German, informed the company that it holds a 14.25% stake in R. STAHL AG's share capital.
- In a notification dated 6 January 2025, Mr. Norman Rentrop, Germany, informed the company that the investment stock corporation for long-term investors TGV, which he controls, holds a 11.82% stake in R. STAHL AG's share capital.
- In a notification dated 15 August 2024, Herta Seibt de Zinser informed the company that Isabelle Stallbörger, Hansjörg Stahl and Hans-Volker Stahl, as members of the consortium of family shareholders of R. STAHL AG, Germany – and thus, to the knowledge of the company, the consortium of family shareholders of R. STAHL AG – have a share in the share capital of R. STAHL AG amounting to a total of 36.07%. According to Oliver Stahl's announcement of January 6, 2025, the participation of the consortium of family shareholders of R. STAHL AG has been reduced to 36.02% to the knowledge of the company.

The direct and indirect shareholdings in the subscribed capital (shareholder structure) of R. STAHL AG, which represent more than 10 % of the voting rights, and the current shareholding structure of the consortium of family shareholders of R. STAHL AG, to the knowledge of the Company, are also listed in the annual financial statements according to the German Commercial Code (HGB).

Holders of shares with special rights conferring powers of control

The company does not have any shares with special rights conferring powers of control.

Voting rights control of employee shares in the event of the indirect exercise of control rights

Employee shares are not and have not been issued by the company. There is no indirect voting rights control of employees holding shares of R. STAHL AG.

Statutory provisions and provisions of the Articles of Association on the appointment and dismissal of members of the Executive Board and on amendments to the Articles of Association

The appointment and dismissal of members of the Executive Board are governed by Sections 84 and 85 AktG. This specifies that members of the Executive Board are to be appointed by the Supervisory Board for a maximum of five years. A repeated appointment for a maximum of five years in each case is permissible. In addition, Article 6 of the Articles of Association stipulates that the Executive Board shall consist of one or more persons. The Supervisory Board decides on the number of Executive Board members, appointment and revocation of an appointment and the service contracts. The Supervisory Board is entitled to appoint a member of the Executive Board as chairman and it will also appoint Executive Board deputy members.

Amendments to the Articles of Association are governed by the relevant statutory provisions, in particular Sections 179 and 133 of the German Stock Corporation Act (AktG). Pursuant to Section 179 Paragraph 1 Sentence 1 of the German Stock Corporation Act (AktG), any amendment to the Articles of Association generally requires a resolution by the Annual General Meeting. However, pursuant to Section 179 Paragraph 1 Sentence 2 of the German Stock Corporation Act (AktG) and Article 13 of the Articles of Association, the Supervisory Board is authorized to resolve amendments to the Articles of Association – even without a resolution of the Annual General Meeting – provided that such amendments relate solely to the wording.



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Pursuant to Section 179 Paragraph 2 Sentence 2 of the German Stock Corporation Act (AktG) in conjunction with Section 17 Paragraph 4 of the Articles of Association, resolutions on amendments to the Articles of Association generally require a simple majority of the votes cast, provided that no mandatory statutory provisions preclude this. However, the law prescribes a qualified majority of three-quarters of the share capital represented at the time of the resolution in certain cases, such as when amending the corporate purpose (Section 179 Paragraph 2 Sentence 2 of the German Stock Corporation Act (AktG)), in connection with certain capital measures or when excluding subscription rights.

Authority of the Executive Board to issue or buy back shares

Authorization to issue new shares within the scope of the utilization of the authorized capital

With a resolution of the Annual General Meeting on 15 July 2021, the Executive Board was authorized, with the approval of the Supervisory Board, to increase share capital on one or more occasions until 14 July 2026 by issuing new no-par value bearer shares against cash and/or non-cash contributions up to a maximum total of € 3,300,000.00 (authorized capital 2021). In principle, shareholders are to be granted subscription rights. This statutory subscription right may also be granted in such a way that the new shares are taken up in whole or in part by a bank or syndicate of banks designated by the Executive Board with the obligation to offer them for subscription to the shareholders of the Company. Furthermore, with a resolution of the Annual General Meeting on 15 July 2021, the Executive Board was authorized, with the approval of the Supervisory Board, to exclude the statutory subscription right of shareholders

- for fractional amounts,
- in the case of a capital increase against contributions in kind, in particular for the purpose of acquiring companies, parts of companies or interests in companies,
- if capital is increased against cash contributions, the issue price is not significantly lower than the market price of the already listed shares of the same class and features and the pro rata amount of the share capital attributable to the shares issued under exclusion of subscription rights does not exceed 10% of the share capital existing at the time this autho-

rization becomes effective and at the time this authorization is exercised. The aforementioned 10% limit shall take into account:

- a) treasury shares if they are sold during the term of this authorization under exclusion of subscription rights in accordance with Section 186 (3) Sentence 4 AktG,
- b) shares issued or to be issued on the basis of a possible future authorization to service bonds with conversion and option rights or a conversion obligation, insofar as the bonds are issued during the term of this authorization under exclusion of subscription rights in corresponding application of Section 186 (3) Sentence 4 AktG.

Moreover, with a resolution of the Annual General Meeting on 15 July 2021, the Executive Board was authorized, with the approval of the Supervisory Board, to determine the further details of the capital increase and its implementation, in particular the content of the share rights and the conditions of the share issue, including any profit participation deviating from Section 60 (2) AktG.

Significant agreements of the company that are contingent upon a change of control following a takeover bid

In 2023, the company entered into a new syndicated loan agreement that includes a change of control clause under which the lenders participating in the syndicated loan have the right to terminate their loan commitments within 15 days of notification of the change of control with 15 days' notice to repay the amounts due and interest.

Furthermore, there are no significant agreements of the company that are contingent upon a change of control following a takeover bid.

Compensation agreements with members of the Executive Board or with employees in the event of a takeover bid

Compensation agreements with members of the Executive Board or with employees in the event of a takeover bid have not been entered into.



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DECLARATION OF CORPORATE GOVERNANCE PURSUANT TO SECTION 289F HGB AND SECTION 315D HGB

The corporate governance statement required for listed stock corporations pursuant to Section 289f of the German Commercial Code (HGB) and Section 315d of the German Commercial Code (HGB) has been issued and published on the company's website at www.r-stahl.com under the heading [Corporate/Corporate Governance/Corporate Governance Declaration](#).



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CONSOLIDATED INCOME STATEMENT

1 January to 31 December

€ 000	Note	2025	2024
Sales	[4]	312,986	344,148
Change in finished and unfinished products		10,154	-5,482
Own work capitalized	[5]	3,970	3,861
Total operating performance		327,110	342,527
Other operating income	[6]	10,151	8,975
Cost of materials	[7]	-110,015	-113,944
Personnel costs	[8]	-138,063	-137,466
Depreciation and amortization	[10]	-18,895	-17,974
Other operating expenses	[11]	-63,672	-66,269
Earnings before financial result and income taxes (EBIT)		6,616	15,849
Investment result	[12]	3	0
Interest and similar income	[13]	157	369
Interest and similar expense	[13]	-6,683	-7,842
Financial result		-6,523	-7,473
Earnings before taxes		93	8,376
Income taxes	[14]	2,869	-2,534
Net profit		2,962	5,842
thereof attributable to other shareholders		5	24
thereof attributable to shareholders of R. STAHL AG		2,957	5,818
Earnings per share in €	[15]	0.46	0.90



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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

1 January to 31 December

€ 000

	2025	2024
Net profit/loss	2,962	5,842
Gains/losses from currency translations of foreign subsidiaries, recognized in equity	-3,189	-55
Expenses and income recognized directly in equity with subsequent reclassification to the income statement (recycling)	0	0
Deferred taxes on gains/losses from currency translations	0	0
Currency translation differences after taxes	-3,189	-55
Other comprehensive income with reclassification to profit for the period	-3,189	-55
Gains/losses from the subsequent measurement of pension obligations, recognized in equity	6,202	-1,716
Deferred taxes from pension obligations	-2,627	534
Other comprehensive income without reclassification to profit for the period	3,575	-1,182
Other comprehensive income (valuation differences recognized directly in equity)	386	-1,237
thereof attributable to other shareholders	1	7
thereof attributable to shareholders of R. STAHL AG	385	-1,244
Total comprehensive income after taxes	3,348	4,605
thereof attributable to other shareholders	6	31
thereof attributable to shareholders of R. STAHL AG	3,342	4,574



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CONSOLIDATED BALANCE SHEET

€ 000	Note	31 Dec. 2025	31 Dec. 2024
ASSETS			
Intangible assets	[17]	46,793	47,798
Property, plant and equipment	[18]	75,705	78,811
Financial assets	[19]	594	336
Other financial assets	[23]	459	355
Other non-financial assets	[24]	2,446	2,794
Real estate held as a financial investment	[20]	3,669	3,877
Deferred taxes	[14]	9,410	5,347
Non-current assets		139,076	139,318
Inventories and prepayments	[21]	56,929	48,906
Trade receivables	[22]	39,320	48,032
Contract receivables	[22]	3	0
Income tax claims		161	474
Other financial assets	[23]	4,557	4,962
Other non-financial assets	[24]	5,949	7,187
Financial assets	[19]	0	3
Cash and cash equivalents	[25]	12,885	16,268
Current assets		119,804	125,832
Total assets		258,880	265,150

€ 000	Note	31 Dec. 2025	31 Dec. 2024
EQUITY AND LIABILITIES			
Share capital	[26]	16,500	16,500
Capital reserve	[26]	13,457	13,457
Retained earnings	[26]	66,055	63,098
Accumulated other comprehensive income	[26]	-20,538	-20,923
Equity attributable to shareholders of R. STAHL AG		75,474	72,132
Non-controlling interests	[26]	197	191
Equity		75,671	72,323
Pension provisions	[28]	67,238	74,080 ¹⁾
Other provisions	[29]	4,050	3,986 ¹⁾
Interest-bearing loans	[30]	45,973	43,714 ¹⁾
Lease liabilities	[31]	9,940	11,900
Other financial liabilities	[35]	203	570
Deferred taxes	[14]	6,690	5,060
Non-current liabilities		134,094	139,310
Other provisions	[29]	1,849	2,003 ¹⁾
Interest-bearing loans	[30]	1,773	1,215 ¹⁾
Lease liabilities	[31]	3,490	4,218
Trade payables	[32]	15,486	17,609
Contract liabilities	[33]	3,566	5,160
Deferred liabilities	[34]	15,221	15,858
Income tax liabilities		982	873
Other financial liabilities	[35]	980	1,151
Other financial liabilities	[36]	5,768	5,430
Current liabilities		49,115	53,517
Total equity and liabilities		258,880	265,150

¹⁾ Prio-year figures have been adjusted retrospectively in accordance with IAS 8



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CONSOLIDATED STATEMENT OF CASH FLOWS

1 January to 31 December

€ 000

	2025	2024
Net profit/loss	2,962	5,842
Depreciation, amortization and impairment of non-current assets	18,895	17,974
Changes in non-current provisions	-715	-1,058
Changes in deferred taxes	-5,123	383
Other income and expenses without cash flow impact	2,929	4,863
Result from the disposal of non-current assets	-43	120
Cash flow	18,905	28,124
Changes in inventories, trade receivables and other non-capex or non-financial assets	-3,190	8,730
Changes in trade payables and other non-capex or non-financial liabilities not attributable to investing or financing activities	-2,358	-6,704
Changes in working capital	-5,548	2,026
Other cash inflows and outflows from operating activities	0	-1,505
Cash flow from operating activities	13,357	28,645
Cash outflow for capex on intangible assets	-6,477	-6,153
Cash outflow for capex on property, plant & equipment	-7,020	-7,614
Cash inflow from disposals of property, plant and equipment and investment property	124	179
Cash outflow for capex on non-current financial assets	-258	-243
Increase / decrease in current financial assets	3	-2
Cash flow from investing activities	-13,628	-13,833
Free cash flow	-271	14,812
Cash outflow for the repayment of lease liabilities	-4,562	-4,352
Cash inflow from interest-bearing liabilities	11,553	16,269
Cash outflow for the payment of interest-bearing financial liabilities	-9,477	-21,876
Cash flow from financing activities	-2,486	-9,959
Changes in cash and cash equivalents	-2,757	4,853
Foreign exchange and valuation-related changes in cash and cash equivalents	-626	-119
Cash and cash equivalents at the beginning of the period	16,268	11,534
Cash and cash equivalents at the end of the period	12,885	16,268



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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

1 January to 31 December

€ 000	Equity attributable to shareholders							Non-controlling interests	Equity
	Accumulated other comprehensive income								
	Share capital	Capital reserve	Retained earnings	Currency translation	Unrealized gains/ losses from pensions	Total accumulated other comprehensive income	Total		
1 January 2024	16,500	13,457	57,280	-6,333	-13,346	-19,679	67,558	160	67,718
Net profit/loss			5,818				5,818	24	5,842
Accumulated other comprehensive income				-62	-1,182	-1,244	-1,244	7	-1,237
Total comprehensive income			5,818	-62	-1,182	-1,244	4,574	31	4,605
Dividend distribution							0		
Changes in the consolidated group							0		
31 December 2024	16,500	13,457	63,098	-6,395	-14,528	-20,923	7,2132	191	72,323
1 January 2025	16,500	13,457	63,098	-6,395	-14,528	-20,923	7,2132	191	72,323
Net profit/loss			2,957				2,957	5	2,962
Accumulated other comprehensive income				-3,190	3,575	385	385	1	386
Total comprehensive income			2,957	-3,190	3,575	385	3,342	6	3,348
Dividend distribution							0		0
Changes in the consolidated group							0		0
31 December 2025	16,500	13,457	66,055	-9,585	-10,953	-20,538	75,474	197	75,671



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PRINCIPLES AND METHODS

1. COMPANY INFORMATION

R. STAHL Aktiengesellschaft (hereinafter R. STAHL AG), registered at Stuttgart District Court, HRB 581087, is an internationally-positioned company based in Germany with its registered office at Am Bahnhof 30, 74638 Waldenburg, Germany. The R. STAHL Group's (hereinafter: R. STAHL) business activity is in the field of electrical explosion protection. R. STAHL AG is the parent company and is also the ultimate parent company of the Group.

The Executive Board of R. STAHL AG approved the 2025 consolidated financial statements and 2025 combined management report for submission to the Supervisory Board on 30 March 2026. It will be presented to the Supervisory Board at its meeting on 14 April 2026.

2. ACCOUNTING METHODS

Basis of preparation

These consolidated financial statements of R. STAHL AG as of 31 December 2025, have been prepared in accordance with International Financial Reporting Standards (IFRS), as applicable in the European Union (EU) and the commercial law provisions pursuant to Section 315e of the German Commercial Code (HGB). Those interpretations of the International Financial Reporting Interpretations Committee (IFRS IC) that are binding for the current year were observed.

The financial year corresponds to the calendar year. Assets and liabilities are recognized in the balance sheet in line with their maturities. The Group classifies assets and liabilities as current if it expects to realize or settle them within twelve months of the reporting date. The consolidated income statement is prepared using the nature of costs method. To improve the readability of the consolidated financial statements, we have summarized individual items of the consolidated income statement and consolidated balance sheet. These items are explained separately in the notes to the consolidated financial statements. The required additional disclosures for individual items are also included in the notes to the consolidated financial statements.

The Group's functional currency is the euro. Unless stated otherwise, all amounts are rounded in thousands of euros (€ thousand), so that adding individual figures does not always result in the exact sum indicated.

R. STAHL AG electronically submits its consolidated financial statements to the operator of the corporate register.

Amendments in accordance with IAS 8

In financial year 2025, it was determined that interest-bearing loans had been incorrectly classified by maturity in prior years. Certain items were reported as current liabilities, although they should have been reported as non-current liabilities in accordance with IFRS.



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The presentation has been amended accordingly in these financial statements. Comparative figures for the prior period have been restated retrospectively in accordance with IAS 8. Consequently, for financial year 2024, interest-bearing loans related to the syndicated loan agreement in the amount of € 38,883 thousand were reclassified from current to non-current. Furthermore, the current portion of pension provisions and employee provisions for partial retirement and employee anniversaries was classified as non-current due to a change in accounting policy. In financial year 2024, € 1,346 thousand in employee-related provisions and € 3,826 thousand in pension provisions were reclassified from current to non-current.

The adjustment relates exclusively to the classification within the consolidated balance sheet and has no impact on net profit, equity or the cash flow statement.

Impact of new or revised standards

The accounting and valuation methods that have been applied basically correspond to the methods that were applied last year with the following exceptions resulting from new or revised standards.

In financial year 2025, the following new standards were mandatory for the first time:

Standard / Interpretation		Mandatory as of	Status
IFRS 21	Lack of exchangeability	1 January 2025	amended

Standards with mandatory application in the EU for the first time as of 1 January 2025 had no impact on the consolidated financial statements.

New or revised standards that have not been applied

The IASB and the IFRS Interpretations Committee have adopted the standards, interpretations and amendments listed below, the application of which was not yet mandatory as of 31 December 2025, and some of which had not yet been endorsed by the EU. There are no plans for early application of these new rules. Subsequent future amendments are not expected to have a material impact on R. STAHL AG's consolidated financial statements, with the exception of the amendments to IFRS 18 "Presentation and disclosure in financial statements." The quantitative and qualitative effects of the application of IFRS 18 on the consolidated financial statements are currently being analyzed. Changes will result from the presentation of the income statement, particularly with regard to the categories of operating, investing and financing activities. For the cash flow statement, operating income is mandated as the starting point, which will result in changes compared to the current presentation, which uses net profit as the starting point. In addition, disclosures regarding management-defined key performance indicators are required.

Standard / Interpretation		Mandatory as of ¹⁾	Endorsed by the EU Commission	Expected impact
IFRS 9; IFRS 7	Amendments to IFRS 9 and IFRS 7 Classification and measurement of financial instruments	1 January 2026	27 May 2025	not material
IFRS 9; IFRS 7	Amendments to IFRS 9 and IFRS 7 Contracts referencing nature-dependent electricity	1 January 2026	30 June 2025	none
Diverse	Annual improvements to IFRS with amendments to IAS 7, IFRS 1, IFRS 7, IFRS 9 and IFRS 10	1 January 2026	9 July 2025	not material
IFRS 19	Subsidiaries without public accountability: Disclosures	1 January 2027	pending	none
IFRS 18	Presentation and disclosure in financial statements	1 January 2027	16 February 2026	see text
IAS 21	Translation to a hyperinflationary presentation currency	1 January 2027	pending	none

¹⁾ Mandatory initial application date for R. STAHL AG.



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Principles and methods of consolidated accounting

Scope of consolidation

In addition to the parent company, the consolidated financial statements include 29 (2024: 29) domestic and international subsidiaries over which R. STAHL AG can exercise a direct or indirect controlling influence. According to IFRS 10, control exists if R. STAHL AG has decision-making power over the subsidiary based on voting or other rights, it participates in positive or negative variable returns from the subsidiary and can influence these returns through its decisions.

Domestic and international companies included in the consolidated financial statements (incl. R. STAHL AG) are as follows:

	Domestic 31 Dec. 2025	International 31 Dec. 2025	Total 31 Dec. 2025	Total 31 Dec. 2024
Number of fully-consolidated companies	7	23	30	30
Number of non-consolidated companies	1	0	1	1

There were no changes to the scope of consolidation in the financial year.

A list of all companies included in the consolidated financial statements as well as R. STAHL AG’s entire shareholdings can be found in note [\[45\] List of shareholdings](#).

Unconsolidated structured entities

The unconsolidated structured entity in accordance with IFRS 12 of the R. STAHL Group relates to Abraxas Grundstücksverwaltungsgesellschaft mbH & Co. Vermietungs KG, Mainz, (hereinafter: Abraxas). R. STAHL AG is a limited partner with a capital share of 49.58% (nominal € 25,564.59) in Abraxas, the share of voting rights is 10%. The other limited partner, DAL Beteiligungsgesellschaft mbH, Mainz, holds an equity interest of 50.42% (nominal € 26,000.00). Management and representation of Abraxas is the responsibility of the general partner Abraxas Grundstücksverwaltungsgesellschaft mbH, Mainz, which does not hold any shares. R. STAHL AG participates in the profit and loss of Abraxas in proportion to its capital share. Liability is limited to its capital contribution.

In 2000, R. STAHL AG and Abraxas concluded a property leasing transaction consisting of a building lease, real estate lease and purchase option agreement for the ground lease to the property entered in the land register of Waldenburg, District Court of Heilbronn – Sheet 2025 – district of Waldenburg plot 2006/14. There followed various contractual arrangements of a notarized and privately documented nature, which are noted in the last notarized collective certificate dated 27 March 2015.

The owner of the leasehold property is R. STAHL AG. On the leasehold property, the lessor has taken over the planning and construction of the administration building and the logistics building. In financial year 2013, the logistics building was extended by R. STAHL AG as the general contractor and in financial year 2014 the administration building was extended with the addition of a company restaurant and a newly built development center.

Abraxas grants R. STAHL AG, as lessee, the right to use the administration and logistics buildings. The lease is included in accordance with IFRS 16.

R. STAHL AG restructured the real estate lease in 2019. The previous lease agreement concluded with Abraxas in 2000 had an original term until 2023 with an option to purchase the building. The real estate lease agreement concluded between R. STAHL AG and Abraxas has a term until 2038.

Abraxas has forfeited its future lease receivables and only the amount of the remaining residual values, secured by mortgages, is financed by debt.



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Abraxas' net profit for 2025 amounts to € -1,164 thousand (2024: € -1,165 thousand) and equity amounts to € -3,747 thousand (2024: € -2,583 thousand).

As of 31 December, the following balances refer to the R. STAHL Group's arrangements with Abraxas:

Carrying amounts in € 000	2025	2024
Other financial assets		
Shares held by R. STAHL AG in Abraxas	26	26
Maximum risk of loss	26	26

Overall, R. STAHL AG does not have control over the relevant activities of the leasing object company. There is no consolidation obligation in accordance with IFRS 10.

Translation of foreign currency items

Transactions in foreign currencies are translated at the exchange rates prevailing on the date of the transaction. In subsequent periods, financial assets and liabilities that are denominated in foreign currencies (cash and cash equivalents, receivables and payables) are measured at the exchange rates prevailing on the reporting date. The translation-related changes in assets and liabilities are recognized in profit or loss and reported in other operating expenses or income and in other financial result.

Translation of financial statements in foreign currency

The modified closing rate method is used for translation into the reporting currency for companies whose functional currency is not the euro but the local currency: Balance sheet items are translated into euros at closing rates on the reporting date, equity is translated at historical rates while expenses and income are translated at the average rate for the year. The difference between equity of the companies translated at historical rates at the time of acquisition or retention and equity translated at closing rates on the balance sheet date is disclosed separately as currency translation in other comprehensive income and only recognized in the income statement on disposal of a company.

The following changes in the exchange rates used for currency translation with a material impact on the consolidated financial statements occurred in relation to one euro:

in €	Closing rate		Average exchange rate	
	31 Dec. 2025	31 Dec. 2024	2025	2024
US dollar	1.1750	1.0389	1.1300	1.0824
British pound	0.8726	0.8292	0.8568	0.8466
Norwegian krone	11.8430	11.7950	11.7185	11.6290
Indian rupee	105.5965	88.9335	98.5400	90.5563

Principles of consolidation

Capital consolidation is conducted at the acquisition date in accordance with the purchase method (IFRS 3). First, all assets, liabilities and additional intangible assets to be capitalized are measured at fair value. The acquisition costs of the investments are then offset against the proportionate share of revalued equity acquired. The resulting positive differences are capitalized as goodwill. Negative differences are reviewed once more and then recognized directly in the income statement.

In the event of staggered acquisition and subsequent assumption of control, the difference between the carrying amount and the fair value of the shares already held at the time of initial full consolidation is recognized in other income and expenses in the income statement.

Changes in the parent company's shareholding in a subsidiary that do not lead to a loss of control are accounted for as equity transactions. Differences from such transactions have to be set off against equity. A subsidiary is de-consolidated at the time the parent company loses control of the subsidiary.

Shares in a subsidiary's equity that are not attributable to the parent company are stated as non-controlling interests.



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Intra-group transactions and intra-group profits and losses among the companies included in the consolidation are fully eliminated as part of the consolidation process.

The principles of consolidation are unchanged from the previous year.

Accounting and measurement methods

The following accounting and valuation methods are of material importance to R. STAHL.

Uniform Group methods

The annual financial statements of the consolidated companies have been prepared in accordance with uniform accounting and measurement principles.

We adjusted the financial statements prepared according to country-specific standards to the uniform group accounting and measurement principles of the R. STAHL Group in the case of any deviation from IFRS.

The reporting date for the separate financial statements of the consolidated companies is the same as the date of the consolidated financial statements as of 31 December, with the exception of the financial statements of R. STAHL PRIVATE LIMITED, Chennai (India). The balance sheet date for the separate financial statements in India is 31 March; to this extent, interim financial statements were prepared for the reporting date of the consolidated financial statements.

Revenue recognition

IFRS 15 specifies whether, in what amount and at what time sales are recognized. IFRS 15 is generally applicable to all contracts with customers.

The business purpose of R. STAHL is essentially the manufacture of products in the business field of explosion protection. Customer contracts primarily include the transfer of products as well as products related such transfers.

In addition to the delivery of products, various services are occasionally provided, including optional training courses, factory acceptance tests (FATs), and extended warranty periods. These services are directly related to the

actual products and do not generally represent separate service obligations but are, in fact, agreed service bundles. The extended warranty periods, which are mainly awarded as part of the project business, are considered customary in the industry, which is why they should not generally be regarded as separate performance obligations. Similarly, product deliveries regularly include documentation, whereby this is a necessary formal component of the product (proof of certification). For this reason, the documentation supplied is not a separate performance obligation, but also part of the agreed service bundle.

At R. STAHL, sales are generally recognized when the customer gains control of the asset or when the service has been provided (in the case of services). To a lesser extent, sales are recognized on a time basis – usually always when an alternative use of the service in accordance with IFRS 15.35(c) is no longer possible and R. STAHL has a legal claim to payment for the services already rendered. To appropriately determine the stage of completion, R. STAHL applies the input-oriented method, i.e. based on the costs incurred up to the balance sheet date, as these can be reliably determined.

With regard to the regulations for determining the transaction price as well as the allocation of the transaction price, there are no special features at R. STAHL. Performance obligations are recognized at standalone selling prices. On this basis, only contractual penalties or contractual incentives or discounts have to be determined in practice. Variable transaction components are of minor significance. In the reporting period, there were no sales with a right of return, repurchase agreement, option to purchase additional goods or services, significant financing component or similar features.

Payment terms contractually agreed with the customer at R. STAHL Group average approximately 60 days. For some customer contracts with milestone payments, R. STAHL receives portions of the agreed consideration prior to performance, which in these cases are recognized as contract liabilities until revenue is recognized. In 2025, there were no significant items with terms of payment of over 12 months.

Contract expenses are of minor significance. If incurred, R. STAHL applies the simplification rule of not capitalizing contract costs in the case of those contracts with terms of less than one year.



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Earnings per Share

Earnings per share are calculated in accordance with IAS 33 (earnings per share).

Basic earnings per share are calculated by dividing consolidated earnings after taxes, attributable to the shareholders of R. STAHL AG, by the average number of common shares outstanding during the financial year.

Because there are no potential common shares and no option or subscription rights outstanding, it was not necessary to calculate diluted earnings per share for the current financial year.

Goodwill

Goodwill is not subject to scheduled amortization, but undergoes an impairment test at least once a year or more frequently if there are indications of impairment. An impairment loss is recognized for goodwill allocated to a group of cash-generating units only if the recoverable amount is less than the total of the relevant carrying amounts for that group. Impairment losses recognized in prior periods are not reversed if the reasons for the impairment no longer apply. Goodwill is carried at cost less accumulated impairment losses.

Research and development expenses

Research costs may not be capitalized under IAS 38.42 et seq. and are immediately recognized as an expense. Development costs are capitalized at manufacturing cost according to the criteria set forth in IAS 38 to the extent that the expense can be clearly allocated and both technical feasibility and marketing are assured. Furthermore, it must be reasonably probable that development activities will generate future economic benefit. Capitalized development costs comprise all directly allocable costs and appropriate shares of development-related overhead. Capitalized development costs are amortized using the straight line method from production start over the expected product life cycle of usually five to seven years. Impairment tests are carried out annually on capitalized development projects, regardless of whether or not there is an indication of impairment.

Other intangible assets

Intangible assets with finite useful lives are recognized at cost less straight-line amortization over their contractual or estimated useful lives. The useful lives are between 3 and 10 years.

Property, plant and equipment

Property, plant and equipment is recognized at cost less cumulative scheduled depreciation and write-downs over the projected useful life. The cost of an item of property, plant and equipment is recognized as an asset if it is probable that a future economic benefit associated with the item will flow to the entity and if the cost of the item can be measured reliably. Acquisition or production costs include directly attributable direct costs as well as the proportionate share of directly attributable material and manufacturing overhead costs.

Financial expenses are not recognized as part of acquisition or manufacturing cost for reasons of materiality.

Property, plant and equipment is depreciated using the straight-line method.

Valuation is based on the following Group-wide useful lives:

in years	
Buildings	15 to 33 years
Technical equipment and machinery	8 to 20 years
Other plant, operating and office equipment	3 to 15 years

Impairment of property, plant and equipment, capitalized development costs and other intangible assets

If there is an indication that property, plant and equipment and intangible assets may be impaired, an impairment test is conducted. Capitalized development costs are subjected to an impairment test, regardless of whether there is any indication of impairment. The carrying amount of the asset is compared with its recoverable amount. The recoverable amount is defined as the higher value of selling price less disposal costs and value in use of the asset. Value in use is the present value of future cash flows to be expected from the con-



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tinued use of an asset and its sale at the end of its service life. The recoverable amount of an asset is determined individually and, should that not be possible, for the cash-generating unit it has been allocated to. In order to determine the expected cash flows of each cash-generating unit, basic assumptions have to be made for financial plans and the interest rates used for discounting cash flows.

Leases

A lease is an agreement that conveys the right to use an identified asset for a specified period in exchange for consideration.

Transactions in which R. STAHL acts as lessee are accounted for using the right-of-use model in accordance with IFRS 16.22 Leases, irrespective of the economic (ownership) relationship to the leased asset at the beginning of the lease term. Right-of use for intangible assets are not accounted for by R. STAHL as a lessee in accordance with the right-of-use model due to the option provided under IFRS 16.4.

As a lessor, R. STAHL lets real estate. The underlying lease agreements were classified as operating leases (see section [\[20\] Real estate held as a financial investment](#)).

Further significant policy options and practical expedients are exercised as follows:

- Lease liabilities are presented separately in the balance sheet.
- The development of right-of-use assets is presented in the notes [\[18\] Property, plant and equipment](#).

For low-value leases and short-term agreements with a term of less than twelve months, the application relief provided by IFRS 16.5 is utilized and the expense is recognized on a systematic basis over the term.

A liability is recognized for the leases in the amount of the present value of the existing payment obligation. It is subsequently measured using the effective interest method. Present value is determined by discounting with an incremental borrowing rate which is equivalent in terms of risk and term if the implicit interest rate cannot be determined. The current portion of the lease liability to be recognized separately in the balance sheet is determined on the basis of the repayment portion of the next twelve months included in the lease payments.

The initial value of the liability is also the starting point for determining the acquisition cost of the right-of-use asset, which is carried as a separate asset class under intangible assets and property, plant and equipment. The cost of the right-of-use asset also includes initial direct costs and expected costs from a dismantling obligation if these do not relate to an item of property, plant and equipment. Prepayments increase and lease incentives received reduce the acquisition value. All rights of use are measured by R. STAHL at amortized cost.

Depreciation is calculated using the straight-line method over the shorter of the lease term and the useful life of the identified asset. An impairment test is carried out in accordance with IAS 36 if events or changed circumstances indicate any impairment.

Accounting for leases is significantly influenced by the assessment of the lease term. In determining the lease term, all facts and circumstances that offer an economic incentive to exercise existing options are considered. The assumed term thus also includes periods covered by extension options if it is assumed with a reasonable degree of certainty that they will be exercised. A change in the term is taken into account if a change occurs with regard to the reasonably certain exercise or non-exercise of an existing option.

R. STAHL acts as a lessee in particular in the field of real estate, vehicle fleet and operating and office equipment. To ensure operational flexibility, extension and termination options are agreed upon, particularly for real estate leases. For lease agreements related to vehicle fleets as well as operating and office equipment, standard lease terms are taken into account. All significant cash outflows are therefore taken into account when measuring the lease liability and corresponding right-of-use assets. There are no variable lease payments and R. STAHL does not give residual-value guarantees. No significant lease arrangements have already been contractually agreed whose use has not yet begun.

Financial assets

Financial assets are initially recognized at fair value. Ancillary acquisition costs are included unless the financial asset is measured at fair value in subsequent periods. Financial instruments are recognized for the first time on the settlement date.



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Financial assets are classified and measured on the basis of the business model and their cash flow characteristics. At the time of initial recognition, financial assets must be classified in one of the following categories: at amortized cost, at fair value through profit and loss or at fair value through other comprehensive income.

Irrespective of this, a financial asset may be designated as at fair value through profit or loss (fair value option) on initial recognition. This option was not exercised by R. STAHL. A financial asset is allocated to the (measurement) category amortized cost if the business model is “hold to collect contractual cash flows” and if the cash flow criteria is met. Subsequent measurement is at amortized cost using the effective interest method. In the case of R. STAHL, this primarily includes cash and cash equivalents, financial assets, certain trade receivables and contract assets.

A financial asset is allocated to the (measurement) category at fair value through other comprehensive income if the business model is “hold and sell” and if the cash flow criteria is met. At R. STAHL, this mainly includes trade receivables that are subject to a factoring agreement but that had not been sold as of the reporting date.

If the objective of the respective business model is not to hold, or hold and sell the financial assets, financial assets are recognized in the category fair value through profit or loss. This applies regardless of compliance with the cash flow criterion. These financial assets include those held for trading. A financial asset is held for trading at R. STAHL if it

- was acquired primarily for the purpose of short-term sale/repurchase (e.g. the sale of receivables), or
- meets the characteristics of a derivative.

Derivatives classified as either a financial guarantee or an effective hedging instrument must, however, be excluded.

By contrast, the cash flow criterion is never met for equity instruments. These are recognized at fair value through profit or loss. The OCI option is not utilized. Equity instruments include the shares in ZAVOD Goreltex St. Petersburg, Russia.

Financial assets are derecognized when the contractual rights to payments from the financial assets no longer exist or when the financial assets have been transferred together with all material risks and rewards. If all material opportunities and risks remain with the transferor, the asset cannot be derecog-

nized. If neither all material opportunities and risks of an asset are transferred nor all material risks retained, it must be determined whether the reporting entity has relinquished control of the asset or not. If the entity no longer has control of the asset, it is derecognized. If the entity has retained control of the asset, however, it must continue to recognize the asset.

There are three levels of risk provision provided for under the IFRS 9 general impairment model. There is, however, an option to use a simplified model for certain assets instead of the general model. R. STAHL exercises this option.

If the option is exercised, the respective financial assets must be allocated exclusively to (valuation allowance) levels 2 and 3 and a risk provision in the amount of the lifetime expected loss must be recognized.

The formation of a provision in the amount of expected credit loss is aimed at anticipating expected losses attributable to debtor default. When estimating the expected losses, the discounted expected values must be calculated. Information available to the company must be taken into account. This includes empirical values from the past, information on the current economic status and expected economic developments.

Real estate held as a financial investment

Investment property is presented as an asset if it is probable that future economic benefit from such investment property will flow to the company, and the acquisition or manufacturing costs can be measured reliably. Investment property is measured using the cost model.

Deferred tax assets and liabilities

Deferred tax assets and liabilities are established in accordance with IAS 12 (income taxes) using the liability method for all temporary differences between tax and commercial balance sheet values as well as for consolidation measures affecting profit or loss. Moreover, deferred tax assets are established for future tax benefits from tax loss carryforwards. Deferred tax assets for all deductible temporary differences and tax loss carryforwards may, however, only be established to the extent that it is probable that future taxable profit will be available against which the temporary differences or unused tax losses can be utilized. Deferred taxes were determined in accordance with IAS 12 based on the respective countries' effective or already enacted effective income tax rates at the time of income realization.



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Deferred tax assets are netted against deferred tax liabilities if there is an enforceable right to offset these balance sheet items. This is generally the case for identical tax subjects, tax types and due dates. Deferred tax assets and liabilities are not discounted pursuant to IAS 12. IFRIC 23 supplements the provisions of IAS 12 with regard to the recognition and measurement of current income taxes, deferred tax liabilities and deferred tax assets in cases of uncertainty regarding the income tax treatment. Tax uncertainties are identified based on an ongoing analysis of the tax environment. If case of uncertainties regarding the income tax treatment of, for example, the determination of taxable income or unused tax loss carryforwards, these are accounted for using the best estimate in accordance with IFRIC 23. As in the previous year, there are no significant effects on the consolidated financial statements for the current financial year.

Inventories

Raw materials and supplies, as well as merchandise, are recognized at the lower of average cost or net realizable value.

Unfinished and finished goods are recognized at the lower of manufacturing cost and net realizable value. They comprise all costs directly attributable to the manufacturing process and appropriate shares of production-related overhead. These include production-related depreciation and amortization, pro-rated administrative expense, and pro-rated social insurance costs (total production-related cost approach). Manufacturing costs are determined on a normal capacity utilization basis.

Financing costs are included in manufacturing costs if they relate to qualifying assets.

In addition to the consideration of lower net realizable values, there are write-downs on obsolete inventories and inventories with low turnover rates.

If the reasons that led to the write-down of inventories no longer exist, the resulting write-down is reversed.

Derivative financial instruments and hedging transactions

Derivative financial instruments are accounted for in accordance with the provisions of IFRS 9. Hedge relationships are accounted for in accordance with the hedge accounting provisions of IFRS 9. No hedging relationships were designated as part of hedge accounting in the 2025 financial year.

R. STAHL only uses derivative financial instruments to hedge currency, interest rate and fair value risks from operating activities, and to reduce the resulting financing risks.

R. STAHL accounts for all derivative financial instruments at fair value. In this regard, changes in the fair value of derivative financial instruments are recognized directly in the income statement in accordance with IFRS 9.

The market values of derivative financial instruments are shown under Other financial assets or Other financial liabilities. In line with the settlement date, short-term and long-term derivatives are classified as current or non-current.

Provisions for pensions and similar obligations

Provisions for pensions and similar obligations comprise R. STAHL's pension obligations from defined benefit pension schemes.

In the case of defined benefit pension schemes (such as direct commitments) direct pension obligations in the form of pension provisions and support funds (indirect pension obligations), the actuarial measurement of the pension provisions is based on the projected unit credit method prescribed by IAS 19 (employee benefits). This approach not only considers pensions and unit credits known on the balance sheet date but also forecast future pension and salary increases. The calculation follows the actuarial tables including biometric calculation principles.

In Germany, the age at the agreed end of the partial retirement employment relationship was taken as the financing end age for partial retirement employees. The earliest possible retirement age of 64 years was used for the remaining group of persons without individual contractual agreements on the retirement age. This corresponds to the average retirement age in the past and coming years within the company.



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Actuarial gains and losses arising from changes in actuarial assumptions, or differences between previous actuarial assumptions and actual developments, are recognized directly in equity (Accumulated other comprehensive income) at the time of creation taking deferred taxes into account.

Actuarial gains and losses recognized in the equity item Accumulated other comprehensive income and the respective deferred taxes are not reversed through profit or loss in subsequent periods. The actuarial gains and losses recognized in the reporting period and the respective deferred taxes are disclosed separately in the statement of comprehensive income.

The expense of funding pension obligations is recognized under personnel expenses while the interest portion of pension obligations is stated in the interest result.

The amount to be recognized as a liability from defined benefit pension plans is to be subtracted from the plan asset at fair value as of the balance sheet date.

In the case of defined contribution plans, the respective companies do not incur further obligations beyond making contributions to special purpose funds.

Discount factors for determining the present value of defined benefit pension obligations are established on the basis of yields achieved on the balance sheet date with senior, fixed interest-bearing company bonds in the respective market.

Other provisions

Other provisions pursuant to IAS 37 (provisions, contingent liabilities and contingent assets) have been included to the extent that they represent a present obligation based on past events and the amount required is both probable and can be reliably estimated. The probability of occurrence must be above 50%. Provisions are only recognized for legal or de facto obligations to third parties. The provision recognized is the best estimate of the amount required to settle the present obligation at the balance sheet date. In addition, the measurement of other provisions – in particular for warranties and expected losses from pending transactions of already contracted transactions – includes all cost components that are also capitalized in inventories “production-related full costs”.

Non-current provisions with residual maturities of more than one year are discounted if the interest effect is material.

Financial liabilities

Financial liabilities are measured at fair value plus directly attributable incidental costs at the time of addition. As a rule, fair value is the acquisition cost.

Financial liabilities are generally measured at amortized cost using the effective interest method. If financial liabilities are derivative financial instruments or contingent purchase price obligations within the scope of acquisitions, they are measured at fair value.

Financial liabilities are derecognized when the contractual obligations are settled, canceled or when they expire.

All receivables denominated in foreign currencies are translated at the closing rate at the end of each reporting period. Changes in value are reported in the income statement under Other operating income or Other operating expenses.

Contingent assets and liabilities

Contingent assets and liabilities are possible assets or liabilities that arise from past events and the existence of which will be confirmed only by the occurrence of one or more uncertain future events but which are outside R. STAHL's control. Furthermore, present obligations may constitute contingent liabilities if the probability of an outflow of resources is not sufficiently probable for a provision to be recognized and/or the amount of the obligation cannot be estimated with a sufficient degree of reliability. The values presented for contingent assets and liabilities correspond to the entitlement or scope of liability existing at the balance sheet date.

Cash flow statement

The cash flow statement shows the cash inflows and outflows of R. STAHL in the reporting period.

In accordance with IAS 7 (statement of cash flows), we distinguish between cash flows from operating, investing and financing activities. Cash flow from



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operating activities is calculated using the indirect method. Cash flows of subsidiaries reporting in foreign currencies are translated into the Group's functional currency at annual average exchange rates.

Information on interest received and paid, dividends received as well as income taxes received and paid are presented separately in the chapter [Notes to the Cash Flow Statement](#).

The effects of acquisitions, divestments and other changes in the scope of consolidation are presented separately in accordance with IAS 7.39 and classified as investing activities.

Cash and cash equivalents shown in the cash flow statement comprise cash on hand, cheques, and credit balances with banks. The item also includes securities with original maturities of up to three months. Liquid funds are unrestricted cash. Cash and cash equivalents as recognized in the balance sheet correspond to liquid funds. For details on the composition of cash and cash equivalents, please refer to the explanations on [\[25\] Cash and cash equivalents](#).

Segment reporting

The R. STAHL Group bundles its operating business in the single reporting segment Explosion Protection. External reporting in this context is based on the principle of the management approach on the basis of the Group's internal organizational and management structures and internal financial reporting to the Chief Operating Decision Maker (CODM). At R. STAHL, the Executive Board is responsible for assessing and controlling business success and is regarded as the top management body pursuant to IFRS 8. As the CODM, the Executive Board allocates resources on the basis of consolidated figures; the key performance indicator is EBITDA pre exceptionals. Separate financial information per product line is not reported to the Executive Board for the purpose of performance measurement and resource allocation.

The aggregation of business activities in a single segment was based on the aspect of comparability of economic characteristics as well as on the aspects of type of products, production process, customer group and methods of distribution.

The Group develops, manufactures, assembles and distributes devices and systems for measuring, controlling, distribution of energy, securing and

lighting in ex-zones. All product types can be grouped under the general heading of explosion protection solutions, which at the same time represents R. STAHL's core competence.

R. STAHL has defined the product engineering process (PEP) as its core process. This core process is basically the same for all product types. Further, the development process is implemented as a standard process (milestone process) and cross-departmental development conferences are held to exchange ideas and development results across all product types.

R. STAHL supplies products and solutions worldwide for all industries and production sites where there is a risk of explosion. There is no focus on specific industries. Quotation and order processing are therefore standardized to the greatest possible extent and basically comparable for all product types.

R. STAHL meets demand for electrical explosion protection. Sales are geared to the customer's needs as a whole; whether these are for components, products or customer specific solutions. Quotation and order processing procedures are standardized and uniform for all products.

3. SIGNIFICANT JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

Preparation of consolidated financial statements in accordance with IFRS requires judgements, estimates and assumptions to be made that affect the reported amounts of assets and liabilities, income and expenses as well as contingent liabilities. The respective estimates and assumptions are based on premises which represent recent knowledge. The estimates and the underlying assumptions are examined on an ongoing basis. Actual developments may result in amounts differing from these estimates and judgements. Adjustments to accounting estimates are recognized in the period in which they occur, provided that the change affects only that period. If changes in estimates affect both the current period and future periods, these are recognized accordingly in the periods in question.

Significant matters involving judgments, estimates and assumptions are presented below.



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Goodwill impairment

The R. STAHL Group tests goodwill for impairment at least once a year. This requires an estimate of the values in use of the cash-generating units to which the goodwill is allocated. Management has to estimate the expected future cash flows of the cash-generating units and furthermore select a suitable discount factor to determine the cash value of these cash flows.

Capitalized development costs

Development costs are capitalized in accordance with the Accounting and measurement methods presented previously. For the impairment test of the capitalized development costs, management makes assumptions about the amount of the expected future cash flows from assets, the interest rates to be applied and the period of time for the influx of expected future cash flows that the assets generate.

Pension provisions

Expenses for defined benefit plans are determined using actuarial calculations based on assumptions with regard to discount factors, expected income from plan assets, future wage and salary increases, mortality and future pension increases. The applied discount factors are based on the yield of first-class, fixed-interest bearing company bonds. The expected long-term interest of the fund assets is determined on the basis of historical long-term yields and the structure of the portfolio. Pursuant to the long-term orientation of these plans, those assumptions are subject to significant uncertainties. The impact of changes in parameters applied as of the balance sheet date on the present value of the defined benefit obligation is presented in section [\[28\] Pension provisions](#). Any discrepancy between the parameters assumed and the actual conditions on the balance sheet date has no impact on consolidated net profit, as gains and losses resulting from the discrepancies based on the remeasurement of the net defined benefit liability are recognized directly in equity. For further information, please refer to section [\[28\] Pension provisions](#).

Deferred taxes

Determination of future tax advantages reflected in the balance sheet is based on assumptions and estimates of the development of tax income and tax legislation in those countries where Group companies are located.

Further assumptions

Estimates and assumptions are also used for purchase price allocations, the determination of economic lifetimes of intangible and tangible assets, accounting and valuation of inventories, receivables, provisions and the assessment of legal risks. Individual actual values may deviate from the estimates and assumptions. In accordance with IAS 8, changes are recognized in profit or loss when better knowledge becomes available.



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NOTES TO THE CONSOLIDATED INCOME STATEMENT

4. SALES

Sales presented in the consolidated income statement includes both sales from contracts with customers and sales that are not within the scope of IFRS 15.

A breakdown of sales by source is shown below:

€ 000	2025	2024
Sales from contracts with customers	311,928	343,090
Rental income from investment property	1,058	1,058
Total	312,986	344,148

A breakdown of sales by time of recognition is shown below:

€ 000	2025	2024
At a specific time	301,656	333,731
Over a specific period	11,330	10,417
Total	312,986	344,148

Sales are recognized over a specific period with a high probability of occurrence within a period of one to two months.

In future periods, sales of € 90,923 thousand (2024: € 95,788 thousand) will be realized from currently unfulfilled or only partially fulfilled performance obligations. Of this amount, € 90,743 thousand is expected to be recognized as sales in the 2026 financial year (€ 96,636 thousand in the 2025 financial year).

Reference is also made to the [Notes to segment reporting](#).

5. OWN WORK CAPITALIZED

Own work capitalized in the amount of € 3,970 thousand (2024: € 3,861 thousand) results in particular from the capitalization of development costs in accordance with IAS 38. In the financial year, these amounted to € 3,575 thousand (2024: € 3,321 thousand).

In the financial year, a total of € 25,327 thousand (2024: € 22,660 thousand) was recognized as expenses for research and development.

6. OTHER OPERATING INCOME

Other operating income includes all income that, due to its nature, cannot be allocated to either sales or financing income. These are composed as follows:

€ 000	2025	2024
Income from the reversal of provisions	329	715
Income from the reversal of accruals	1,115	1,089
Income from the reversal of valuation allowances	853	426
Gains from currency translation	5,663	5,184
Income from the market valuation of derivatives	528	0
Income from the disposal of assets	44	15
Research allowance	484	0
Other income	1,135	1,546
Total	10,151	8,975



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7. COST OF MATERIALS

The cost of materials consists of the following items:

€ 000	2025	2024
Expenses for raw materials and supplies	-106,141	-110,080
Services received	-3,874	-3,864
Total	-110,015	-113,944

8. PERSONNEL COSTS

Personnel costs consist of the following:

€ 000	2025	2024
Wages and salaries	-114,124	-113,878
Social insurance contributions, as well as pension and support expense	-23,939	-23,588
thereof for pensions	-2,633	-2,777
Total	-138,063	-137,466

9. ANNUAL AVERAGE NUMBER OF EMPLOYEES

The average number of employees and trainees of consolidated companies in the year under review as compared to the previous year was as follows:

Number	2025	2024
Employees	1,707	1,747
Apprentices	109	105
Total	1,816	1,852

10. DEPRECIATION AND AMORTIZATION

Depreciation and amortization of intangible assets and property, plant and equipment amounts to € -18,895 thousand (2024: € -17,974 thousand).



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11. OTHER OPERATING EXPENSES

Other operating expenses comprise the following items:

€ 000	2025	2024
Services	-7,742	-8,359
Temporary work	-7,014	-6,219
Rental expense for premises	-939	-1,206
Rent for office and operating equipment	-6,436	-4,883
Advertising and exhibition costs	-1,481	-1,878
Legal, consulting, licensing and inventor fees	-4,750	-7,862
Office, postal and communication costs	-1,286	-1,531
Incidental personnel costs	-3,835	-4,951
Maintenance costs	-6,186	-6,301
Travel and entertainment expenses	-2,920	-3,727
Insurance	-1,793	-1,763
General transport costs	-3,193	-3,276
Expenses from individual valuation allowances of receivables	-1,408	-1,107
Losses from currency translation	-5,490	-5,119
Expenses from market valuation of derivatives	0	-648
Losses from the disposal of assets	-22	-128
Expenses for the transfer company	-3,625	0
Other	-5,552	-7,311
Total	-63,672	-66,269

12. INVESTMENT RESULT

The investment result amounts to € 3 thousand (2024: € 0 thousand).

13. INTEREST RESULT

The interest result comprises the following items:

€ 000	2025	2024
Interest and similar income	157	369
Interest and similar expenses	-6,683	-7,842
Total	-6,526	-7,473

The interest result includes € -2,541 thousand (2024: € -2,527 thousand) for the net interest portion of the addition to pension provisions and € -391 thousand (2024: € -397 thousand) for the interest portion of lease liabilities. Financing expenses for loans were incurred in the amount of € -2,013 thousand (2024: € -3,030 thousand).

14. INCOMETAXES

Current taxes comprise corporate income tax including solidarity surcharge and trade tax for domestic Group companies and comparable income-related taxes for international companies. Taxes are calculated according to the respective tax regulations that apply to the various companies.

Deferred taxes are calculated on the basis of applicable tax rates in effect or known to become effective in the respective countries at the time these taxes are due. In Germany, the corporate tax rate is 15.0% with a solidarity surcharge of 5.5%. During the reporting year, a decision was made to gradually reduce the German corporate income tax rate to 10% between 2028 and 2032. The approved change had no material impact on the Group's financial position, results of operations or net assets. In addition to corporate tax, a trade tax is payable on profits made in Germany. This varies depending on the municipalities in which the company is represented. Taking into account an average municipal trade tax multiplier of 411.2% (2024: 411.2%) an overall tax rate of 30.2% is calculated for German companies (2024: 30.2%). The



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profits earned by foreign companies are taxed at the rates applicable in the respective country of their registered office. These are also used to determine deferred taxes, provided that future tax rate adjustments have not yet been resolved. The tax rates for our foreign activities range from 8.3% to 30.4% (2024: 8.3% and 30.0%).

R. STAHL is not affected by the regulations of global minimum taxation in accordance with Pillar 2, which means that IAS 12.88A is not relevant.

Income taxes include the following items:

€ 000	2025	2024
Current taxes	-2,254	-2,151
Deferred taxes	5,123	-383
thereof from temporary differences	1,733	-1,092
thereof from tax loss carryforwards	3,390	709
Total	2,869	-2,534

Current taxes include taxes relating to other periods in the amount of € -96 thousand (2024: € -194 thousand).

The deferred tax expense results from the following changes in recognized deferred taxes:

€ 000	2025	2024
Creation and reversal	-65	-1,235
Write-down	-51	-39
Value adjustment	4,141	989
Tax rate change	1,098	-98
Total	5,123	-383

The inventory of unused tax loss carryforwards is composed as follows:

€ 000	31 Dec. 2025	31 Dec. 2024
Corporate tax	87,326	89,675
Trade tax	65,721	63,069

Taking into account the expected development of future taxable results of the R. STAHL Group, the use of corporate income tax loss carryforwards of € 31,859 thousand (31 December 2024: € 16,988 thousand) and trade tax loss carryforwards of € 13,361 thousand (31 December 2024: € 9,304 thousand) is considered probable. Deferred tax assets of € 7,612 thousand (31 December 2024: € 4,268 thousand) were recognized for these usable tax loss carryforwards. Of this amount, € 5,692 thousand (31 December 2024: € 2,929 thousand) was attributable to corporate tax loss carryforwards and € 1,920 thousand (31 December 2024: € 1,339 thousand) to trade tax loss carryforwards.

No deferred tax assets were recognized for the remaining unused corporate tax loss carryforwards of € 55,467 thousand (31 December 2024: € 72,687 thousand) and trade tax loss carryforwards € 52,361 thousand (31 December 2024: € 53,765 thousand).

These tax loss carryforwards are mostly unlimited in time. Tax losses cannot be offset with the taxable income of other Group companies.

Deductible temporary differences were classified as taxable, and a corresponding deferred tax asset was recognized in the balance sheet. In the prior year, no deferred tax assets were recognized for deductible temporary differences amounting to €1,798 thousand, because at that time it was not expected that they would be realized.

No deferred taxes were recognized on temporary differences in connection with shares in subsidiaries in the amount of € 804 thousand (2024: € 751 thousand). If retained earnings at subsidiaries remain invested for an indefinite period, no deferred tax liabilities are recognized.



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Accumulated deferred tax assets and liabilities were as follows:

€ 000	31 Dec. 2025	31 Dec. 2024
Deferred tax assets, gross		
Inventories	1,309	889
Receivables and contract assets	188	182
Current Other financial assets	157	362
Equity	128	127
Non-current interest-bearing liabilities	2,236	2,834
Other non-current financial liabilities	61	173
Non-current provisions	5,336	8,061
Current interest-bearing liabilities	822	769
Trade payables and contract liabilities	103	212
Deferred liabilities	324	230
Current provisions	12	529
Other	249	130
Tax loss carryforwards	7,612	4,268
Total deferred tax assets, gross	18,537	18,766
Less netting	-9,127	-13,419
Total deferred tax assets	9,410	5,347

€ 000	31 Dec. 2025	31 Dec. 2024
Deferred tax liabilities, gross		
Intangible assets	9,194	10,147
Property, plant and equipment	6,115	7,178
Real estate held as a financial investment	154	151
Current Other financial assets	26	349
Non-current provisions	156	179
Other current financial liabilities	44	337
Other	128	138
Total deferred tax liabilities, gross	15,817	18,479
Less netting	-9,127	-13,419
Total deferred tax liabilities according to the balance sheet	6,690	5,060
Net balance of deferred taxes	2,720	287

Of the deferred tax assets of € 9,410 thousand (2024: € 5,347 thousand) whose realization depends on future taxable results that are higher than the effects on the result of the reversal of existing taxable temporary differences, € 683 thousand (2024: € 487 thousand) are attributable to companies that had a negative result for the period in the financial year or in the previous year. Recognition of the respective deferred tax assets is based on positive future results.

The following table shows the reconciliation of the expected tax expense for the respective financial year and the corresponding reported tax expense. The expected tax expense has been calculated by multiplying pre-tax earnings by the applicable total tax rate of 30.2% (2024: 30.2%). The result before income taxes amounts to € 93 thousand (2024: € 8,376 thousand).



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€ 000	2025	2024
Expected tax expense	-28	-2,531
Taxation differences between domestic and foreign operations	755	877
Non-tax-deductible expenses	-1,389	-552
Tax rate change	1,098	-98
Tax-free income	46	279
Change in the realizability of deferred tax assets	1,972	-647
Utilization of tax loss carryforwards	443	486
Taxes for prior years	-96	-194
Other	68	-154
Reported tax expense	2,869	-2,534

Tax effects on income and expense recognized in other comprehensive income are as follows:

€ 000	2025			2024		
	Other earnings before income taxes	Income taxes	Other earnings after income taxes	Earnings before income taxes	Income taxes	Earnings after income taxes
Currency translation differences	-3,189	0	-3,189	-55	0	-55
Pension obligations	6,202	-2,627	3,575	-1,716	534	-1,182
Income and expense recognized directly in equity	3,013	-2,627	386	-1,771	534	-1,237



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15. EARNINGS PER SHARE

€ 000	2025	2024
Net profit for the year without non-controlling interests	2,957	5,818
Number of shares (weighted average)	6,440,000	6,440,000
Earnings per share in €	0.46	0.90

Basic earnings per share shown above is calculated in accordance with IAS 33 by dividing consolidated net profit attributable to ordinary shareholders of R. STAHL AG by the average number of shares outstanding in the financial year.

So-called potential shares can dilute earnings per share. Because there are no potential common shares and no options or subscription rights outstanding, there was no need to calculate diluted earnings per share in 2024 or 2025.

16. APPROPRIATION OF PROFIT/EQUITY

The annual financial statements of R. STAHL AG as of 31 December 2025 show a net loss. Therefore, in accordance with statutory regulations, no resolution on the appropriation of profit is to be adopted.

As in the previous year, no dividend was distributed to shareholders in financial year 2025.



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17. INTANGIBLE ASSETS

Development as of 31 December 2025 was as follows:

€ 000	Industrial property rights and similar rights	Goodwill	Development costs	Other	Total
Acquisition costs					
1 January 2025	27,395	10,035	84,136	2,702	124,268
Currency differences	-42	-6	-14	18	-44
Additions	232	0	5,547	698	6,477
Disposals	-90	0	-139	0	-229
Reclassifications	271	0	0	-271	0
31 December 2025	27,766	10,029	89,530	3,147	130,472
Cumulative amortization and impairment					
1 January 2025	25,005	178	49,002	2,285	76,470
Currency differences	-41	0	-11	18	-34
Additions	1,448	0	6,023	0	7,471
Disposals	-90	0	-138	0	-228
Reclassifications	0	0	0	0	0
31 December 2025	26,322	178	54,876	2,303	83,679
Net carrying amounts					
31 December 2025	1,444	9,851	34,654	844	46,793



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Development as of 31 December 2024 was as follows:

€ 000	Industrial property rights and similar rights	Goodwill	Development costs	Other	Total
Acquisition costs					
1 January 2024	28,868	11,139	79,021	8,041	127,069
Currency differences	-9	-158	-123	-226	-516
Additions	498	0	5,238	417	6,153
Disposals	-2,136	-946	0	-5,356	-8,438
Reclassifications	174	0	0	-174	0
31 December 2024	27,395	10,035	84,136	2,702	124,268
Cumulative amortization and impairment					
1 January 2024	25,364	1,144	44,123	7,812	78,443
Currency differences	-10	-20	-83	-223	-336
Additions	1,790	0	4,962	52	6,804
Disposals	-2,139	-946	0	-5,356	-8,441
Reclassifications	0	0	0	0	0
31 December 2024	25,005	178	49,002	2,285	76,470
Net carrying amounts					
31 December 2024	2,390	9,857	35,134	417	47,798

Other intangible assets include advance payments of € 844 thousand (2024: € 417 thousand).

Intangible assets mainly comprise purchased licenses for software, capitalized development costs for various internally-created development projects and goodwill. No impairment losses were recognized on intangible assets in 2025, as was also the case in the previous year. As a rule, such impairments are reported under amortization in the income statement.

The recoverable amount of the cash-generating units was determined on the basis of a value-in-use calculation to determine the recoverability of goodwill. In the case of R. STAHL, the individual cash-generating unit corresponds to the legal entity (company) or, in aggregated form, an appropriately defined subgroup. Calculation of the right-of-use is based on cash flow projections based on management-approved, three-year financial plans. Goodwill is allocated to the respective legal entity.



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Goodwill amounting to € 9,851 thousand (2024: € 9,857 thousand) is allocated to the following significant cash-generating units:

€ million	31 December 2025			31 December 2024		
	Carrying amounts	Average sales growth	Pre-tax discount rates	Carrying amounts	Average sales growth	Pre-tax discount rates
R. STAHL HMI Systems GmbH (Germany)	4.6	1.9%	12.4%	4.6	1.6%	12.2%
R. STAHL Schaltgeräte GmbH (Germany)	1.0	1.8%	12.0%	1.0	0.9%	12.4%
Sub-group (Norway)	3.4	10.6%	12.7%	3.4	7.8%	11.8%
R. STAHL SOUTH AFRICA (PTY) LTD. (South Africa)	0.9	10.7%	19.8%	0.9	13.2%	21.8%
Total	9.9			9.9		

The change in goodwill in the financial year results from changes in exchange rates.

The impairment test performed on the cash-generating units using the discounted cash flow method shows that the recoverable amount is higher than the carrying amounts. Accordingly, no write-down was required.

Expected cash flows are based on the planning process, which takes into account both internal company empirical values and externally published data. The detailed planning period is three years. Thereafter, cash flows are extrapolated for a further two years. Cash flows are then extrapolated unchanged at a growth rate of 1.0%.

The compound annual growth rate (CAGR) in the detailed planning period for the cash-generating units is between -4.1 % and 14.6%, depending on the market position and region. Gross profit margins are calculated as part of the bottom-up planning of Group companies using average gross profit margins achieved in the directly preceding financial year and, if necessary, are raised taking into account the expected increase in efficiency.

The forecast price indices are used to determine the price increase in material and personnel costs. Country-specific salary increases are considered for the respective planning period.

Cost of capital is calculated as the weighted average cost of equity and debt before taxes. The beta factor for the calculation of equity costs is determined from capital market data and the capital structure of companies comparable to R. STAHL. Borrowing costs are calculated on the basis of quasi-safe government bonds and an additional mark-up, derived from the rating of comparable companies.

In addition to the impairment test, R. STAHL performed various sensitivity analyses to consider uncertainties that existed regarding the assumptions made in the impairment test. In this regard, management considers a reduction in planned earnings before interest and taxes (EBIT) by 10.0% and an increase in the cost of capital by 1.0% possible. With the exception of the cash-generating unit R. STAHL SOUTH AFRICA (PTY) LTD, the sensitivity analyses based on the changes in assumptions described above did not result in any need for impairment of goodwill from today's perspective. For R. STAHL SOUTH AFRICA (PTY) LTD, an impairment loss of € 100 thousand would result from an EBIT decline of 10.0% and of € 53 thousand from an increase in capital costs of 1.0%.



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18. PROPERTY, PLANT AND EQUIPMENT

Development as of 31 December 2025 was as follows:

€ 000	Properties, property-like rights and buildings	Technical equipment and machinery	Other plant as well as operating and office equipment	Rights-of-use	Pre-payments and plant under construction	Total
Acquisition costs						
1 January 2025	48,116	33,581	70,761	41,016	2,995	196,469
Currency differences	-801	-77	-884	-734	-2	-2,498
Additions	1,887	1,543	3,735	2,299	600	10,064
Disposals	0	-402	-1,289	-1,494	-4	-3,189
Reclassifications	1,842	71	437	0	-2,350	0
31 December 2025	51,044	34,716	72,760	41,087	1,239	200,846
Cumulative amortization and impairment						
1 January 2025	18,830	26,528	55,253	17,047	0	117,658
Currency differences	-278	-43	-622	-324	0	-1,267
Additions	1,158	1,486	4,433	4,139	0	11,216
Disposals	0	-397	-1,195	-874	0	-2,466
Reclassifications	0	0	0	0	0	0
31 December 2025	19,710	27,574	57,869	19,988	0	125,141
Net carrying amounts						
31 December 2025	31,334	7,142	14,891	21,099	1,239	75,705



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Development as of 31 December 2024 was as follows:

€ 000	Properties, property-like rights and buildings	Technical equipment and machinery	Other plant as well as operating and office equipment	Rights-of-use	Pre-payments and plant under construction	Total
Acquisition costs						
1 January 2024	48,599	33,036	69,769	39,056	1,942	192,402
Currency differences	219	-98	148	-53	0	216
Additions	207	1,534	4,264	5,085	1,824	12,914
Disposals	-909	-1,037	-4,045	-3,072	0	-9,063
Reclassifications	0	146	625	0	-771	0
31 December 2024	48,116	33,581	70,761	41,016	2,995	196,469
Cumulative amortization and impairment						
1 January 2024	18,484	26,102	54,647	16,121	0	115,354
Currency differences	102	-96	94	-25	0	75
Additions	1,152	1,538	4,283	3,989	0	10,962
Disposals	-908	-1,016	-3,771	-3,038	0	-8,733
Reclassifications	0	0	0	0	0	0
31 December 2024	18,830	26,528	55,253	17,047	0	117,658
Net carrying amounts						
31 December 2024	29,286	7,053	15,508	23,969	2,995	78,811

R. STAHL's properties, property-like rights and buildings with a net carrying amount of € 31,334 thousand (2024: € 29,286 thousand) mainly comprise the production and administration buildings in Waldenburg (Germany), Weimar (Germany), Cologne (Germany), Hengelo (Netherlands) and Chennai (India).

Right-of-use assets for leased property and operating and office equipment amounted to € 21,099 thousand (2024: € 23,969 thousand).



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Leases

The following amounts were incurred for lease activities of R. STAHL in financial year 2025:

€ 000	2025	2024
Amortization amount for right-of-use assets by class of underlying assets – property, plant and equipment	-4,139	-3,989
Interest expense for lease liabilities	-391	-397
Expense for current lease liabilities	-410	-270
Expense for lease liabilities from leases of low-value assets	-1,058	-745
Total cash outflow for leases	-4,562	-4,352
Additions to right-of-use assets	2,299	5,085

19. FINANCIAL ASSETS

Financial assets totaling € 594 thousand (2024: € 339 thousand) are made up of other investments as well as loans to companies in which an equity investment is held. All financial assets were classified as long-term assets during the financial year. In the prior year, an employee loan of € 3 thousand was classified as a current asset. The remaining financial assets, amounting to € 336 thousand, were classified as non-current assets. Loans to companies in which an equity investment is held relate to a tenant loan granted to Abraxas Grundstücksverwaltungsgesellschaft mbH & Co. Vermietungs KG, Mainz. The tenant loan amounted to € 560 thousand as of the balance sheet date (2024: € 302 thousand) and will build up to a total of € 5,240 thousand by 2038. Other investments include, among other things, shares in the Russian company ZAVOD Goreltex Co. Ltd., St. Petersburg, Russia. The 25% stake was fully impaired in 2023 due to the loss of material influence.

20. REAL ESTATE HELD AS A FINANCIAL INVESTMENT

Real estate held as a financial investment developed as follows:

2025 € 000	Total
Acquisition costs	
1 January 2025	8,684
Additions	0
Disposals	0
Reclassifications	0
31 December 2025	8,684
Cumulative amortization and impairment	
1 January 2025	4,807
Additions	208
Disposals	0
Write-ups	0
31 December 2025	5,015
Net carrying amounts	
31 December 2025	3,669



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2024 € 000	Total
Acquisition costs	
1 January 2024	8,684
Additions	0
Disposals	0
Reclassifications	0
31 December 2024	8,684
Cumulative amortization and impairment	
1 January 2024	4,600
Additions	207
Disposals	0
Write-ups	0
31 December 2024	4,807
Net carrying amounts	
31 December 2024	3,877

At R. STAHL, investment property is measured using the cost model and relates to land with buildings.

The buildings are depreciated in scheduled amounts over the economic useful lives for buildings, generally 33 years, using the straight-line method.

As of 31 December 2025, the fair value of real estate amounted to € 5.1 million according to a valuation from March 2022 and is allocated to level 3 of the fair value hierarchy.

An expert assessment was used to determine the values. Values were determined in March 2022 on the basis of discounted cash flow calculations. The fair values were determined based on the capitalized income from the properties. This was based on market-rate rental prices. Furthermore, appropriate operating costs (loss of rent risk, maintenance and administrative costs) and other value-influencing factors were considered. Property yields of 7.0% and 7.5% as well as an appropriate remaining useful life were used for the calculation.

The following amounts are recognized in the income statement in connection with the investment property:

€ 000	2025	2024
Rental income	1,058	1,059
Operating expenses directly attributable to rental income	-453	-456
Total	605	603

The maturities of the future undiscounted lease payments due to R. STAHL are as follows:

€ 000	2026	2027	2028
Lease payments	1,014	1,014	1,014

The lease runs for an indefinite period and can be terminated with 24 months' notice.



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21. INVENTORIES AND PREPAYMENTS

Reported inventories comprise the following:

€ 000	31 Dec. 2025	31 Dec. 2024
Raw materials and supplies	21,029	26,247
Unfinished goods and unfinished services	16,709	10,806
Finished goods and merchandise	18,944	11,571
Prepayments made	247	282
Total	56,929	48,906

Inventories include write-downs totaling € 11,056 thousand (2024: € 10,524 thousand). In financial year 2025, an amount of € 3,322 thousand (previous year: € 3,879 thousand) was recognized as an expense in the income statement.

22. TRADE RECEIVABLES, CONTRACT ASSETS

Trade receivables amounted to € 39,320 thousand in the financial year (2024: € 48,032 thousand). These were written down by € 2,365 thousand (2024: € 1,873 thousand).

The R. STAHL Group sells certain receivables to a factoring company within the scope of factoring agreements. In order to assess the derecognition of receivables, the opportunities and risks associated with the receivables must be considered in accordance with IFRS 9. The most relevant risk here is the credit risk. The maximum loss is limited to the variable purchase price discount or security retention, which is retained by the factoring company verity risk (not credit risk) when the receivables are sold and is reimbursed in the amount of the non-consumed proportion. The credit risk-related payment defaults represent the majority of all risks and opportunities associated with the receivables and are borne by the factoring company.

The maximum risk of loss for R. STAHL resulting from the verity risk from receivables sold as of 31 December 2025 (nominal volume € 19,430 thousand) amounts to € 1,943 thousand (2024: € 1,626 thousand). The fair value of the expected reimbursement of the variable purchase price discount was capitalized in other liabilities during the derecognition period. As of 31 December 2025, there is a utilization from factoring in the amount of € 17,487 thousand (2024: € 13,863 thousand). As of the balance sheet date, receivables not tendered amounted to € 5,307 thousand (2024: € 4,791 thousand). These receivables are classified as “held for trading” and are measured at fair value through profit or loss.

In addition, as of the balance sheet date, there were contract assets in accordance with IFRS 15 amounting to €3 thousand (2024: €0), for which R. STAHL has already rendered services but for which the right to receive payment remains subject to further conditions and therefore cannot yet be recognized as a receivable.



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23. OTHER FINANCIAL ASSETS

Other financial assets are comprised of the following items:

€ million	31 December 2025			31 December 2024		
	Total	current	non-current	Total	current	non-current
Derivative financial instruments	131	12	119	0	0	0
Rent deposits and other forms of security	431	107	324	434	110	324
Security deposits and customer accounts in the context of factoring	3,846	3,846	0	4,022	4,022	0
Receivables from suppliers	565	565	0	637	637	0
Remaining other financial assets	43	27	16	224	193	31
Total	5,016	4,557	459	5,317	4,962	355

24. OTHER NON-FINANCIAL ASSETS

Other non-financial assets include the following items:

€ million	31 December 2025			31 December 2024		
	Total	current	non-current	Total	current	non-current
Receivables from insolvency insurance for partial-retirement agreements	2,096	0	2,096	2,230	0	2,230
Deferred income	3,239	2,937	302	3,550	3,013	537
Other tax receivables	1,518	1,518	0	3,250	3,250	0
Receivables from employees	752	752	0	558	558	0
Remaining other non-financial assets	790	742	48	394	366	27
Total	8,395	5,949	2,446	9,982	7,187	2,794



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Receivables from insolvency insurance under partial-retirement agreements are obligations that are subject to restrictions on disposal as secured assets.

25. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the Group's cash on hand and also include short-term investments with a maximum remaining maturity of three months. This item is composed as follows compared to the previous year:

€ 000	31 Dec. 2025	31 Dec. 2024
Cash on hand	6	7
Cheques	38	134
Credit balances with banks, payable on demand	12,381	15,358
Credit balances with banks, payable at 3 months' notice	460	769
Total	12,885	16,268

The development of cash and cash equivalents, which comprise cash and cash equivalents in accordance with IAS 7, is presented in the [Consolidated statement of cash flows](#).

26. EQUITY

The [Consolidated statement of changes in equity](#) shows the development of R. STAHL's equity.

Share capital

The share capital of R. STAHL Aktiengesellschaft amounting to € 16,500,000.00 is divided into 6,440,000 no-par registered shares, each with a prorated notional share of capital of € 2.56. The shares are fully paid.

Authorized capital

The Annual General Meeting of 15 July 2021 authorized the Executive Board for a period ending on 14 July 2026 to increase the capital stock, subject to the consent of the Supervisory Board, by up to € 3,300 thousand against cash and/or non-cash contributions by issuing new no-par value bearer shares on one or more occasions (authorized capital 2021). The Executive Board was also authorized, with the approval of the Supervisory Board, to exclude shareholders' subscription rights in specified cases and under certain conditions.

No use has been made of authorized capital 2021 to date.

Capital reserve

This item mostly comprises shareholders' paid-up premiums net of transaction costs incurred. R. STAHL AG's consolidated financial statements under the German Commercial Code (HGB) rules still openly netted goodwill from capital consolidations against capital reserves until 31 December 2003. When a subsequent write-back of capital reserves rendered the offsetting impossible, the respective amount was netted against profit carryforwards. For all differences that arose from business combinations prior to the opening IFRS balance sheet date on 1 January 2004, HGB accounting was maintained. In connection with the sale of all treasury shares, an amount of € 12,963 thousand was credited to capital reserves in the financial year 2015. Transaction costs of € 440 thousand recognized directly in equity and deferred taxes of € 128 thousand were already deducted from the amount of € 12,963 thousand.



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Retained earnings

Retained earnings comprise the retained earnings of consolidated companies from before 1 January 2004. Moreover, value differences from all business combinations made prior to 1 January 2004 were offset against retained earnings. From preparation of the opening IFRS balance sheet, the item also includes negative differences from business combinations formerly shown as a separate item under equity in the HGB financial statements up to 31 December 2003 and currency translation differences reclassified as of 1 January 2004. This item also includes all remaining adjustments without impact on profit or loss recognized in the opening IFRS balance sheet on initial adoption of IFRS as of 1 January 2004 as well as equity generated since 1 January 2004 less dividends to shareholders.

The shareholders have a claim to the balance sheet profit of R. STAHL AG unless such distribution to shareholders is excluded by law or the company's articles, by a resolution adopted by the Annual General Meeting or due to transfer to retained earnings.

Accumulated other comprehensive income

This item comprises differences from currency translation of the financial statements of foreign subsidiaries from 1 January 2004 forward as well as actuarial gains/losses from pension obligations. Reference is also made to the [Consolidated statement of changes in equity](#) and to the [Consolidated statement of comprehensive income](#).

Non-controlling interests

Non-controlling interests relate to external shareholders of R. STAHL SOUTH AFRICA (PTY) LTD, Johannesburg (South Africa). The minority interest as of 31 December 2025 amounts to € 197 thousand (31 December 2024: € 191 thousand).

27. CAPITAL MANAGEMENT

The objectives of R. STAHL's capital management is to ensure the company's continued existence, achieve an adequate return on equity, secure the servicing of financial liabilities and maintain an acceptable capital structure.

The capital structure may change as a result of dividend distributions, the purchase of treasury shares, the issue of new shares and the borrowing or repayment of debt, depending on requirements.

Capital is monitored using the ratio of net financial debt to equity. Net financial debt comprises interest-bearing liabilities and lease liabilities less cash and cash equivalents. In this regard, R. STAHL targets a ratio of less than 1.00.

The ratio of net financial debt to equity developed as follows compared with the previous year:

€ 000	31 Dec. 2025	31 Dec. 2024
Interest-bearing loans	47,746	44,929
Lease liabilities	13,430	16,118
Cash and cash equivalents	-12,885	-16,268
Net financial debt	48,291	44,779
Equity	75,671	72,323
Net gearing ratio	0.64	0.62

28. PENSION PROVISIONS

Provisions for pension obligations amount to € 67,238 thousand as of the balance sheet date (2024: € 74,080 thousand).

Pension provisions are accrued for obligations arising from pension commitments and from current benefits to eligible active and former employees of



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R. STAHL companies and their surviving dependents. Depending on legal, economic and tax regulations of the respective countries, pension plans take different forms that are typically based on service duration and compensation of the respective individuals.

Company pension schemes differentiate between defined benefit and defined contribution plans.

For defined-contribution pension plans, employer contributions to the statutory pension insurance totaling € 6,624 thousand (2024: € 6,451 thousand) were recognized as personnel expenses in the financial year.

In the case of defined contribution plans, the company's obligation is to fulfill the promised benefits to active and former employees, whereby a distinction is made between provision-financed and fund-financed pension schemes.

Pension commitments at R. STAHL are primarily financed by allocations to provisions. In Germany, there are defined benefit pension schemes for management and employees. There are individual contractual arrangements concerning pension, disability and widow's, widower's and orphan's pensions for (former) Executive Board members and (former) executives. Pension schemes for entitled employees provide for the granting of old-age and disability pensions, as well as widow's, widower's and orphan's pensions, after a certain vesting period. The pension amount depends on the respective salary and service years.

In Switzerland, there are defined benefit pension obligations for employees and managers that are financed by employee and employer contributions to pension funds. The contributions depend on salary and age. In order to implement the pension plan, the employer must have its own pension and/or join a pension fund (foundation/ collective foundation/joint foundation/co-operative/institution under public law).

R. STAHL Schweiz AG has joined the Swiss Life collective foundation for the implementation of occupational benefits.

In 2024, pension obligations were calculated on the basis of the 2018 G mortality tables published by Klaus Heubeck. The pension obligation amount (defined benefit obligation = DBO) was determined using actuarial methods including estimates for relevant impact factors. In addition to the assumptions regarding life expectancy, the following assumptions were made concerning the parameters to be applied for the actuarial calculations in the expert opinions:

in %	Germany		Other countries	
	2025	2024	2025	2024
Interest rate	4.04 – 4.33	3.43 – 3.58	1.30	1,00
Salary trend	2.75	2.75	1.50	1,50
Pension trend	2.00	2.00	0.00	0.00

The salary trend encompasses anticipated future salary increases that are estimated on an annual basis depending on inflation and service duration.

Increases and decreases in the present value of defined benefit obligations can result in actuarial gains or losses due to, among other factors, changes in calculation parameters and estimates of the pension obligations' risk development. These are recognized in equity in the period of their creation after consideration of deferred taxes.

Sensitivity analyses

Changes of 0.25 percentage points to the above mentioned assumptions used to calculate the DBO as of 31 December 2025 would increase or decrease the DBO as follows:

€ 000	Increase	Decrease
Interest rate	-1,920	+2,019
Salary trend	+229	-224
Pension trend	+1,750	-1,681

To determine the sensitivity of longevity, it was assumed that the life expectancy for all beneficiaries increased by one year. The DBO as of 31 December 2025 would increase by € 2,689 thousand with a life expectancy of one more year.



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The effects for the previous year are as follows. Changes of 0.25 percentage points to the above mentioned assumptions used to calculate the DBO as of 31 December 2024 would increase or decrease the DBO as follows:

€ 000	Increase	Decrease
Interest rate	-2,300	+2,424
Salary trend	+310	-484
Pension trend	+2,051	-1,969

The DBO as of 31 December 2024 would have Increased by € 3,114 thousand with a life expectancy of one more year.

These sensitivity analyses consider changes to one assumption, whereby all other assumptions remain unchanged from their original calculation.

Defined benefit obligations

The following amounts from defined benefit pension plans are recognized in the balance sheet:

€ 000	31 Dec. 2025	31 Dec. 2024
Present values of fund-financed pension claims	382	803
Fund assets at market values	-284	-711
Financing status (net)	98	92
Present values of provision-based pension claims	67,140	73,988
Balance sheet value as of 31 December	67,238	74,080

Of the pension provisions totaling € 67,238 thousand (2024: € 74,080 thousand), € 67,140 thousand (2024: € 73,988 thousand) is attributable to German Group companies. Fund assets amounting to € 284 thousand (2024: € 711 thousand) is attributable to foreign companies. The projected benefit obligations developed as follows:

€ 000	2025	2024
Projected benefit obligations as of 1 January	74,791	73,473
+ Current service cost	+659	+706
+ Interest expense	+2,541	+2,527
+/- Actuarial gains (-) and losses (+) from changes in demographic assumptions	-470	+43
+/- Actuarial gains (-) and losses (+) from changes financial assumptions	-5,772	+309
+/- Actuarial gains (-) and losses (+) from changes based on experience adjustments	-432	+1,361
- Pension payments made	-3,815	-3,604
+/- Past service cost	0	0
+/- Currency differences	+5	-10
+/- Other	+14	-14
= Projected benefit obligation as of 31 December	67,522	74,791

The present value of defined benefit pension obligations is divided between the following members of the plan:

€ 000	2025	2024
Beneficiaries in active employment	20,094	24,595
Beneficiaries no longer with the company	3,322	3,213
Pensioners	44,106	46,983
= Projected benefit obligation as of 31 December	67,522	74,791



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The defined benefit obligation shows the following maturity profile for the next 10 years:

€ 000	
Due in financial year 2026	3,843
Due in financial years 2027 – 2030	16,326
Due in financial years 2031 – 2035	21,362

From the current perspective, the average weighted term over which the defined benefit pension obligation will exist amounts to 12.1 years for R. STAHL (2024: 13.1 years).

In the previous year, the defined benefit obligation showed the following maturity profile for the next 10 years:

€ 000	
Due in financial year 2025	3,792
Due in financial years 2026 – 2029	16,037
Due in financial years 2030 – 2034	21,522

Reconciliation to the fair value of fund assets was as follows:

€ 000	2025	2024
Fund assets as of 1 January	711	711
+ Expected income from fund assets	+7	+10
+ Employer's pension contributions	+18	+17
+ Employee's pension contribution	+14	+13
- Administrative expenses	0	0
+/- Pension payments made and refunds	0	-27
+/- Other	-471	-3
+/- Currency differences	5	-10
= Fund assets as of 31 December	284	711

Expected income from fund assets is considered when calculating the fair value of fund assets as of the balance sheet date. This expected income is based on historic and future average earnings expectations of the respective investment categories. In the following financial year, employer contributions to fund assets of € 19 thousand (2024: € 18 thousand) are expected.

The breakdown of fund assets according to categories is as follows:

€ 000	31 Dec. 2025	31 Dec. 2024
Quoted market price in an active market		
Cash and cash equivalents	5	3
Shares	28	99
Fixed interest-bearing securities	151	417
Real estate	69	175
Other	31	17
Total quoted market price in an active market	284	711
Cash and cash equivalents	0	0
Shares	0	0
Fixed interest-bearing securities	0	0
Real estate	0	0
Total no quoted market price in an active market	0	0
Total	284	711



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In the reporting period, the following balance resulted from amounts recognized in profit or loss for pension obligations:

€ 000	2025	2024
Current service cost	659	706
+/- Past service cost	0	0
+ Net interest expense	2.534	2.517
+/- Other	0	0
= Balance of amounts recognized in profit or loss for pension obligations	3.193	3.223

Net interest expense consists of the interest expense from the defined benefit obligation and the expected income from plan assets.

In the reporting period, the following balance resulted from amounts recognized in equity for pension obligations:

€ 000	2025	2024
+/- Actuarial gains (-) and losses (+) from changes in demographic assumptions	-470	+43
+/- Actuarial gains (-) and losses (+) from changes financial assumptions	-5,772	+309
+/- Actuarial gains (-) and losses (+)	-432	+1,361
+ Income from fund assets, excluding interest income	+471	+3
+/- Other	0	0
= Balance of amounts recognized in equity for pension obligations	-6,203	1,716

Pension provisions changed as follows:

€ 000	2025	2024
Pension provisions as of 1 January	74,080	72,762
+/- Amounts recognized in profit or loss for pension obligations	+3,193	+3,223
+/- Amounts recognized in in equity for pension obligations	-6,203	+1,716
- Pension payments made	-3,815	-3,604
- Employer contributions	-18	-17
+/- Currency differences	1	0
= Pension provisions as of 31 December	67,238	74,080

The risks associated with defined benefit pension obligations refer firstly to the actuarial risks such as longevity, and secondly to the financial risks such as market price risks which influence the interest rate used. There are also inflation risks which may impact the salary or pension trend. These risks are not hedged.



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29. OTHER PROVISIONS

Current and non-current other provisions disclosed in the balance sheet comprise the following items:

€ million	31 December 2025			31 December 2024		
	Total	current	non-current	Total	current	non-current
Personnel provisions	2,716	0	2,716	2,764	0	2,764
Tax provisions	88	88	0	88	88	0
Warranty obligations	823	823	0	1,019	1,019	0
Impending loss	15	15	0	28	28	0
Process risks	0	0	0	15	15	0
Other provisions	2,257	923	1,334	2,075	853	1,222
Total	5,899	1,849	4,050	5,989	2,003	3,986

Other current and non-current provisions developed as follows:

€ 000	1 Jan. 2025	Currency change	Utilization	Addition	Reversal	Interest expense	31 Dec. 2025
Personnel provisions	2,764	0	-1,498	1,380	0	70	2,716
Tax provisions	88	0	0	0	0	0	88
Warranty obligations	1,019	-1	-371	382	-206	0	823
Impending loss	28	0	-15	16	-14	0	15
Process risks	15	0	0	0	-15	0	0
Other provisions	2,075	-13	-802	1,090	-93	0	2,257
Total	5,989	-14	-2,686	2,868	-328	70	5,899



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€ 000	1 Jan. 2024	Currency change	Utilization	Addition	Reversal	Interest expense	31 Dec. 2024
Personnel provisions	2,912	0	-1,390	1,187	0	55	2,764
Tax provisions	171	0	-83	0	0	0	88
Warranty obligations	1,126	1	-271	619	-456	0	1,019
Impending loss	63	0	-36	29	-28	0	28
Process risks	187	5	-150	0	-27	0	15
Other provisions	2,150	8	-1,156	1,265	-205	13	2,075
Total	6,609	14	-3,086	3,100	-716	68	5,989

30. INTEREST-BEARING LOANS

Interest-bearing financial liabilities (variable and fixed interest rates) of € 47,746 thousand (2024: € 44,929 thousand) mainly include liabilities to banks in the amount of € 43,621 thousand (2024: € 41,314 thousand) and liabilities from lease-purchase obligations in the amount of € 4,125 thousand (2024: € 3,615 thousand).

Of the amount recognized as a liability, € 1,773 thousand (2024: € 1,215 thousand) is due within one year and € 45,973 thousand (2024: € 43,714 thousand) is classified as non-current interest-bearing loans.

R. STAHL is subject to certain financial covenants from loan agreements at Group level. These primarily concern maintaining an appropriate ratio of net debt to profitability on the one hand and equity capitalization on the other.

As of 31 December 2025, interest-bearing loans had the following maturities:

€ 000	31 Dec. 2025	31 Dec. 2024
Interest-bearing loans		
Due within one year	1,773	1,215
Due between one and five years	43,634	41,206
Due after more than five years	2,339	2,508
= Current and non-current interest-bearing financial liabilities	47,746	44,929



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31. LEASE LIABILITIES

As of 31 December 2025, total lease liabilities had the following maturities:

€ 000	31 Dec. 2025	31 Dec. 2024
Lease liabilities		
Due within one year	3,490	4,218
Due between one and five years	6,110	7,360
Due after more than five years	3,830	4,540
= Current and non-current lease liabilities	13,430	16,118

Only the payments due “within one year” are shown in the maturity period. The discounting effects are allocated to the maturity periods of one year or more.

The maturity profile (undiscounted cash flows) of lease liabilities with remaining contractual maturities is presented in the following table:

€ 000	Carrying amount 31 Dec. 2025	Cash flows 2026	Cash flows 2027 – 2030	Cash flows from 2031
Lease liabilities	13,430	3,474	6,456	4,805

32. TRADE PAYABLES

As of the balance sheet date, there are trade payables of € 15,486 thousand (2024: € 17,609 thousand) which are due within one year.

33. CONTRACT LIABILITIES

In the reporting year, contract liabilities in accordance with IFRS 15 amounted to € 3,566 thousand (2024: € 5,160 thousand) and relate to payments received from customers for service obligations that have not yet been fulfilled.

34. DEFERRED LIABILITIES

Deferred liabilities can be broken down as follows:

€ 000	31 Dec. 2025	31 Dec. 2024
Employer's liability insurance premiums	530	532
Special compensation/bonuses	5,657	7,972
Holiday entitlement	1,883	1,951
Time unit credits	2,393	2,901
Missing supplier invoices	1,128	1,066
Severance payments	1,161	87
Transfer company	1,288	0
Financial statement costs	574	542
Other deferred liabilities	607	807
Total	15,221	15,858



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35. OTHER FINANCIAL LIABILITIES

Other financial liabilities consist of the following items:

€ million	31 December 2025			31 December 2024		
	Total	current	non-current	Total	current	non-current
Derivative financial instruments	203	0	203	599	29	570
Liabilities from factoring	0	0	0	185	185	0
Liabilities to customers	859	859	0	716	716	0
Remaining other financial liabilities	121	121	0	221	221	0
Total	1,183	980	203	1,721	1,151	570

36. OTHER NON-FINANCIAL LIABILITIES

Other non-financial liabilities are classified as current and consist of the following items:

€ 000	31 Dec. 2025	31 Dec. 2024
Other tax liabilities	4,082	3,812
Liabilities from social security	475	659
Remaining other non-financial liabilities	1,211	959
Total	5,768	5,430



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NOTES TO THE CASH FLOW STATEMENT

The cash flow statement shows the cash inflows and outflows of R. STAHL in the reporting period.

The cash flows are classified according to their nature as cash flows from operating, investing and financing activities.

Using the indirect method, the relevant changes in balance sheet items are adjusted for consolidation effects. This approach causes differences in the changes of the respective balance sheet items as shown in the published consolidated balance sheet.

Cash flow from operating activities includes the following items:

€ 000	2025	2024
Interest received	121	86
Interest paid	-2,823	-3,341
Dividends received	3	0
Income tax refunds/credits	426	1,325
Income tax payments	-2,242	-3,139



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Development of interest-bearing liabilities in the 2025 financial year and in the prior year and the reconciliation to cash flow from financing activities are shown below:

€ 000	Carrying amount 1 Jan. 2025	Non-cash adjustments		Non-cash adjustments			Carrying amount 31 Dec. 2025
		Borrowing (+)	Repayment (-)	Currency translation	Addition/disposal	Other	
Interest-bearing loans	44,929	+11,553	-9,477	-4	+745	0	47,746
Lease liabilities	16,118	0	-4,562	-175	+1,658	+391	13,430
Total	61,047	+11,553	-14,039	-179	+2,403	+391	61,176

€ 000	Carrying amount 1 Jan. 2024	Non-cash adjustments		Non-cash adjustments			Carrying amount 31 Dec. 2024
		Borrowing (+)	Repayment (-)	Currency translation	Addition/disposal	Other	
Interest-bearing loans	50,338	+16,269	-21,876	-18	216	0	44,929
Lease liabilities	16,601	0	-4,352	-54	+3,526	+397	16,118
Total	66,939	+16,269	-26,228	-72	+3,742	+397	61,047



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According to IFRS 8, companies must disclose individual financial data on business segments. IFRS 8 adopts the so-called “management approach”, according to which segment reporting only discloses financial information used by the company’s decision-makers for internal control of the company. The internal reporting and organizational structure is decisive here as well as such financial values as are used for decision-making in regard to the allocation of resources and evaluation of profitability.

R. STAHL AG serves as the holding company for the different subsidiaries. The subsidiaries submit a monthly income statement and balance sheet. Monthly consolidated financial statements are then created at Group level which are used to manage the Group’s overall development.

The key performance indicators for R. STAHL are sales and earnings before interest, taxes, depreciation and amortization (EBITDA) pre exceptionals. Internal reporting corresponds to external IFRS reporting. A reconciliation statement is therefore not necessary. Furthermore, the Executive Board regularly monitors the following financial and economic parameters: order intake and order backlog, as well as earnings before taxes (EBT).

The following table provides a breakdown by region:

2025 € 000	Germany	Central region without Germany	America	Asia/Pacific	Total
Revenue from sales to external customers	71,546	152,534	34,616	54,290	312,986
Carrying amounts of non-current assets	99,125	20,252	232	6,559	126,168

2024 € 000	Germany	Central region without Germany	America	Asia/Pacific	Total
Revenue from sales to external customers	79,714	162,824	40,198	61,412	344,148
Carrying amounts of non-current assets	100,071	21,287	692	8,435	130,485

In the regional analysis, sales are allocated based on the location of the customer. Assets of R. STAHL are assigned based on the location of the respective subsidiary that carries this asset in its balance sheet. In accordance with IFRS 8.33, assets comprise all non-current Group assets with the exception of financial instruments, deferred tax assets, post-service benefits and rights from insurance agreements.

The following table provides a breakdown by product area:

2025 € 000	Components	Systems	Services and rents	Total
Revenue from sales to external customers	186,325	120,333	6,328	312,986
	(59.6%)	(38.4%)	(2.0%)	(100.0%)

2024 € 000	Components	Systems	Services and rents	Total
Revenue from sales to external customers	202,028	136,517	5,603	344,148
	(58.7%)	(39.7%)	(1.6%)	(100.0%)



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In the reporting period and in the previous year, no individual external customer accounted for more than 10% of total sales.

In the reporting period, no individual country (with the exception of Germany and Norway) and in the previous year (with the exception of Germany and Norway), accounted for more than 10% of total sales.

OTHER DISCLOSURES

37. INFORMATION ON FINANCIAL INSTRUMENTS

Valuation of financial instruments

The following table shows the reconciliation of the carrying amounts and fair values reported in the balance sheet to the individual categories of financial instruments as well as their classification into fair value hierarchy levels in accordance with IFRS 13.



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		Carrying amounts of financial instruments			Fair value hierarchy levels		
€ 000	Carrying amount 31 Dec. 2025	Measured at amortized cost	Fair value (recognized in profit or loss)	Fair value (recognized directly in equity)	Level 1	Level 2	Level 3
Non-current financial assets							
Other investments	34	0	34	0	0	0	34
Loans to subsidiaries	560	560	0	0	0	0	0
Derivatives without hedging relationship	120	0	120	0	0	120	0
Other financial assets	340	340	0	0	0	0	0
Current financial assets							
Trade receivables	39,320	34,013	5,307	0	0	5,307	0
Derivatives without hedging relationship	12	0	12	0	0	12	0
Other financial assets	4,546	2,603	1,943	0	0	1,943	0
Cash and cash equivalents	12,885	12,885	0	0	0	0	0
Non-current financial liabilities							
Interest-bearing loans	45,973	45,973	0	0	0	0	0
Derivatives without hedging relationship	203	0	203	0	0	203	0
Current financial liabilities							
Interest-bearing loans	1,773	1,773	0	0	0	0	0
Trade payables	15,486	15,486	0	0	0	0	0
Other financial liabilities	980	980	0	0	0	0	0
Thereof aggregated by measurement category in accordance with IFRS 9							
Financial assets – at amortized cost	50,400	50,400	–	–			
Financial assets – fair value through profit and loss	7,415	–	7,415	–			
Financial liabilities – at amortized cost	64,251	64,251	–	–			
Financial liabilities – fair value through profit and loss	203	–	203	–			



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€ 000	Carrying amount 31 Dec. 2024	Carrying amounts of financial instruments			Fair value hierarchy levels		
		Measured at amortized cost	Fair value (recognized in profit or loss)	Fair value (recognized directly in equity)	Level 1	Level 2	Level 3
Non-current financial assets							
Other investments	34	0	34	0	0	0	34
Loans to subsidiaries	302	302	0	0	0	0	0
Other financial assets	355	355	0	0	0	0	0
Current financial assets							
Trade receivables	48,032	42,976	5,056	0	0	5,056	0
Other financial assets	4,965	1,719	3,246	0	0	3,246	0
Cash and cash equivalents	16,268	16,268	0	0	0	0	0
Non-current financial liabilities							
Interest-bearing loans	43,714	43,714	0	0	0	0	0
Derivatives without hedging relationship	570	0	570	0	0	0	0
Current financial liabilities							
Interest-bearing loans	1,215	1,215	0	0	0	0	0
Trade payables	17,609	17,609	0	0	0	0	0
Derivatives without hedging relationship	29	0	29	0	0	29	0
Other financial liabilities	1,122	1,122	0	0	0	0	0
Thereof aggregated by measurement category in accordance with IFRS 9							
Financial assets – at amortized cost	61,620	61,620	–	–			
Financial assets fair value through profit and loss	8,336	–	8,336	–			
Financial liabilities – at amortized cost	63,727	63,727	–	–			
Financial liabilities – fair value through profit and loss	599	–	599	–			



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The consolidated financial statements have been prepared using the cost principle. One exception is the recognition of derivative financial instruments and receivables not tendered as part of factoring, which are recognized at fair value. Other investments are also recognized at fair value.

The carrying amounts of cash and cash equivalents, as well as current account loans closely approximate their fair values given the short maturity of these financial instruments. The carrying amounts of receivables and liabilities are based on historical costs, subject to usual trade credit terms, and also closely approximate their fair values.

The fair value of non-current liabilities is based on currently available interest rates for borrowing with the same maturity and credit rating profiles. The fair values of external liabilities does not currently deviate from the carrying amounts.

To present the reliability of the valuation of financial instruments at fair value in a comparable manner, IFRS introduced a fair-value-hierarchy with the following three levels:

- Valuation on the basis of exchange price or market price for identical assets or liabilities (Level 1)
- Valuation on the basis of exchange price or market price for similar instruments or on the basis of assessment models that are based on market observable input parameters (Level 2)
- Valuation on the basis of assessment models with significant input parameters that are not observable on the market (Level 3)

In financial year 2025, there were no reclassifications among the various fair value hierarchies.

The following total proceeds and total expenses arose from valuation at fair value of the derivative financial instruments of Level 2 held on 31 December 2025:

€ 000	2025	2024
Recognized in the income statement		
Derivatives	528	-648
Recognized in equity		
Derivatives in a hedging relationship	0	0



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Net result from financial instruments

The following table shows the net result from financial instruments as defined by IFRS 7, broken down by measurement category and by impact on earnings recognized during the financial year.

NET RESULT FROM FINANCIAL INSTRUMENTS IN 2025

€ 000	Currency		Fair value measurement	Write-down		Disposal	Net result
	Exchange rate gains	Exchange rate losses	FVTPL	Impairment loss	Value adjustment		
Financial assets – at amortized cost	2,481	-1,899	0	-1,498	940	-13	11
Financial assets – FVTPL	0	0	303	0	0	0	303
Financial liabilities – at amortized cost	384	-582	0	0	0	0	-198
Financial liabilities – FVTPL	0	0	225	0	0	0	225
Total	2,865	-2,481	528	-1,498	940	-13	341

NET RESULT FROM FINANCIAL INSTRUMENTS IN 2024

€ 000	Currency		Fair value measurement	Write-down		Disposal	Net result
	Exchange rate gains	Exchange rate losses	FVTPL	Impairment loss	Value adjustment		
Financial assets – at amortized cost	1,935	-2,031	0	-1,218	538	3	-773
Financial assets – FVTPL	0	0	0	0	0	0	0
Financial liabilities – at amortized cost	612	-214	0	0	0	38	436
Financial liabilities – FVTPL	0	0	-648	0	0	0	-648
Total	2,547	-2,245	-648	-1,218	538	41	-985



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38. FINANCIAL RISKS AND DERIVATIVE FINANCIAL INSTRUMENTS

Principles of risk management

The Group's risk management is designed to identify, assess and mitigate significant financial risks arising from its ongoing business activities. These include, in particular, currency, interest rate, liquidity and credit risks. The objective is to reduce fluctuations in cash flows and earnings and to ensure the Group's financial stability.

Financial risks are managed centrally by the treasury department of the parent company based on internal guidelines. Derivative financial instruments are used exclusively for hedging purposes in connection with financing, underlying operating transactions or planned transactions. The Group uses interest rate swaps to limit interest rate risks arising from interest-bearing loans with variable rates. Forward exchange contracts are used to hedge currency risks arising from planned foreign currency transactions and foreign currency loans. The Group does not engage in speculative trading.

The execution and monitoring of hedging transactions are carried out in accordance with established rules of competence. The assessment of risks and the hedging instruments used is reviewed regularly and adjusted to reflect changes in the underlying market parameters.

The Group is primarily exposed to market price risks arising from exchange rate and interest rate fluctuations. To mitigate these risks, derivative financial instruments are used to an appropriate extent. Credit and liquidity risks are managed through ongoing monitoring of cash flows, financing partners and available liquidity reserves.

Derivative financial instruments

R. STAHL uses derivative financial instruments to limit currency and interest rate risks arising from underlying operational and financial transactions. Forward exchange contracts or currency swaps are used to hedge exchange rate risks. To minimize interest rate risks, interest rate swaps are used to convert variable interest payments on financial liabilities into fixed interest payments, thereby reducing interest rate volatility. Derivative financial instruments are entered into exclusively for hedging purposes.

To hedge currency risks and interest rate risks, derivative financial instruments for the currency US dollar and Norwegian krone and interest rate derivatives were held in the form of forward foreign exchange contracts and currency swaps on 31 December 2025.

The fair value of derivative financial instruments was determined on the basis of the following methods and assumptions. The fair values of forward exchange transactions were determined as the present value of the cash flows, based on the respective contractually agreed forward rates and the forward rate at the balance sheet date. The fair value of the interest rate derivative is determined from the expected discounted future cash flows, based on current market parameters.

The derivative financial instruments used were not included in formal hedging relationships in accordance with IFRS 9 during the financial year. Changes in fair value were therefore recognized directly in income.



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The following hedging transactions existed on the balance sheet date, whereby a currency derivative with a nominal volume of € 4,089 thousand has a term of 1 to 5 years:

	Nominal volume		Market value	
	31 Dec. 2025	31 Dec. 2024	31 Dec. 2025	31 Dec. 2024
€ 000				
Positive market values				
Currency derivatives without hedging relationship	4,935	0	131	0
Total	4,935	0	131	0
Negative market values				
Currency derivatives without hedging relationship	0	6,117	0	200
Interest rate derivatives without hedging relationship	32,000	32,000	203	399
Total	32,000	38,117	203	599

R. STAHL enters into derivative transactions in accordance with the German master agreement for financial futures. However, these agreements do not meet the criteria for offsetting in the consolidated balance sheet in accordance with IAS 32.42, as it only grants the right to offset in the case of future events, such as the default or insolvency of R. STAHL AG or the counterparties.

As of the balance sheet date, there were no enforceable global netting agreements in place. There was no netting of financial assets and liabilities.

Default risk

R. STAHL is exposed to the risk of counterparty default from its operating business.

In the operating business, accounts receivable are monitored decentrally and on an ongoing basis. Specific valuation allowances are recognized to take account of the default risk.

The maximum default risk is mostly defined by the carrying amounts of financial assets as recognized in the balance sheet, including derivative financial instruments with positive market values.

As of the reporting date, there are no significant agreements that reduce the maximum default risk (such as netting agreements) other than the factoring agreements described under receivables and other assets.



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The credit quality of financial assets is shown in the following table:

€ 000	Gross carrying amount 31 Dec. 2025	Not due	Up to 30 days overdue	31 to 90 days overdue	91 to 180 days overdue	More than 180 days overdue
Trade receivables	41,685	29,247	5,343	2,352	1,608	3,135
Contract receivables	3	3	0	0	0	0
Total	41,688	29,250	5,343	2,352	1,608	3,135

€ 000	Gross carrying amount 31 Dec. 2024	Not due	Up to 30 days overdue	31 to 90 days overdue	91 to 180 days overdue	More than 180 days overdue
Trade receivables	49,905	31,214	6,566	3,673	2,898	5,554
Contract receivables	0	0	0	0	0	0
Total	49,905	31,214	6,566	3,673	2,898	5,554

The overwhelming majority of financial assets that are overdue but have not been value-adjusted have been overdue for a short time – mostly as a result of customers' invoice processing and payment procedures. Payments were adjusted in individual cases during the reporting year. This had no material impact on credit risk or risk provisions.

R. STAHL applied an impairment matrix for the measurement of expected credit defaults on trade receivables (risk provision). Risk provisions take into account historical value adjustments, the current situation and future estimates. An average default rate was determined for risk provisions. Valuation allowances are formed if the customer is insolvent or facing a liquidity bottleneck or does not respond to reminders.



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The following table shows the risk provision calculated using an impairment matrix:

€ 000	Gross carrying amount 31 Dec. 2025	Average default rate	Risk provision	Valuation allowance	Net carrying amount 31 Dec. 2025
Not due	29,247	0.2%	42	92	29,113
Up to 30 days overdue	5,343	1.3%	68	14	5,261
31 to 90 days overdue	2,352	0.0%	0	63	2,289
91 to 180 days overdue	1,608	0.0%	0	327	1,281
More than 180 days overdue	3,135	0.0%	0	1,759	1,376
Total	41,685	0.3%	110	2,255	39,320

€ 000	Gross carrying amount 31 Dec. 2024	Average default rate	Risk provision	Valuation allowance	Net carrying amount 31 Dec. 2024
Not due	31,214	0.3%	74	0	31,140
Up to 30 days overdue	6,566	0.6%	37	2	6,527
31 to 90 days overdue	3,673	0.0%	0	72	3,601
91 to 180 days overdue	2,898	0.0%	0	277	2,621
More than 180 days overdue	5,554	0.0%	0	1,411	4,143
Total	49,905	0.3%	111	1,762	48,032



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Allowances for trade receivables developed as follows:

€ 000	Total	Valuation allowance	Risk provision
1 January 2025	1,872	1,762	110
Currency difference	-54	-51	-3
Amounts written off	-11	-11	0
Reversed amounts	-940	-853	-87
Increase in credit losses recognized through profit or loss	1,498	1,408	90
31 December 2025	2,365	2,255	110

€ 000	Total	Valuation allowance	Risk provision
1 January 2024	1,237	1,124	113
Currency difference	-8	-8	0
Amounts written off	-35	-35	0
Reversed amounts	-539	-426	-113
Increase in credit losses recognized through profit or loss	1,217	1,107	110
31 December 2024	1,872	1,762	110

Liquidity risk

To ensure that R. STAHL is always able to pay its debts and has the necessary financial flexibility for business operations, the liquidity trend is regularly monitored.

The following table provides a breakdown of financial liabilities (non-discounted cash flows) with residual contract maturities.

The cash flows shown include the contractually expected interest payments as well as the principal payments on the underlying financial liabilities.

Cash flows					
€ 000	Carrying amount 31 Dec. 2025	1 year	1 to 5 years	More than 5 years	Total
Interest-bearing loans	47,746	3,817	49,036	2,303	55,156
Lease liabilities	13,430	3,474	6,456	4,805	14,735
Total	61,176	7,291	55,492	7,108	69,891

Cash flows					
€ 000	Carrying amount 31 Dec. 2024	1 year	1 to 5 years	More than 5 years	Total
Interest-bearing loans	44,929	3,345	47,598	2,591	53,634
Lease liabilities	16,118	3,712	7,783	5,904	17,399
Total	61,047	7,157	55,381	8,495	71,033

The cash flows for derivative financial instruments are presented in the table below. If the contract provides for a net settlement of cash flows, these are also reported on a net basis.



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		Cash flows			
€ 000	Carrying amount 31 Dec. 2025	1 year	1 to 5 years	More than 5 years	Total
Derivatives with positive market values					
Expected cash outflows	131	844	2,930	0	3,774
Expected cash inflows		846	2,982	0	3,828
Derivatives with negative market values					
Expected cash outflows	203	210	0	0	210
Expected cash inflows		0	0	0	0

		Cash flows			
€ 000	Carrying amount 31 Dec. 2024	1 year	1 to 5 years	More than 5 years	Total
Derivatives with positive market values					
Expected cash outflows		0	0	0	0
Expected cash inflows		0	0	0	0
Derivatives with negative market values					
Expected cash outflows	599	2,133	4,594	0	6,727
Expected cash inflows		2,028	4,089	0	6,117

With regard to the liquidity risk, we also refer to the [Risk and opportunity report](#) as part of the combined management report in the section on [Financial risks](#).

At the end of the period, the Group had access to € 73,031 thousand (2024: € 74,860 thousand) in undrawn credit lines (cash lines).

Currency risks

R. STAHL's exposure to currency risks results primarily from its operating business activity. Foreign currency risks arise in particular from planned transactions as well as receivables and liabilities that are settled in a currency other than the functional currency of the respective Group company (transaction risks).

The Group generally hedges foreign currency risks only in specific cases, provided that these are deemed material or could significantly impact the underlying cash flows. Foreign exchange forward contracts are used on an ad hoc basis for hedging purposes.

To the extent that foreign currency risks are not mitigated or are only partially mitigated by hedging measures, the potential effects of exchange rate changes are quantified as part of a sensitivity analysis. Our sensitivity analyses for foreign exchange rate developments are based on the following assumptions:

The sensitivity analysis illustrates the impact of hypothetical changes in the euro exchange rate against all currencies relevant in relation to the company on earnings before taxes. This analysis takes into account the significant monetary foreign currency positions existing as of the balance sheet date – in particular receivables, liabilities and foreign exchange derivatives.



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	2025		2024	
	Increase in foreign currency exchange rate by 10%	Decrease in foreign currency exchange rate by 10%	Increase in foreign currency exchange rate by 10%	Decrease in foreign currency exchange rate by 10%
€ 000				
Impact on earnings before taxes	130	-184	2,101	-467
from financial assets	-356	360	-321	317
from financial liabilities	166	-158	142	-135
from currency derivatives	320	-386	2,280	-649

Interest rate risks

R. STAHL's interest rate risks stem primarily from its financing activities. They arise in particular from financial liabilities with variable interest rates as well as from changes in general market interest rates. The Group manages interest rate risks within the framework of its financing structure and uses derivative financial instruments for hedging only in specific cases, provided such measures are economically justified. Interest rate swaps are used in isolated instances to limit interest rate risks arising from interest-bearing loans with variable rates.

To quantify the remaining interest rate risks, a sensitivity analysis is presented below, which shows the effects of hypothetical changes in market interest rates on earnings before taxes.

	2025		2024	
	Increase in interest rate by 100 basis points	Decrease in interest rate by 100 basis points	Increase in interest rate by 100 basis points	Decrease in interest rate by 100 basis points
€ 000				
Impact on earnings before taxes	-159	256	77	42
from financial assets	131	-33	138	-31
from financial liabilities	-453	453	-519	519
from interest rate derivatives	163	-164	458	-446

Other price risks

IFRS 7 also requires disclosures on the impact of hypothetical changes in other price risk variables on the prices of financial instruments. The main risk variables in this regard are stock market prices and indices. As of 31 December 2025 and 31 December 2024, R. STAHL had no material financial instruments in its portfolio that were subject to other price risks.



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39. CONTINGENT LIABILITIES AND OTHER FINANCIAL OBLIGATIONS

No provisions were formed for the following contingent liabilities stated at nominal value as the probability of their occurrence is regarded as low. There were no contingent assets as of 31 December 2025.

€ 000	31 Dec. 2025	31 Dec. 2024
Sureties	3,515	3,671
Guarantees	973	1,085
Other obligations	344	260
Total	4,832	5,016

Other financial obligations include future payments from off-balance sheet material contractual obligations. They are composed as follows:

€ 000	31 Dec. 2025	31 Dec. 2024
Order commitments – property, plant and equipment	204	1,806
Obligations from rental agreements for office and operating equipment	1,084	830
Obligations from rental agreements for real estate	2,138	2,219
Total	3,426	4,855

There were no contingent lease payments or subleases as of 31 December 2025.

40. RELATED PARTY DISCLOSURES

General disclosures on IAS 24

Pursuant to IAS 24 (Related party disclosures), persons or entities that control or are controlled by the R. STAHL Group must be disclosed unless they are already included in R. STAHL's consolidated financial statements as a consolidated entity. A controlling influence is deemed to exist if a shareholder holds more than half of the voting rights in R. STAHL AG or has the option pursuant to the Articles of Association or contractual provisions to control the financial or business policy of R. STAHL's management.

Moreover, the disclosure requirement according to IAS 24 also pertains to transactions with associates and transactions with related natural persons that have a substantial influence on the financial and business policy of R. STAHL including close relatives or intermediary companies. Significant influence on R. STAHL's financial and operating policies may be based on a shareholding in R. STAHL AG of 20% or more, a seat on the Executive Board or Supervisory Board of R. STAHL AG or any other key management position.

In financial year 2025, R. STAHL was affected by disclosure requirements of IAS 24 exclusively with regard to business relationships with members of the Executive Board and Supervisory Board.



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Executive Board and Supervisory Board

Members of the Supervisory Board

Peter Leischner, Frankfurt a.M.

- Chairman
- Independent management consultant, Frankfurt

Prof. Dr. Peter Hofmann, Straubing

- Deputy Chairman
- Self-employed technology consultant

Dennis Alexander Stahl, Munich

- Founder and Managing Director, OnePurpose Network GmbH, Munich

Andreas Müller, Rösrath

- Global Head of Controlling at KHD Humboldt Wedag International AG, Cologne
- Member of the Executive Board of KHD Humboldt Wedag Vermögensverwaltungs-AG, Cologne

Dr. Renate Neumann-Schäfer, Überlingen

- Independent management consultant, Überlingen
- Deputy Chairwoman of the Supervisory Board of Goldhofer AG, Memmingen
- Deputy Chairwoman of the Foundation Board of the Finance Committee of the Samaritan Foundation, Nürtingen
- President of the German Rose Association e.V., Baden-Baden

Harald Rönn, Berlin

- Managing Partner, ACapital Beteiligungsberatung GmbH, Frankfurt
- Managing Director, Paulista GmbH, Berlin
- Managing Partner, Alpha Beteiligungsberatung GmbH & Co. KG, Frankfurt

Klaus Erker, Dörzbach¹⁾

- Chairman of the Works Council at the Waldenburg site (until 16 October 2025)
- Deputy Chairman of the joint Works Council of R. STAHL Schaltgeräte GmbH, Waldenburg (until 16 October 2025)
- Chairman of the Group Works Council (until 16 October 2025)

Bettina Beer, Krautheim¹⁾

- Order management clerk at R. STAHL Schaltgeräte GmbH, Waldenburg

Nikolaus Simeonidis, Bretzfeld¹⁾

- Deputy Chairman of the Works Council at the Waldenburg site
- Chairman of the joint Works Council at R. STAHL Schaltgeräte GmbH, Waldenburg
- Deputy Chairman of the Group Works Council

Members of the Executive Board

Dr. Mathias Hallmann, Karlsruhe

- Chief Executive Officer, CEO (until 31 December 2025)
- Responsible for Operations & Supply Chain Management, Human Resources, Finance, Quality Management, Governance & Sustainability, Corporate Communication

Dr. Claus Bischoff, Vaihingen an der Enz

- Deputy Chairman of the Executive Board (since 1 October 2025)
- Chief Executive Officer, CEO (since 1 January 2025)

Tobias Popp, Michelfeld

- Chief Commercial Officer, CCO
- Responsible for Sales & Marketing, Technology & Portfolio as well as IT & Digitalization



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Compensation

Compensation for management in key positions of the R. STAHL Group that must be disclosed in accordance with IAS 24 includes the compensation for the active Executive Board and Supervisory Board.

The compensation report is prepared in accordance with Section 162 (1) AktG and is made publicly available on R. STAHL's website in accordance with the provisions of Section 162 (4) AktG.

Executive Board and Supervisory Board compensation

Dr. Claus Bischoff was appointed to the Executive Board with effect from 1 October 2025. His compensation for the period from 1 October 2025 to 31 December 2025 has therefore been included on a pro rata basis. In the previous year, Tobias Popp's compensation for the period from 1 September 2024 to 31 December 2024 was recognized on a pro rata basis.

The total compensation of the Executive Board in the reporting year is as follows:

€ 000	2025	2024
Annual basic salary	850	550
Short-term variable compensation ¹⁾	273	204
Long-term variable compensation ¹⁾	265	250
Special bonus	0	0
Subsidy for health, long-term care and pension insurance ²⁾	32	19
Compensation in kind	37	29
Total	1,457	1,052

¹⁾ The amounts of the short-term and long-term variable compensation relate to the payment in 2025 for the 2024 financial year.

²⁾ Subsidy for health, long-term care and pension insurance in the amount which the employer would incur if the Executive Board member had the status of an employee.

Annual basic salary for the Executive Board amounted to € 850 thousand in the reporting period (2024: € 550 thousand). Short-term variable compensation amounted to € 363 thousand (2024: € 204 thousand) and the long-term variable compensation amounted to € 265 thousand (2024: € 250 thousand). The company grants a subsidy for the health, long-term care and pension insurance to the Executive Board member in the amount which the employer would incur if the Executive Board member had the status of an employee. In the reporting period, this subsidy amounted to € 32 thousand (2024: € 19 thousand). The Executive Board received benefits in kind worth € 37 thousand (2024: € 29 thousand). These relate to the costs of the leased cars that are provided.

Pension provisions are not provided for active members of the Executive Board.

The compensation of the members of the Supervisory Board amounted to € 485 thousand in the reporting year (2024: € 465 thousand). This includes fixed compensation of € 300 thousand (2024: € 300 thousand) and compensation for committee work of € 185 thousand (2024: € 165 thousand).

Furthermore, with regard to the compensation of the Executive Board and the Supervisory Board, we refer to the compensation report, which is available on the R. STAHL website.

No advances or loans were granted or waived to members of the Executive Board or Supervisory Board in 2025.

Total compensation of former Executive Board members and former Managing Directors

Former members of the Executive Board, as well as former Managing Directors and their survivors received a total of € 616 thousand in financial year 2025 (2024: € 622 thousand).

As of 31 December 2025, the present value of pension obligations for former members of the Executive Board as well as former Managing Directors and their survivors amounted to € 6,821 thousand (2024: € 7,329 thousand).



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Shares in R. STAHL AG held by members of the Executive Board and Supervisory Board

As of the balance sheet date, 17,050 shares of the company were held by the Executive Board. Members of the Supervisory Board held 247,708 shares in the company.

R. STAHL AG does not have any stock option plans or similar securities-based incentive systems for members of the Executive Board or Supervisory Board.

OTHER MANDATORY DISCLOSURES AND DISCLOSURES REQUIRED BY THE GERMAN COMMERCIAL CODE (HGB)

41. DECLARATION PURSUANT TO SECTION 161 OF THE GERMAN STOCK CORPORATION ACT (AKTG) CONCERNING COMPLIANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE

We complied with the code of conduct recommended by the German Government Commission on the German Corporate Governance Code in the past financial year with a few individual exceptions. We will continue to comply with the majority of its recommendations in future. We have made a corresponding declaration of compliance which is accessible to the public on our website www.r-stahl.com in the section [Corporate/Corporate Governance/Corporate Governance Declaration/Declaration of Compliance](#).

42. AUDITOR FEES

The following table shows the fees of BDO AG Wirtschaftsprüfungsgesellschaft and the companies of the worldwide BDO group recognized as expenses for the services rendered to R. STAHL Group and to the consolidated subsidiary.

€ 000	2025	2024
Financial statement audits	491	480
thereof BDO AG Wirtschaftsprüfungsgesellschaft	408	352
Other certification and valuation services	0	15
thereof BDO AG Wirtschaftsprüfungsgesellschaft	0	15
Total	491	495



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43. OTHER INFORMATION IN ACCORDANCE WITH HGB

A domination agreement exists between R. STAHL AG and the following companies:

- GGF – Gesellschaft für Grundstücksvermietung und Finanzierungsvermittlung mbH, Waldenburg
- R. STAHL LECTIO GmbH, Waldenburg
- R. STAHL Schaltgeräte GmbH, Waldenburg
- R. STAHL HMI Systems GmbH, Cologne
- R. STAHL Services GmbH, Waldenburg
- R. STAHL SUPERA GmbH, Waldenburg

There is also a profit transfer agreement between R. STAHL AG and the following subsidiaries:

- R. STAHL Schaltgeräte GmbH, Waldenburg
- R. STAHL HMI Systems GmbH, Cologne
- GGF – Gesellschaft für Grundstücksvermietung und Finanzierungsvermittlung mbH, Waldenburg
- R. STAHL LECTIO GmbH, Waldenburg
- R. STAHL SUPERA GmbH, Waldenburg

R. STAHL Schaltgeräte GmbH, Waldenburg R. STAHL HMI Systems GmbH, Cologne, GGF – Gesellschaft für Grundstücksvermietung und Finanzierungsvermittlung mbH, Waldenburg, and R. STAHL Services GmbH, Waldenburg fulfilled the requirements of Section 264 (3) HGB and have thus made use of the exemption clause with regard to the preparation of notes to the annual financial statements and a management report as well as the disclosure of their annual financial statements for financial year 2025.

With reference to Section 264 (3) HGB, use is made of the exemption clause with regard to the preparation of notes and the disclosure of annual financial statements for financial year 2025 of R. STAHL LECTIO GmbH, Waldenburg, R. STAHL SUPERA GmbH, Waldenburg. The necessary prerequisites pursuant to Section 264 (3) HGB are met.

44. EVENTS AFTER THE BALANCE SHEET DATE

There were no significant events after the balance sheet date.



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45. LIST OF SHAREHOLDINGS

The following table shows R. STAHL Group's shareholdings pursuant to Section 313 (2) HGB.

Name and registered offices of the company	Consolidation status	Capital stake in %
Domestic companies		
GGF – Gesellschaft für Grundstücksvermietung und Finanzierungsvermittlung mbH, Waldenburg	F; c	100.00
R. STAHL HMI Systems GmbH, Cologne	F; c	100.00
R. Stahl Schaltgeräte GmbH, Waldenburg	F; c	100.00
R. Stahl Services GmbH, Waldenburg	F; c	100.00
Abraxas Grundstücksverwaltungsgesellschaft mbH & Co. Vermietungs KG, Mainz	I; n. c.	49.58
R. STAHL LECTIO GmbH, Waldenburg	F; c	100.00
R. STAHL SUPERA GmbH, Waldenburg	F; c	100.00
Foreign companies		
R. STAHL Gulf FZCO, Dubai (United Arab Emirates)	F; c	100.00
R. STAHL AUSTRALIA PTY LTD, Sutherland (Australia)	F; c	100.00
Stahl N.V., Dendermonde (Belgium)	F; c	100.00
R. STAHL do Brasil Ltda, Sao Caetano (Brazil)	F; c	100.00
R. STAHL, LTD., Edmonton (Canada)	F; c	100.00
R. STAHL Schweiz AG, Unterentfelden (Switzerland)	F; c	100.00
R. STAHL (HONGKONG) CO., LIMITED, Hong Kong (China)	F; c	100.00
R. STAHL EX-PROOF (SHANGHAI) CO., LTD., Shanghai (China)	F; c	100.00
R. STAHL France S.A.S., Avignon (France)	F; c	100.00
R. STAHL Limited, Birmingham (UK)	F; c	100.00
R. STAHL PRIVATE LIMITED, Chennai (India)	F; c	100.00
R. STAHL S.r.l., Rozzano (Italy)	F; c	100.00
R. STAHL JAPAN Kabushiki Kaisha, Tokyo (Japan)	F; c	100.00
R. STAHL CO., LTD, Seoul (Korea)	F; c	100.00
Electromach B.V., Hengelo (Netherlands)	F; c	100.00
R. STAHL NORGE AS, Stavanger (Norway)	F; c	100.00
R. STAHL TRANBERG AS, Stavanger (Norway)	F; c	100.00
R. STAHL NORGE AS, Lorenskog (Norway)	F; c	100.00
OOO R. STAHL, Moscow (Russia)	F; c	100.00
ZAVOD Goreltex Co. Ltd., Saint Petersburg (Russia)	I; n. c.	25.00
R. STAHL PTE LTD, Singapore (Singapore)	F; c	100.00
INDUSTRIAS STAHL, S.A., Madrid (Spain)	F; c	100.00
R. STAHL SOUTH AFRICA (PTY) LTD, Johannesburg (South Africa)	F; c	70.00
R. STAHL, INC., Houston/Texas (USA)	F; c	100.00



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The companies are identified by their respective Group-relevant status as either fully consolidated enterprise (F), associated enterprise (A) or other investment (I) stating whether it is consolidated (c) or not consolidated (n.c.).

Waldenburg, 30 March 2026

R. STAHL Aktiengesellschaft

Dr. Claus Bischoff

Chief Executive Officer / CEO

Tobias Popp

Chief Commercial Officer / CCO



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Responsibility Statement

We attest – to the best of our knowledge – that the Consolidated Financial Statements in accordance with applicable reporting principles give a true and fair view of the Group's income, financial, and asset position, and that the Group Management Report, which is combined with the Management Report of R. STAHL Aktiengesellschaft, includes a fair review of the development and performance of the business and the position of the Group, together with a description of the material opportunities and risks associated with the expected development of the Group.

Waldenburg, 30 March 2026

R. STAHL Aktiengesellschaft

Dr. Claus Bischoff

Chief Executive Officer / CEO

Tobias Popp

Chief Commercial Officer / CCO



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Audit Opinion of the Independent Auditor

to R. STAHL Aktiengesellschaft, Waldenburg

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE COMBINED MANAGEMENT REPORT

AUDIT OPINIONS

We have audited the consolidated financial statements of R. STAHL Aktiengesellschaft, Waldenburg, Germany and its subsidiaries (the Group) – consisting of the consolidated balance sheet as at 31 December 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 1 January 2025 to 31 December 2025, as well as the notes to the consolidated financial statements, including of material information on accounting methods.

We have also audited the combined management report (report on the position of the company and the Group) of R. STAHL Aktiengesellschaft for the financial

year from 1 January 2025 to 31 December 2025. In accordance with German legal requirements, we have not audited the contents of the components of the combined management report referred to under “Other information”.

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 issued by the International Accounting Standards Board (IASB) (hereinafter “IFRS accounting standards”) as adopted by the EU, and the additional requirements of German commercial law pursuant to Section 315e (1) 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 31 December 2025 and of its financial performance for the financial year from 1 January 2025 to 31 December 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 the German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the combined management report does not extend to the contents of the components of the combined management report referred to under “Other information”.

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 of the combined management report in accordance with Section 317 HGB and the EU Audit Regulation (No. 537/2014, hereinafter referred to as “EU Audit Regulation”) and in compliance with German generally accepted accounting standards established by the German Institute of Certified Public Accountants (Institut der Wirtschaftsprüfer, IDW). Our responsibilities under those requirements and principles are further described in the “Auditor’s responsibilities



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for the audit of the consolidated financial statements and of the combined management report” section of our audit opinion. In accordance with the requirements of European law and German commercial and professional law, we are independent of the group entities and have fulfilled our other German professional responsibilities in accordance with these requirements.

In addition, and in accordance with Article 10 (2) 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 1 January 2025 to 31 December 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our auditor’s opinion thereon; we do not provide a separate audit opinion on these matters.

We have determined the following matter to be the key audit matter to be communicated in our auditor’s report:

Impairment of Goodwill

Description of issue

Goodwill of € 9.9 million, corresponding to 3.8% of the consolidated balance sheet total, is disclosed in the consolidated financial statements of R. STAHL Aktiengesellschaft under the balance sheet item “Intangible assets.” Goodwill was allocated to cash-generating units.

The Company tests its cash-generating units (CGU) with goodwill for impairment at least once a year, and additionally if there is any indication of impairment, using a so-called impairment test. The basis for measurement is a valuation model using the so-called discounted cash flow method. If the carrying amount of a cash-generating unit exceeds the recoverable amount, an impairment loss is recognized in the amount of the difference.

An assessment of the recoverability of goodwill is complex and requires the legal representatives to make numerous estimates and discretionary decisions, in particular with regard to the amount of future cash flows, the growth rate used for forecasting cash flows beyond the detailed planning period, and the discount rate to be used. Due to the significant uncertainties associated with measurement, the impairment test for goodwill required our special attention and was therefore identified as a key audit matter.

The disclosures of R. STAHL Aktiengesellschaft regarding goodwill impairment are included in Sections 2. Accounting methods and “17. Intangible assets” of the notes to the consolidated financial statements.

Auditor’s response

In the course of our audit, we assessed the appropriateness of the key assumptions and discretionary parameters, as well as the calculation methods used in the impairment tests. We gained an understanding of the planning system and planning process, as well as the significant assumptions made by the legal representatives during planning. We checked the forecast of future cash flows in the detailed planning period with the planning approved by the Supervisory Board and reviewed the planning accuracy of the companies on the basis of an analysis of actual and planned deviations in the past and in the current financial year. We checked the underlying assumptions for the planning and the growth rates assumed in forecasting the cash flows beyond the detailed planning period by comparing them with past developments and current industry-specific market expectations. In the case of significant goodwill whose CGUs showed a low degree of planning accuracy, the assumed revenue growth and expected cost structures in particular were critically examined with regard to accuracy. As even small changes in the discount rate used can have a significant effect on the calculated size of the recoverable amount of the respective CGU, we checked the discount rate with our measurement specialists, who assessed the appropriateness of the parameters used, including market risk premiums and beta factors, with the aid of market data. Our audit also included the sensitivity analyses performed by R. STAHL



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Aktiengesellschaft, in particular with regard to the effects of possible changes in the cost of capital, the assumed sales growth rates and the expected cost structure.

OTHER INFORMATION

The legal representatives or the Supervisory Board are responsible for the other information. The other information includes:

- the information contained in the section “Non-financial Group statement” of the combined non-financial statement included in the combined management report
- the separately published declaration on corporate governance referred to in the section “Declaration of corporate governance in accordance with section 289f HGB and section 315d HGB” of the combined management report
- the information contained in the combined management report that is not part of the management report and is marked as not audited. These include the section “Effectiveness of the monitoring systems”
- the other parts of the combined management report, with the exception of the audited consolidated financial statements and combined management report, as well as our audit opinion

Our audit opinions on the consolidated financial statements and the combined management report do not cover the other information and we do not therefore express an opinion or any other form of audit conclusion on this information.

In connection with our audit of the consolidated financial statements, 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, the combined management report or our knowledge obtained during the audit, or
- otherwise appears to be materially misstated.

RESPONSIBILITY OF THE LEGAL REPRESENTATIVES AND THE SUPERVISORY BOARD FOR THE CONSOLIDATED FINANCIAL STATEMENTS AND THE COMBINED MANAGEMENT REPORT

The legal representatives are responsible for the preparation of consolidated financial statements which comply, in all material respects, with those IFRS accounting standards adopted by the EU and the additional requirements of German 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 financial position and performance of the Group. In addition, the legal representatives are responsible for such internal controls as they have deemed necessary to enable the preparation of consolidated financial statements which is free from material misstatement due to fraud or error (i.e., manipulation of the financial statements and misappropriation of assets).

In preparing the consolidated financial statements, the legal representatives are responsible for assessing the Group’s ability to continue as a going concern. They also have the responsibility to disclose, if applicable, matters related to continuing as a 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 discontinue operations, or there is no realistic alternative.

The legal representatives are also responsible for preparation of the combined management report which, as a whole, provides an accurate picture of the Group’s position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. In addition, the legal representatives are responsible for such arrangements and measures (systems) which they deem necessary to enable the preparation of a combined management report in accordance with the applicable German legal requirements, and to enable the provision of sufficient appropriate evidence for the assertions in the combined management report.

The Supervisory Board is responsible for monitoring the Group’s accounting process for the preparation of the consolidated financial statements and the combined management report.



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RESPONSIBILITY OF THE AUDITOR FOR THE AUDITING OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE COMBINED MANAGEMENT REPORT

Our objective is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the combined management report as a whole provides an accurate picture of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained during the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an audit opinion which includes our opinions on the consolidated financial statements and on the combined management report.

Reasonable assurance is a high level of assurance but no guarantee that an audit conducted in accordance with Section 317 HGB and the EU Audit Regulation and pursuant to German generally accepted accounting standards as established by the German Institute of Certified Public Accountants (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are deemed material if, individually or as a whole, 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 engagement. We also

- identify and assess the risks of material misstatement of the consolidated financial statements and the combined management report, plan and perform audit procedures as a response to these risks, and obtain audit evidence which is sufficient and appropriate to provide a basis for our audit opinions. The risk that a material misstatement resulting from fraud will not be detected is higher than the risk that a material misstatement resulting from errors will not be detected, as fraud may involve collusion, forgery, intentional omissions, misleading representations or the circumvention of internal controls.
- obtain an understanding of the internal controls of relevance to the audit of the consolidated financial statements and of the relevant provisions and measures for the auditing of the combined management report in order to

plan audit procedures which are appropriate for the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls or on the effectiveness of these arrangements and measures.

- evaluate the appropriateness of the accounting policies used by the legal representatives and the reasonableness of estimates made by the legal representatives and the related disclosures;
- make conclusions about the appropriateness of the going concern basis of accounting used by the legal representatives and, based on the audit evidence obtained, about whether a material uncertainty exists related to events or conditions which 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 auditor's opinion to the related disclosures in the consolidated financial statements and in the combined management report or, if such disclosures are not appropriate, to modify our respective audit opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's opinion. However, future events or conditions may cause the Group to cease to continue as a going concern;
- evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures and whether the consolidated financial statements present the underlying transactions and events in such a way that the consolidated financial statements give a true and fair picture of the Group's financial position and performance in compliance with those IFRS accounting standards adopted by the EU and the additional requirements of German law pursuant to Section 315e (1) HGB.
- plan and perform the audit of the consolidated financial statements to obtain adequate appropriate audit evidence regarding the financial information of the entities or business segments within the Group to provide a basis for our audit opinions on the consolidated financial statements and on the combined management report. We are responsible for the direction, supervision and review of the audit activities performed for the purpose of the audit of the consolidated financial statements. We bear sole responsibility for our audit opinions.
- assess the consistency of the combined management report with the consolidated financial statements, its compliance with the legal provisions and the view it gives of the Group's position.
- perform procedures on the prospective information presented by the legal representatives in the combined management report. In particular, we obtain sufficient appropriate audit evidence to evaluate the underlying significant assumptions used by the legal representatives for forward-looking



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statements and evaluate the proper derivation of the forward-looking statements from these assumptions. We do not express a separate opinion on the forward-looking statements nor on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the forward-looking statements.

We discuss with those charged with governance, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the internal controls which we identify during our audit.

We issue a statement to those charged with governance that we have complied with the relevant independence requirements, and discuss with them all relationships and other matters which may reasonably be assumed to have a bearing on our independence and the safeguards put in place and, where relevant, the actions or protective measures taken to eliminate any threats to independence. Of the matters discussed with those charged with governance, we determine which matters were of most significance for the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our audit opinion unless laws or other regulations preclude public disclosure of the matter.

OTHER STATUTORY AND OTHER LEGAL REQUIREMENTS

REPORT ON THE AUDIT OF THE ELECTRONIC REPRODUCTIONS OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE COMBINED MANAGEMENT REPORT PREPARED FOR DISCLOSURE PURPOSES IN ACCORDANCE WITH SECTION 317 (3A) OF THE GERMAN COMMERCIAL CODE (HGB)

Audit opinion

In accordance with Section 317 (3a) of the German Commercial Code (HGB), we have performed a reasonable assurance review to determine whether the reproductions of the consolidated financial statements and the combined management report (hereinafter also referred to as the “ESEF documents”) contained in the file “RSTAGLAG-2025-12-31-en.xbri” and prepared for disclosure purposes comply in all material respects with the requirements of Section 328 (1) of the German Commercial Code regarding the electronic reporting format (“ESEF format”). In accordance with German legal requirements, this audit extends only to the transfer of the information in the consolidated financial statements and the combined management report into the ESEF format and therefore not to the information contained in these reproductions nor to any other information contained in the abovementioned file.

In our opinion, the reproductions of the consolidated financial statements and the combined management report contained in the above-mentioned file and prepared for the purpose of disclosure comply in all material respects with the requirements of Section 328 (1) of the German Commercial Code (HGB) concerning the electronic reporting format. Other than this opinion and our opinions on the accompanying Consolidated financial statements and on the accompanying combined management report for the financial year from 1 January 2024 to 31 December 2024 included in the preceding “Report on the audit of the consolidated financial statements and the combined management report”, we do not express any opinion on the information included in these reproductions or on the other information included in the above-mentioned file.



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Basis for the audit opinion

We conducted our audit of the reproductions of the consolidated financial statements and the combined management report contained in the above-mentioned file in accordance with Section 317 (3a) HGB and the IDW Auditing Standard: Audit of electronic reproductions of financial statements and management reports prepared for disclosure purposes in accordance with Section 317 (3a) HGB (IDW PS 410 (06.2022)). Our responsibility is further described in the section “Responsibility of the auditor of the consolidated financial statements for the audit of the ESEF documents.” Our auditing practice applied the requirements of the IDW Quality Management Standards: Requirements for Quality Management in Auditing Firms (IDW QMS 1 (09.2022)).

Responsibility of the legal representatives and the Supervisory Board for the ESEF documents

The company’s legal representatives are responsible for the preparation of the ESEF documents with 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 certification of the consolidated financial statements in accordance with Section 328 (1) Sentence 4 No. 2 HGB.

Furthermore, the company’s legal representatives are responsible for the internal controls they deem necessary to enable the preparation of the ESEF documents that are free from material non-compliance, whether due to fraud or error, with the electronic reporting format requirements of Section 328 (1) HGB.

The Supervisory Board is responsible for overseeing the preparation process of the ESEF documents as part of the financial reporting process.

Responsibility of the auditor of the consolidated financial statements for the audit of the ESEF documents

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material non-compliance, whether due to fraud or error, with the requirements of Section 328 (1) HGB. We exercise professional judgment and maintain professional skepticism throughout the engagement. We also

- identify and assess the risks of material non-compliance with the requirements of Section 328 (1) HGB, whether due to fraud or error, plan 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 controls relevant to the audit of 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.
- we assess the technical validity of the ESEF documentation, i.e. whether the file containing the ESEF documentation complies with the requirements of the Delegated Regulation (EU) 2019/815, as amended at the reporting date, regarding the technical specification for the file.
- we assess whether the ESEF documentation provides a consistent XHTML representation of the audited consolidated financial statements and the audited combined management report.
- we evaluate whether the labeling of the ESEF documents with inline XBRL technology (iXBRL) in accordance with Articles 4 and 6 of the delegated regulation (EU) 2019/815 as applicable on the reporting date allows for an adequate and complete machine-readable XBRL copy of the XHTML rendering.

OTHER DISCLOSURES IN ACCORDANCE WITH ARTICLE 10 EU APRVO

We were elected as auditors by the Annual General Meeting on 3 June 2025. We were commissioned by the Supervisory Board on 24 October 2025. We have been the Group auditor of the consolidated financial statements of R. STAHL Aktiengesellschaft without interruption since financial year 2017.



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We declare that the opinions expressed in this audit opinion are consistent with the additional report to the Audit Committee pursuant to Article 11 of the EU Audit Regulation (audit report).

OTHER ISSUES – USE OF THE AUDITORS' REPORT

Our audit opinion always has to be read in combination 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 ESEF format – including the versions to be published in the corporate register – are simply electronic reproductions of the audited consolidated financial statements and the audited combined management report and are not intended to replace them. The ESEF opinion and our audit opinion contained therein can only be used in combination with the audited ESEF documents provided in electronic form.

AUDITOR RESPONSIBLE

The auditor responsible for the audit is Andreas Schuster.

Stuttgart, 30 March 2026

BDO AG
Wirtschaftsprüfungsgesellschaft

Andreas Gebert
Auditor

Andreas Schuster
Auditor



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IMPORTANT COMPANY-RELEVANT TERMS

Certification

An accredited body reviews, evaluates and confirms in writing (certify) that products, services, systems, processes, companies or persons comply with a certain fixed set of criteria.

EPC (Engineering, Procurement and Construction)

Refers to the common form of project execution in plant construction and the corresponding contract forms in which the contractor is the general contractor who commits to supplying a turnkey plant.

Explosion protection

Special field that deals with protection against explosions and their effects. It is part of safety technology and serves as prevention against damage caused by explosions.

HMI (Human Machine Interface)

Equipment technology for operating and monitoring of processes.

IECEX

System of the International Electro-technical Commission for certifying equipment used in an explosive atmosphere.

Management team

The most senior management body at R. STAHL, consisting of the Executive Board and all department heads.

NEC

National Electrical Code of the USA for certifying electrical installations.

OEM (Original Equipment Manufacturer)

Company that produces parts and equipment that may be marketed by another manufacturer.

Upstream – Midstream – Downstream

Terms used to describe various production stages in the oil and gas industry. Exploration and production (upstream), storage and transport, (midstream), conversion and delivery to the end customer (downstream).

IMPORTANT FINANCIAL AND ECONOMIC TERMS

CapEx

CapEx (capital expenditures) is a metric from the EU Taxonomy Regulation covering certain investments made in a financial year.

Corporate Governance

Responsible company management and control focused on long-term value creation.

CSRD

The Corporate Sustainability Reporting Directive (CSRD) is a European Union directive requiring companies to report comprehensively on their sustainability performance. It expands on the previous requirements of the Non-Financial Reporting Directive (NFRD) and stipulates the application of the European Sustainability Reporting Standards (ESRS) with the aim of improving transparency and comparability.

Digital Product Passport

The DPP (Digital Product Passport) is a central, mandatory element of the Ecodesign for Sustainable Products Regulation (ESPR) and provides comprehensive information about a product's materials, manufacture, environmental footprint and recycling in a digital and accessible way. The DPP is accessible through a digital nameplate, e.g. using a QR code.

DNSH

The "Do No Significant Harm" principle, which is part of the EU Taxonomy, states that an economic activity can only be considered sustainable if it Do No Significant harm the achievement of other EU environmental objectives.

EBIT (Earnings Before Interest and Taxes)

Generally used for the assessment of the earnings situation of companies, especially within the scope of an international comparison.

EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization)

Another common metric used to assess the earnings situation of companies in an international comparison.



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EBITDA pre exceptionals

EBITDA before exceptional items, i.e. one-time, non-recurring costs and income, in particular restructuring expenses, impairment losses, expenses for the design and implementation of IT projects, M&A expenses, gains and losses from deconsolidation transactions as well as gains and losses from the disposal of fixed assets not required for operations.

ESG (Environmental, Social, Governance)

The three central dimensions (environmental, social and governance) for describing sustainability.

ESPR (Ecodesign for Sustainable Product Regulation)

The ESPR, which took effect on 18 July 2024, replaces the Ecodesign Directive and strengthens the sustainability of almost all products in the EU single market. It stipulates minimum requirements for durability, reparability, recyclability and energy efficiency. As part of the European Green Deal, the ESPR aims to achieve a resource-efficient circular economy.

ESRS (European Sustainability Reporting Standards)

The European Sustainability Reporting Standards (ESRS) are a set of rules developed by the EU for standardized sustainability reporting by companies within the framework of the Corporate Sustainability Reporting Directive (CSRD).

EU Taxonomy

The EU Taxonomy is a central component of the EU Action Plan on Financing Sustainable Growth, the objectives of which are to redirect the flow of capital into sustainable investments, to integrate sustainability into risk management and to promote transparency and a long-term approach in financial and economic activity.

Freefloat

Number of a company's shares owned by public Investors and can be freely traded in the capital market.

GCGC (German Corporate Governance Code)

Lays out essential requirements for the management and supervision of listed companies in Germany, provides recommendations on standards for good and responsible corporate governance.

IFRS (International Financial Reporting Standards)

Internationally applicable accounting standards that ensure international comparability of consolidated financial statements and meet the information requirements of investors and other users of financial statements through greater transparency.

Manager's Transactions

Security transactions by members of the Executive or Supervisory Board of a listed stock corporation and associated persons or companies with securities of their own company.

Market capitalization

Corresponds to the market price of a listed company. It is calculated based on the market value of a single share multiplied by the number of shares outstanding.

Materiality analysis

The materiality analysis is a central component of the ESRS that requires companies to identify material sustainability topics for their business activities. Both financial materiality and the company's impact on the environment and society must be taken into account.

Minimum Safeguards

The minimum safeguards are an EU Taxonomy concept that ensure companies meet basic social and governance standards. They are based on international guidelines such as the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights.

NACE

The Statistical Classification of Economic Activities in the European Community, commonly referred to as NACE (for the French term "Nomenclature statistique des activités économiques dans la Communauté européenne") is a industry standard classification system.

OpEx

OpEx (operating expenses) is a metric from the EU Taxonomy Regulation covering certain expenses incurred in a financial year.

P/E ratio (price-earnings ratio)

Share price divided by earnings per share.



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Our distributors and partners are also active in other countries and regions. You will find additional information at → www.r-stahl.com

Europe

GERMANY

- ● **R. STAHL Schaltgeräte GmbH**
Waldenburg (Württ.)/Weimar
Tel.: +49 7942 943 0
info@r-stahl.com
- **R. STAHL HMI Systems GmbH**
Cologne
Tel.: +49 221 76 806 1200
info.dehm@r-stahl.com

FRANCE

- **R. STAHL France S.A.S.**
Avignon
Tel.: +33 4 32 40 46 46
info.fr@r-stahl.com

GREAT BRITAIN

- **R. STAHL Limited**
Birmingham
Tel.: +44 121 767 64 00
info.uk@r-stahl.com

ITALY

- **R. STAHL s.r.l.**
Milan
Tel.: +39 02 55 30 80 24
info.it@r-stahl.com

NETHERLANDS

- ● **ELECTROMACH B.V.**
Hengelo
Tel.: +31 74 247 24 72
info.nl@r-stahl.com

NORWAY

- **R. STAHL TRANBERG AS**
Stanvanger
Tel.: +47 51 57 89 00
Info.no@r-stahl.com
- **R. STAHL Scandinavia AS**
Lørenskog (near Oslo)
Tel.: +47 94781922
info.no-oslo@r-stahl.com

PORTUGAL

- **INDUSTRIAS STAHL S.A.**
Porto Salvo (Lisbon)
Tel.: +351 21 414 53 15
info.pt@r-stahl.com

SPAIN

- **INDUSTRIAS STAHL, S.A.**
Madrid
Tel.: +34 916 61 55 00
info.es@r-stahl.com

Americas

CANADA

- **R. STAHL LTD.**
Edmonton, Alberta
Tel.: +1 877 416 43 02
info.ca@r-stahl.com

USA

- ● **R. STAHL, INC.**
Houston, Texas
Tel.: +1 832 5396700
info.us@r-stahl.com

Asia

CHINA

- **R. STAHL EX-PROOF (SHANGHAI) CO., LTD.**
Shanghai
Tel.: +86 21 64 85 00 11
info.cn@r-stahl.com

INDIA

- ● **R. STAHL (P) LTD.**
Chennai
Tel.: +91 44 67 300 600
info.in@r-stahl.com

SINGAPORE

- **R. STAHL PTE LTD**
Singapore
Tel.: +65 62 71 95 95
info.sg@r-stahl.com

SOUTH KOREA

- **R. STAHL CO., LTD**
Seoul
Tel.: +82 2 470 88 77
info.kr@r-stahl.com
- Busan (Office)
Tel.: +82 51 462 8846
sales.kr@r-stahl.com

UNITED ARAB EMIRATES

- **R. STAHL Gulf FZCO**
Dubai
Tel.: +971 45 257 400
info.ae@r-stahl.com

Africa

SOUTH AFRICA

- **R. STAHL SOUTH AFRICA (PTY) LTD**
Johannesburg
Tel.: +27 11 608 31 20
info.za@r-stahl.com



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Publisher

R. STAHL AG
Am Bahnhof 30
74638 Waldenburg (Württ.)
Germany
www.r-stahl.com

Information

Judith Schäuble
Investor Relations
T: +49 7942 943-1396
investornews@r-stahl.com

Consulting, concept and design

wagneralliance Kommunikation GmbH,
Offenbach
www.wagneralliance.de

Photography

Alex Schwander Photography, Frankfurt/Main
www.alexschwander.com

This report is available in German and English. Both versions can also be found online on our corporate website www.r-stahl.com in the section [↗ Corporate/Investor Relations/Financial Reports](#). It contains forward-looking statements based on assumptions and estimates of R. STAHL's management. Although we assume that the expectations of these forward-looking statements are realistic, we cannot guarantee that these expectations will prove to be correct. The assumptions may involve risks and uncertainties that could cause the actual results to differ materially from the forward-looking statements. Factors that may cause such discrepancies include: changes in the macro-economic and business environment, exchange rate and interest rate fluctuations, the roll-out of competing products, a lack of acceptance of new products or services, and changes in business strategy. R. STAHL does not plan to update these forward-looking statements nor does it accept any obligation to do so.