



ANNUAL
REPORT
2023

HIGHEST CORROSION PROTECTION WITH LOWEST CO₂ EMISSIONS

For more than 150 years, the name Wuppermann has stood for quality in the processing and finishing of steel. Since its founding in 1872, the medium-sized family business has pursued a strategy of long-term, sustainable growth and consistent value creation in the interests of its customers, employees, and shareholders. Today, Wuppermann is the innovation leader in strip galvanizing and offers the highest corrosion protection with the lowest CO₂ emissions.

Across Europe, the Wuppermann Group has around 800 employees at five production sites in the Netherlands, Austria, Poland, and Hungary as well as in holding and sales companies in Germany, Austria, France, Sweden, and Romania. It is managed by Wuppermann AG as a holding company based in Leverkusen, which is 100 % family-owned.

The product portfolio includes surface-finished flat steel products with zinc, zinc-magnesium coatings and pickled surfaces, as well as tubes, profiles and tube components with the same surface types. Wuppermann products are used in a wide variety of industries: construction, furniture and the automotive industries, solar and energy technology, as well as in the transport sector.

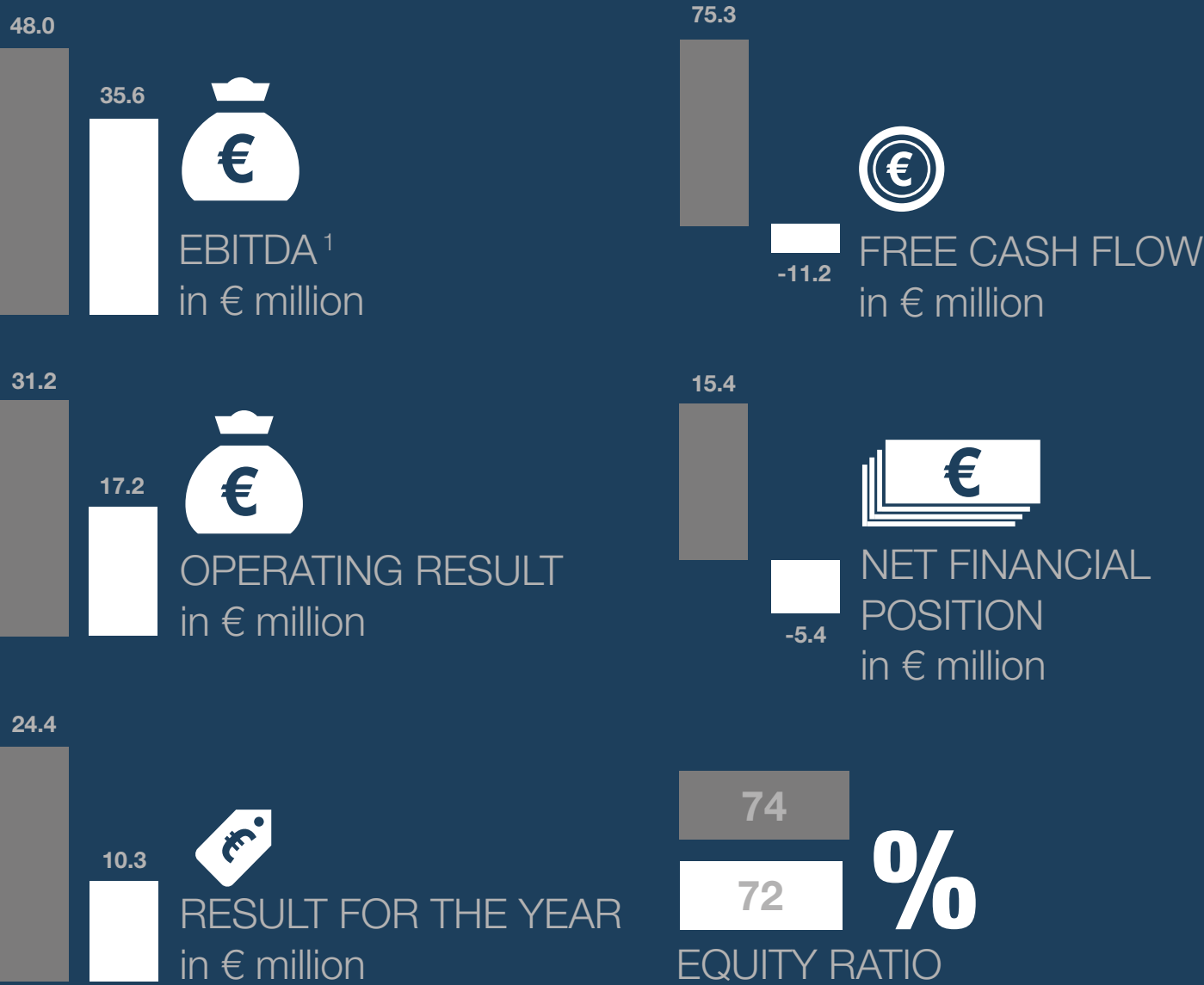
As an independent family business, we want to continuously develop Wuppermann through sustainable and future-oriented action and position ourselves as a specialised company with excellent customer service in the steel industry.

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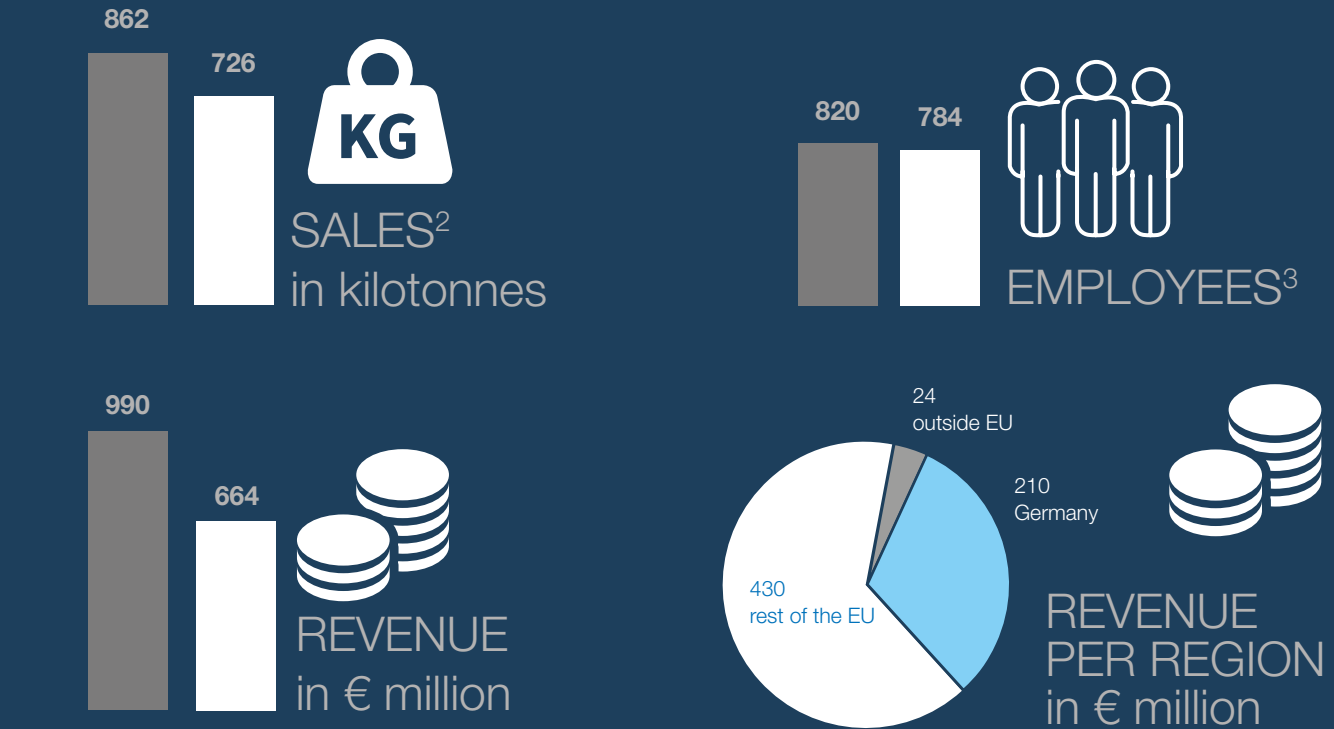
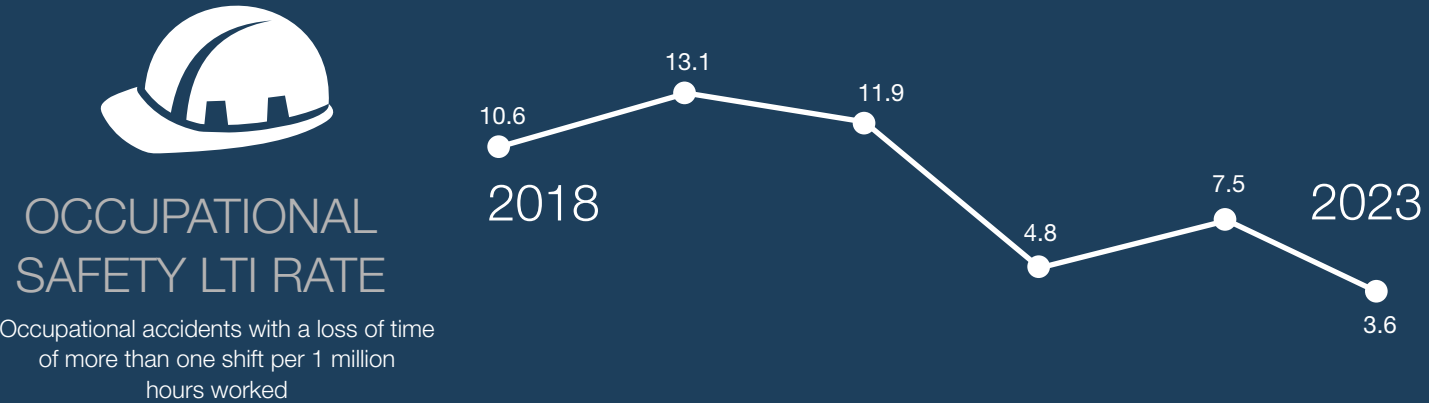
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// WUPPERMANN AT A GLANCE

2022 | 2023



1) Earnings Before Interest, Taxes, Depreciation and Amortisation (operating profit + depreciation)
2) 1A & declassified, excluding scrap and intercompany
3) Total active & inactive employees (headcount) as of 31 December



// MISSION STATEMENT

Striving for
long-term growth
and financial stability

As a medium-sized family business with tradition, quality is our top priority. This applies in particular to the cooperation with our customers and suppliers as well as to our products.

We aim for long-term growth and financial stability.

Our goal is to secure our position as a leading manufacturer of hot-dip galvanized hot-rolled strip in Europe - as the problem solver for the highest corrosion protection requirements on a flat steel basis without CO₂ emissions. In addition, we want to strengthen our niche position as steel tube and profile producer.



Reduce CO₂



Avoid CO₂

PROTECTION is the unifying element of our two core concerns, which we express in our mission statement: PROTECTION in the sense of the durability of STEEL through our top-quality galvanizing. PROTECTION in the sense of preserving the ENVIRONMENT, because our process emits far less CO₂ than the market standard.

// FOREWORD BY THE MANAGEMENT BOARD

Dear shareholders and friends of the company,

the war in Ukraine and the resulting negative impact on the European economy continued in the 2023 reporting year. High inflation, high energy costs, rising interest rates and a decline in investment activity are weighing on European industry. As a result of the further intensification of declining demand in the second half of the year, capacities in the European steel industry were shut down and staff reductions announced. The global political and economic environment has also become more uncertain. The terrorist attack by Hamas in Israel has triggered another war and there is a major real estate crisis in China, the consequences of which for the global economy are not yet foreseeable.

Although the inflation rate and energy costs fell over the course of 2023, they remained at a high level and were therefore a burden on consumption and the economy. As a result, gross domestic product in the eurozone only grew by 0.6 %, while in Germany it even shrank by 0.3 %. The effects were very evident in the European steel industry: Production fell by 6.4% year-on-year in 2023, while consumption of hot-dip galvanized wide strip in the EU fell by 9% year-on-year. At EUR 700 per ton, the average steel price level in 2023 was significantly lower than the average price of EUR 896 per ton of hot-rolled strip in 2022 (MEPS HRC Germany low). Price fluctuation was again high: From EUR 600 per ton in December 2022, the price rose to EUR 840 per ton by April 2023 and then fell again to EUR 600 per ton in October 2023. At

the end of the year, MEPS was quoted at EUR 660 per ton. The price spread between hot-dip galvanized strip and hot-rolled strip fell to an average of EUR 114 per ton in the 2023 financial year compared to EUR 144 per ton in the previous year.

As the hoped-for positive impetus failed to materialize over the course of the year, the Wuppermann Group's sales volume for 2023 as a whole was around 136 kilotons lower than the previous year at 726 kilotons. All locations and product areas are affected to varying degrees by the decline in sales, with the exception of products for the photovoltaic industry. While margins were still at a good level in the first half of the year, they came under pressure in the second half of the year due to the continuing weak demand and the associated fall in prices. As a result, the Wuppermann Group was able to achieve a good net profit in the first half of the year, which was still able to offset the losses recorded in the second half of the year for the first time in many years. Wuppermann Hungary in Győr in particular was under pressure on earnings due to a lack of sales volumes and high energy costs. Overall, the Wuppermann Group closed the year with an EBITDA of 35.6 million euros. Net profit for the year after minority interests totalled 8.9 million euros. The lower result, increased payments for investments, and the financing of the year-on-year increase in working capital resulted in a negative free cash flow of EUR 11.2 million and debt of EUR -5.4 million. The equity ratio fell slightly from 74% to 72%.

Despite the unfavourable conditions, Wuppermann continued to consistently implement the investment plans it had decided on in 2023. The new roll forming line at the Judenburg site successfully went into operation in April 2023. The investment budget of 13 million euros was met; the ramp-up curve of the plant exceeded expectations. Construction of the new dispatch warehouse at the Malomice site began in August 2023. Completion is planned for mid-2024. In the Flat Steel business unit, investments at the Győr site focussed on the zinc-magnesium-coated product WTopCor. Replacement and modernisation investments were predominantly made in the Netherlands. In June 2023, the Management Board and Supervisory Board also decided to invest EUR 39 million in a logistically highly automated, sustainable tube line with a new tube welding line at the Altmünster site. Commissioning is planned for mid-2025. This investment will make WMT future-proof in terms of technology and costs. Investments in the first expansion stage of the photovoltaic systems were finalised across the Group. Each production site and the administrative centre of Wuppermann AG in Leverkusen now has its own power generation capacity. Another important milestone in the sustainability strategy was the launch of the WTopCarb product, a galvanized flat steel with a low carbon footprint. Overall, payments for investments in the 2023 financial year totalled EUR -24.5 million.

The Flat Steel business unit's process digitalisation and standardisation project, WSmart, which was initiated in 2021, was completed in 2023. The customer satisfaction survey, also conducted in 2023, showed a further improvement on the good results from the 2020 customer survey. The proportion of customers who awarded top grades for overall satisfaction and recommendation increased in comparison, particularly in the Flat Steel segment.

In order to further standardise and improve the quality of the management systems and documentation, a group certification of the ISO standards 9001 (quality), 14001 (environment), 45001 (occupational health and safety) and 50001 (energy) was successfully carried out. These certificates are of great importance to many customers and will make it easier to establish new business relationships.

In the reporting year, the Supervisory Board and the Board of Management decided to sell the 35% stake in Galva Metal, which was realised in January 2024. Contrary to plans, no synergies have been realised between Galva and Wuppermann in recent years. In addition, economic and political developments in Turkey made strategic corporate planning more difficult.

As of January 1, 2024, the business units were renamed the "Business Unit Flat Steel" and the "Business Unit Tubes and Profiles".

Growth in the EU is again expected to be weak at just 1.4% in 2024. Although the inflation rate in Europe is expected to fall to 2.9 %, there are currently no signs of a fundamental change in the economy. In this respect, the Wuppermann Group is preparing for a continued weak market environment in the first half of 2024, so that a further decline in earnings is expected for 2024.

Adjusting structures and costs to the expected underutilisation of our plants will be a key focus of the Wuppermann Group's activities in 2024. In addition to intensifying cost management, this includes controlling debt and, for the first time in years, a very restrictive investment policy.

In recognition of the solid earnings and financial situation of the Wuppermann Group as a whole - in view of the ongoing recession - the Board of Management proposes to distribute a dividend of 0.84 euros per share for the 2023 financial year.

We would like to thank you, our shareholders, for the trust you have placed in our company. We would also like to thank the Supervisory Board for its constructive cooperation in 2023. We would particularly like to thank our dedicated employees throughout Europe, whose commitment, flexibility and entrepreneurial behaviour have once again got Wuppermann through this challenging year. Together, we will also overcome the challenges ahead.

Yours sincerely



Johannes Nonn



Dr. Arndt Laßmann



// REPORT OF THE SUPERVISORY BOARD

Dear Shareholders,

before we inform you specifically about the work of the Supervisory Board in the 2023 financial year, we would first like to look back on the past year.

The financial year was characterised by challenging political conditions and a growing recession in Europe. The significant rise in interest rates led to a slump in the construction industry, which is so important for Wuppermann, and the continuing high inflation led to a further substantial increase in labour costs. In this environment, the Wuppermann Group was not able to match the very good results of the previous year, but due to the high margins in the first half of the year, it was still able to achieve a satisfactory result after tax of 10.3 million euros.

The good financial situation of the Wuppermann Group has made it possible to realize investments as planned even in this difficult environment. In addition, the Supervisory Board approved further investments totalling EUR 47.8 million in the past year. In this context, the release of the investment in a new highly automated tube mill at the Altmünster site with an investment volume of EUR 39.0 million should be emphasised.

ADVISORY AND SUPERVISORY ACTIVITIES OF THE SUPERVISORY BOARD

In accordance with the duties and obligations incumbent upon it under the law, the Articles of Association, and the Rules of Procedure, the Supervisory Board carefully and regularly monitored and advised the Management Board in the management of the Company in the past financial year. The Supervisory Board was always able to satisfy itself that the work of the Management Board was lawful, expedient, and proper. The Management Board provided the Supervisory Board with regular, timely, and detailed information. Important individual issues relating to the business, financial, and earnings situation of the Company and the business policy pursued were discussed in detail by the Supervisory Board on the basis of reports and documents submitted by the Management Board. The Supervisory Board received comprehensive information on existing economic risks in a timely manner and was involved in all important decisions of the Wuppermann Group. There were five regular meetings in the 2023 financial year. The current business development and important individual issues of the Company were discussed in detail with the participation of the Management Board. Where approval was required by law or the Articles of Association for decisions or measures taken by the Management Board, the members of the Supervisory Board reviewed the relevant resolutions at the meetings or approved them on the basis of written information. Among the resolutions passed in the past financial year, the approval of the investment in the new tube mill in Altmünster is particularly noteworthy. Reviewing

the implementation of investments that have already been approved, such as the new roll forming line in Judenburg and expansions to the plant in Hungary, were also key topics at the Supervisory Board meetings in 2023. Other key areas of advice included the economic environment, the development of demand and margins, IT security, the implementation of the strategy including the topics of sustainability and WTopCor product development, the upcoming appointments to the Supervisory Board, the financial court proceedings regarding the valuation of the shareholding and the sale of the shareholding in Galva Metal in Turkey. In addition, the Supervisory Board reviewed the efficiency of its work at a meeting.

The Chairman of the Supervisory Board coordinated the work of the Supervisory Board and maintained regular contact with the Spokesman of the Management Board between meetings. In addition, it was informed by the Management Board at two jour-fixe meetings about the current situation of the Company and significant events. It and the Management Board reported on important findings at the latest at the following Supervisory Board meeting. There were no conflicts of interest on the part of members of the Management Board or Supervisory Board, which must be disclosed to the Supervisory Board without delay and reported on at the Annual General Meeting.

ANNUAL FINANCIAL STATEMENTS

The annual financial statements of Wuppermann AG, the consolidated financial statements and the consolidated man-



agement report, including the accounting records, were audited by PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Düsseldorf, and received an unqualified audit opinion. The Supervisory Board acknowledged and approved the results of the audit. Having examined the annual financial statements of Wuppermann AG, the proposal for the appropriation of profits and the consolidated financial statements and consolidated management report, no objections are raised. The Supervisory Board therefore took note of and approved the annual financial statements of Wuppermann AG as at December 31, 2023 presented by the Management Board. The annual financial statements of Wuppermann AG are thus adopted. The Supervisory Board concurs with the Management Board's proposal for the appropriation of net income. The Supervisory Board also approves the consolidated financial statements and the consolidated management report for the financial year 2023.

CHANGES IN THE ORGANS

There were no changes to the executive bodies in the 2023 financial year. The members of the Supervisory Board are (pictured from left to right):

Bernd Wehling, industrial clerk, Altmünster, Austria

Dipl.-Volksw. Peter Bosbach, independent consultant, Herdorf

Dr Silke Landwehrmann (Deputy Chairwoman), Managing Director of Aufam Asset Management GmbH, Düsseldorf

Dr C.L. Theodor Wuppermann (Chairman), businessman, St. Augustin

Dipl.-Kfm. Jan Philipp Wuppermann, Managing Partner of BÜFA Beteiligungen GmbH, Berlin

drs. Max Wuppermann, M.A., businessman, Odenthal

The Supervisory Board would like to thank the members of the Management Board and all employees of Wuppermann AG and all Group companies for their commitment and achievements in the 2023 financial year. The Supervisory Board would like to thank all customers and partners for their co-operation and their trust in the Wuppermann Group.

Leverkusen, March 5, 2024

The Supervisory Board

// REVIEW 2023

3,650 MWH

OF OWN ELECTRICITY FROM PV

Wuppermann has been producing renewable electricity from photovoltaic systems at all five production sites and at its headquarters in Leverkusen since 2023. The PV systems at WH, WA and WMT were already commissioned in 2022, followed by WSN, WPL and WAG in 2023. In the reporting year, Wuppermann already produced around 3,650 MWh of its own electricity.

INVESTMENT IN NEW TUBE MILL IN ALTMÜNSTER

The construction of a new hall complex for two tube welding lines and highly automated primary material and finished goods warehouses was approved by the Management Board and Supervisory Board in mid-2023. The earthworks will begin in early 2024. The project is scheduled for completion in 2026.

WTOPCARB - FLAT STEEL WITH A REDUCED CARBON FOOTPRINT

Since the middle of the year, Wuppermann has been offering its customers steel products with a significantly lower carbon footprint and a corresponding certificate. The name WTopCarb stands for a galvanized hot-rolled strip with a physical reduction of the carbon footprint to a value of less than one ton of CO₂ equivalent per ton (1 t CO₂-eq./t) of galvanized hot-rolled strip. This means that WTopCarb produces significantly less CO₂ than comparable products on the market.

NEW ROLL FORMING LINE AT WA

WA commissioned a new roll forming line in March 2023, significantly expanding its production options and capacities. The total investment amounts to around EUR 13 million.

1,000 ACCIDENT-FREE DAYS AT WUPPERMANN IN MOERDIJK

WSN employees set a new record on May 14, 2023: 1,000 LTI-free days. At the end of 2023, WSN can look back on 1,230 accident-free days.

WMT EXPANDS PRODUCTION HALL FOR LOGISTICS

WMT has expanded the plant with a new hall for the logistics area of sheet metal production in order to be able to optimally load and dispatch the increased dispatch. The new hall with its own lorry access to the main road was put into operation at the beginning of 2023.

INVESTMENTS IN MAŁOMICE

After investing in a new bundling system at the end of 2022 and installing a new inlet on tube welding line 2 at the beginning of 2023, construction work on a new 3,000 m² warehouse started at WPL at the beginning of August. Completion of the hall is planned for mid-2024.

UP TO 54 % LESS CO₂ COMPARED TO THE MARKET STANDARD

Wuppermann has commissioned the Fraunhofer Institute UMSICHT to re-evaluate the environmental impact of the heat-to-coat strip galvanizing process. The Hungarian site and the tube mills were also analysed for the first time. The result: The CO₂ advantage of the Wuppermann process is now even greater where the areas of application for galvanized hot-rolled strip and galvanized cold-rolled strip overlap. The tube production facilities analysed for the first time also impress with low CO₂ emissions in the production process.

START-UP OF WTOPCOR AT WH

In the summer of 2023, WH underwent reorganisation measures with the aim of improving the quality of the zinc-magnesium coating, expanding production options and being able to offer wide strip. Currently, slit strips are offered with a coating up to a zinc layer thickness of ZM 430 and up to a thickness of 3.00 mm.

COMPREHENSIVE ISO CERTIFICATIONS

The Wuppermann Group succeeded in obtaining new ISO 14001 (environmental management), ISO 45001 (occupational health and safety management), and ISO 50001 (energy

management) certification for all sites. In addition, ISO 9001 (quality management) was successfully recertified. Certification at Group level will ensure standards in all certification segments in the future and reduce costs.

PARTICIPATION IN THE BLECHEXPO

Wuppermann took part in a trade fair again for the first time after a five-year break: The international trade fair for sheet metal working took place in Stuttgart from November 7-10, 2023. The WS sales team was available to talk to and provide information to visitors to the trade fair.

// SUSTAINABILITY REPORT

Introduction

As a family business with more than 150 years of tradition, we feel particularly committed to future generations. At Wuppermann, we understand sustainability as a form of ecological and economic action that ensures comparable or better living conditions for present and future generations. Since 2019, we have regularly reported on the goals, measures and implementation status of our sustainability strategy as part of the Annual Report. The Wuppermann Group is not currently subject to any non-financial reporting requirements. In accordance with the EU's Corporate Sustainability Reporting Directive (CSRD), Wuppermann will be required to provide non-financial reporting for the first time for the 2025 reporting year. Nevertheless, our structure is already based on the European Sustainability Reporting Standards (ESRS). Consequently, the report is divided into the areas of Environment & Climate, Social Affairs and Corporate Governance. Furthermore, we are guided by the double materiality principle. Accordingly, we focus on reporting on sustainability aspects on which Wuppermann's business activities have an impact or which have an impact on Wuppermann's business activities.

In addition to implementing our sustainability strategy, the focus in 2023 was on establishing internal reporting systems and further creating transparency in the area of sustainability. This will also be a key focus for 2024. We consider 2018 to be the base year and report all progress in relation to the base year 2018.

Last year, the Wuppermann Group received comprehensive ISO certifications for quality, environment, occupational safety, and energy management.

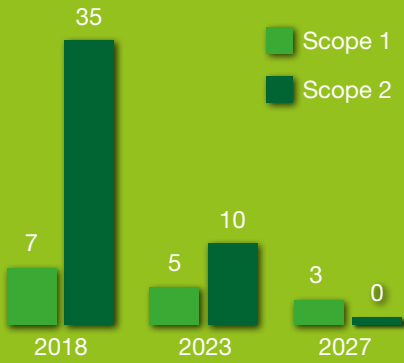
Environment & Climate

CLIMATE CHANGE

Wuppermann galvanizes flat steel products using the so-called "heat-to-coat" process. In 2022, the Fraunhofer Institute for Environmental, Safety and Energy Technology UMSICHT was commissioned to re-examine this process in comparison to conventional galvanizing processes based on fossil fuels. The findings have been available since the beginning of 2023. The results show that the measures taken in recent years are having an effect. The carbon footprint of the galvanizing process has been further reduced and is now up to 54% below the market standard. One of the main reasons for

the very low figure is the switch to electricity from renewable sources, in addition to many measures to reduce specific energy consumption. The tube mills were also included in the study and here, too, it can be seen that access to electricity from renewable sources is a prerequisite for low CO₂ values, which is why the Austrian sites perform better than the production site in Poland. A market comparison could not be carried out in this segment as comparison figures are not currently available.

The Wuppermann Group had to adjust its ambitious target of reducing all Scope 1 and Scope 2 emissions attributable to the production process to



Progress and forecast of CO₂ reduction:



Locations procuring green power

Wuppermann Metalltechnik GmbH, Altmünster, Austria

Wuppermann Austria GmbH, Judenburg, Austria

Wuppermann Staal Nederland B.V., Moerdijk, Netherlands

0 by 2025 over the course of the year. The economic and political framework conditions did not allow for some of the necessary measures to achieve this goal. In particular, measures to substitute natural gas in auxiliary units are not yet economically viable. Our sustainability strategy now envisages achieving this goal by 2027. All other Scope 1 and Scope 2 emissions are to be eliminated by 2030. We remain committed to this goal. The prerequisite for achieving both of these goals is that framework conditions exist in the coming years that allow the sometimes very long amortisation periods of the investments required in this context to be economically justifiable.

- Key measures to avoid Scope 1 and Scope 2 emissions include**
- // use of electricity from renewable sources,
 - // reduction in energy consumption per ton,
 - // realisation of a gas-free production process and
 - // replacement of gas heating systems.

The use of electricity from renewable sources is the biggest lever for reducing CO₂ emissions in the Group. The purchase of such electricity at our sites in the Netherlands and Austria plays a significant role in improving our Scope 2 footprint.

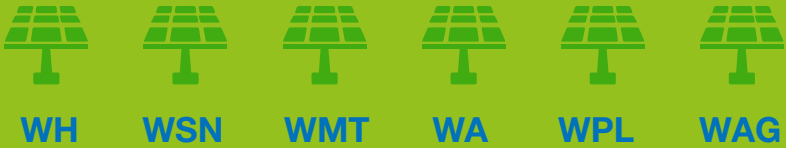
The first expansion stage of the company's own electricity generation from renewable energies was also completed in 2023. Photovoltaic systems have now been installed at every production site and at the company headquarters in Leverkusen. The total nominal output of the six systems was around 4,700 kWp in 2023. A total of approx. 3,650 MWh of electricity was generated, 99% of which was consumed by the company itself, with the remainder being fed into the grid.

Installed nominal capacity (2023):

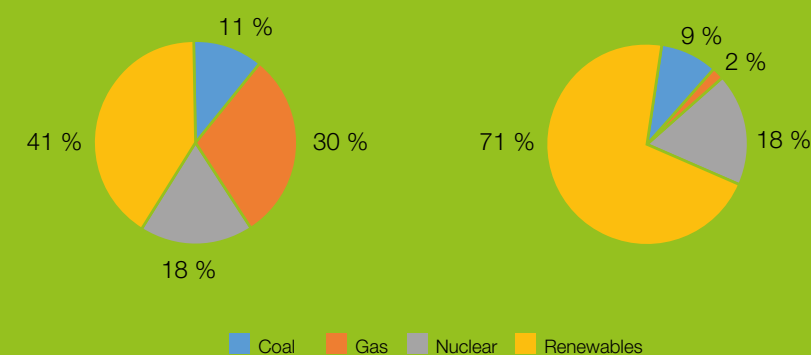
approx. **4,700** kWp/p.a.

Self-generated electricity

approx. **3,650** MWh/p.a.



Electricity mix 2018 Electricity mix 2023



However, the main share of CO₂ emissions is generated in the steel-producing industry, which also accounts for the majority of value creation in the supply chain. These Scope 3 emissions, which are generated in the production of our primary materials, exceed the emissions caused directly by Wuppermann many times over at approx. 1,350 kt CO₂-eq. In this respect, it is essential for Wuppermann as a steel processing company to influence steel manufacturers in the upstream stages of the value chain to also pursue ambitious sustainability goals. Due to the greater complexity of the steel production processes compared to the processing methods at Wuppermann, the reduction of Scope 3 emissions will take longer than the complete avoidance of Scope 1 and 2 emissions. Currently, the supply of CO₂-reduced steel in Europe is still very limited and subject to high surcharges. However, the first quantities of physically CO₂-reduced steel have already been procured for the WTopCarb product. Wuppermann regularly communicates with existing suppliers about the progress of the measures and keeps itself informed about the various projects within and outside Europe to create new, green steel production capacities. The launch of the WTopCarb 2023 product was a milestone for the sustainability strategy and a first step towards reducing the Wuppermann Group's Scope 3 emis-

sions. The Wuppermann Group has set itself the target of reducing Scope 3 emissions by 30 % by 2035. The prerequisite for this is that the announced capacities for green steel are created and the market accepts the surcharges.

At Wuppermann, WTopCarb stands for a galvanized hot-rolled strip with a physical reduction of the carbon footprint to a value of less than 1 t CO₂-eq./t of galvanized hot-rolled strip.

WATER AND MARINE RESOURCES

Healthy rivers, seas and coasts ensure our survival and preserve the livelihoods of all people. The many challenges in the protection and sustainable use of the oceans lie in renaturalisation. Any type of pollution that is discharged into water bodies by industrial companies in the form of wastewater poses a threat. Water is required in very large quantities in industry, particularly for cooling or cleaning purposes.

The "heat-to-coat" process at Wuppermann primarily requires water to cool the belt temperature. When discharging into watercourses, Wuppermann strictly observes the legally required framework conditions. To be able to guarantee this, our galvanizing sites have high-performance water treatment plants and analysis systems.

RESOURCES AND CIRCULAR ECONOMY

Raw materials such as ore, steel, and zinc are scarce resources that are extracted at great expense. This makes it all the more important to use these resources sparingly and to return them to the material cycle. It helps that steel is 100 % recyclable. However, Wuppermann also keeps an eye on all process-relevant raw materials and supplies with the aim of ensuring that all materials that are not supplied to our customers as products are completely recycled. The recycling rate at the two large galvanizing sites is already over 99%. The remaining waste is systematically analysed for recyclability on a recurring basis.

ISO CERTIFICATIONS ENVIRONMENT & ENERGY

By fulfilling the ISO 14001 standard for the entire Group in 2023, Wuppermann is underlining the company's commitment to a responsible approach to environmental aspects and sustainability in its business processes. The ISO 50001 certification also recognises the Group's commitment to efficient energy management and reducing its environmental footprint.

Social affairs

In more than 150 years of entrepreneurship, responsible behaviour towards our employees, who are essentially responsible for and ensure the long-term success of our company, has become firmly anchored in our corporate culture. The following voluntary commitments are therefore documented in the Wuppermann Code of Conduct:

- // exclusion of forced labour,
- // prohibition of child labour,
- // fair pay,
- // fair working hours,
- // freedom of association,
- // prohibition of discrimination,
- // health protection; safety at work,
- // establishment of grievance mechanisms,
- // avoidance of conflict minerals.

The Code of Conduct is based on national laws and regulations as well as international conventions, such as the United Nations Universal Declaration of Human Rights, the Guidelines on the Rights of the Child and Business Conduct, the United Nations Guiding Principles on Business and Human

Rights, the international labour standards of the International Labour Organisation and the United Nations Global Compact.

OUR EMPLOYEES

In addition, Wuppermann AG has signed the Diversity Charter. By signing this agreement, Wuppermann is making a voluntary commitment to diversity management and to ensure that it is practised in everyday business life. The aim of the Diversity Charter is to create a working environment for employees in which everyone is valued and supported equally, regardless of nationality, ethnic origin, gender identity, religion or ideology, disability, age or sexual orientation.

Health protection and safety in the workplace, i.e. the integrity of employees, is a top priority. Occupational safety is therefore to be continuously improved with the aim of reducing the accident rate to zero. The business units and each operating company of the Wuppermann Group are responsible for occupational safety. Occupational safety is measured using the "LTI

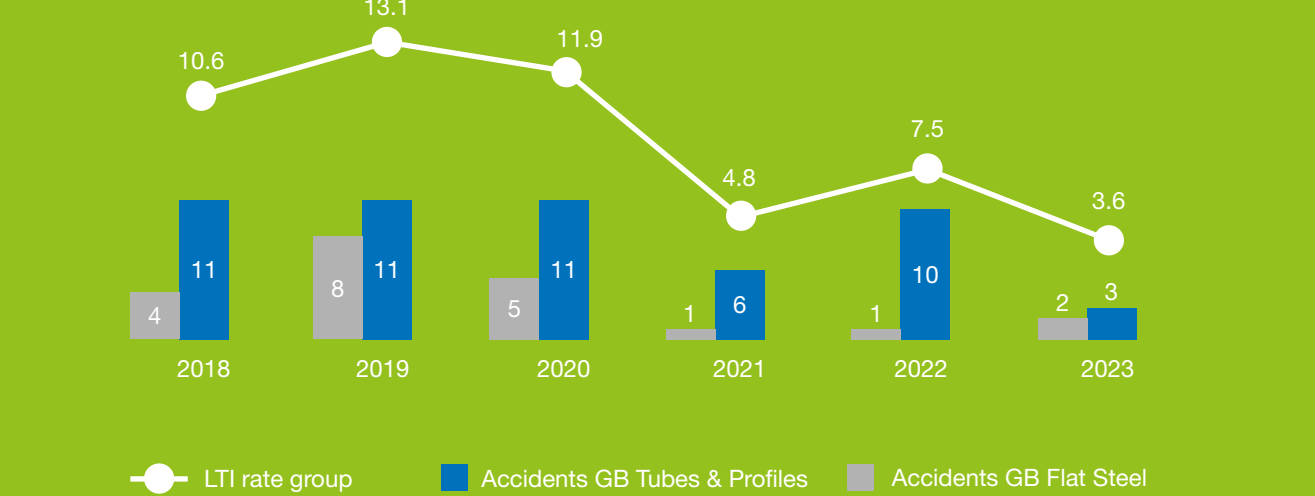
rate" indicator. LTI stands for Lost Time Injury and records accidents at work with more than one shift lost per 1 million hours worked. The LTI ratio is one of three strategic key figures used to manage the Group. The strategic target is an LTI ratio of 0.

The ISO 45001 certification now received confirms the Wuppermann Group's efforts and commitment to ensuring a safe and healthy working environment for all employees.

EMPLOYEES IN THE VALUE CHAIN

The Wuppermann Group expects the same behaviour and the same high standards in dealing with its employees from all suppliers. Suppliers are manufacturers and dealers as well as their upstream suppliers of goods and services of all kinds and logistics service providers. The voluntary commitments that Wuppermann has imposed on itself are also supported by our suppliers. All major suppliers have either signed the Wuppermann Group's Code of Conduct or have submitted a similar voluntary commitment of their own.

LTI rate



Corporate Management

Corporate governance at Wuppermann AG stands for responsible and value-creating corporate management and control in the long term and applies to all company companies. It serves as the basis for transparent corporate action and thus also for the confidence of shareholders, employees, business partners, and the public in the company. Wuppermann AG is a family business, but also a public limited company with high legal requirements regarding the principles of corporate management. In addition, for Wuppermann the traditions, values and interests of the entrepreneurial family - which is currently not operationally active in the company - are an integral part of entrepreneurial activity and corporate identity.

ORGANISATION OF THE SHAREHOLDER FAMILY

The Wuppermann family of shareholders currently consists of 99 shareholders. Members of the shareholder family are all natural persons who are shareholders, as well as their life partners, descendants (including by adoption), and children who have a parental relationship with a shareholder. According to the definition in the articles of association of Wuppermann AG, family members are the descendants (also by adoption) of the company founder Heinrich Theodor Wuppermann. The basis of the actions of the shareholder family and the executive bodies of Wuppermann AG is cross-generational sustainability in the economic, ecological, and social sense. The focus here is particularly on environmental protection. In the medium term, the company wants to operate on a climate-neutral basis. However, the aim is also to sustainably secure and increase the community's asset value in the long term. The shareholder family exercises its shareholder rights at the Annual General Meeting. In a family charter and in the articles of association of Wuppermann AG, the entrepre-

neurial family sets out its values, its self-image and its relationship to the company. In 2010, a Family Shareholder Council (FAR) was created. This acts as a communicative link between the shareholders themselves and between the shareholders on the one hand, and the official bodies of Wuppermann AG on the other. The committee currently consists of ten members of the Wuppermann family.

COMPOSITION OF THE BODIES

The shareholders authorise a nomination committee to draw up proposals for the composition of the Supervisory Board. If members of the shareholder family are active in the Management Board, the majority of the Supervisory Board will be non-family members. The shareholder family must be represented on the Supervisory Board by at least one person. If the Management Board is made up exclusively of non-family members - which has been the case since 2019 - a family member should be elected as Chairman of the Supervisory Board if possible. The Chairman of the Supervisory Board shall discuss possible candidates in the Supervisory Board in good time before a meeting of the Nomination Committee and submit corresponding proposals to the Nomination Committee for discussion. The Supervisory Board currently consists of six members. The members are each appointed for five years. The Management Board is appointed by the Supervisory Board, as is customary for stock corporations. The decision on the appointment or dismissal of a family member to or from the Management Board should be made by the non-family members of the Supervisory Board together with the Chairman of the Supervisory Board. If a member leaves the Management Board, he or she may move directly to the Supervisory Board, but may only run for the position of Chairman after two years.

INFORMATION OF THE SHAREHOLDER FAMILY

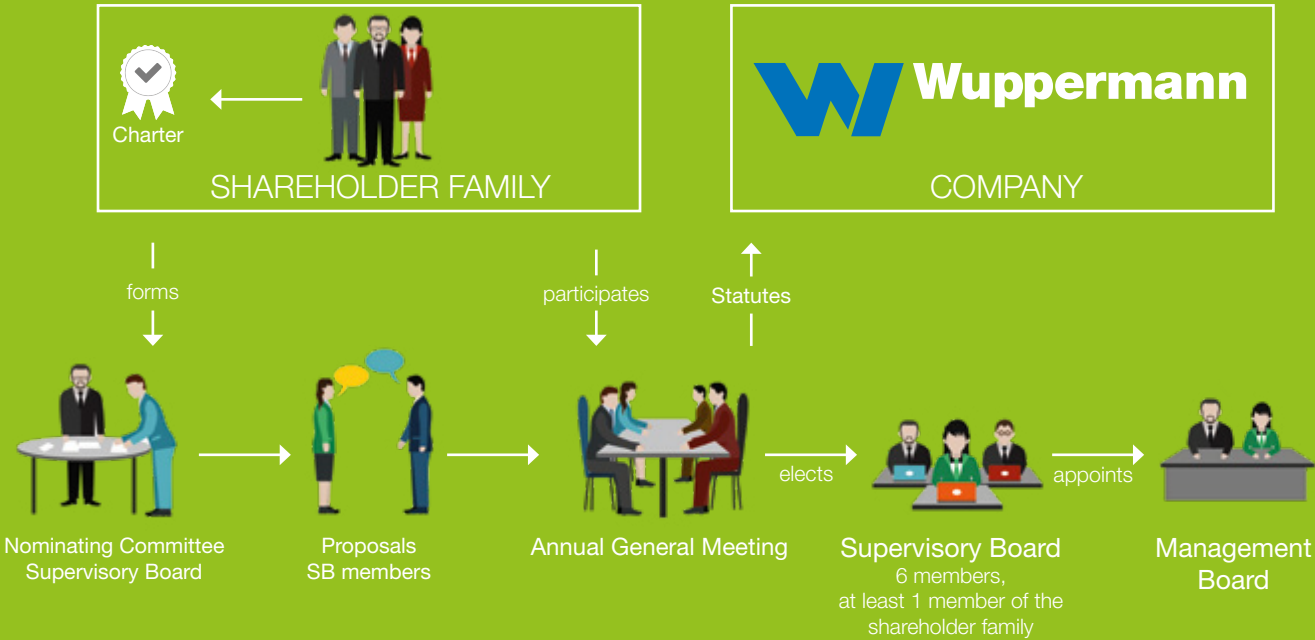
Written information is provided to the shareholders by Wuppermann AG on a quarterly basis. Comprehensive reporting takes place at the Annual General Meeting and once a year at an information event.

WORKING METHODS OF THE SUPERVISORY BOARD

The minimum number of meetings of the Supervisory Board is determined by Article 110 of the German Stock Corporation Act. In addition, the Supervisory Board must be convened if this appears necessary in the interests of the Company or the Management Board of a Supervisory Board members requests one in writing stating the purpose and reasons for convening it. Five Supervisory Board meetings were held in the 2023 financial year.

WORKING METHODS OF THE MANAGEMENT BOARD

Management Board meetings are held regularly, if possible fortnightly, as meetings or video conferences. In the 2023 financial year, 21 board meetings were held. The Management Board is represented to the public and shareholders by the Spokesperson of the Management Board. Regular reporting to the shareholders and the Supervisory Board is generally carried out jointly by the Management Board. The Management Board uses the following main instruments to manage and control the business units, subsidiaries and holding companies:



- // Monitoring risks using a structured risk management system that takes into account the probability of occurrence and the potential economic impact of individual risks,
- // Development and implementation of the Group's strategy,
- // Establishment of a continuous improvement program,
- // Regulation of the reporting obligations and authorisation requirements of the Group companies,
- // Issuing and implementing (Group-wide) guidelines, in particular on compliance, data protection, information security, accounting and employee matters such as company cars and teleworking,
- // Definition of the Group's management principles,
- // Obligation of all Group companies to prepare an annual plan for sales, income statement, balance sheet, investments, cash flow and personnel,

- // Carrying out a monthly performance review of all operating Group companies, taking control measures as required,
- // Revision of the planning for the current financial year twice a year in the so-called 1st and 2nd quarter forecast
- // Agreement on targets and determination of a performance-related remuneration component for the managing directors and senior executives of the Group companies.

CORPORATE COMPLIANCE

The Management Board achieves compliance with and implementation of the relevant statutory provisions and internal corporate guidelines within the scope of the entrepreneurial activities of the Wuppermann Group and its companies, in particular by:

- // Issuing and implementing the compliance guideline and regularly reviewing and, if necessary, adapting it to changes in legal provisions and compliance training,
- // Establishment of an information chain from the employee to line managers, managing directors and the Group's compliance officer,
- // Possibility of direct contact with the Compliance Officer for all employees and implementation of whistle-blower protection,
- // Increasing employees' willingness to report concerns by handling them confidentially and providing an internal compliance reporting address, and
- // Regularly analyse compliance risks in the Group.

The Compliance Officer is the Spokesman of the Management Board.

// DIGITALISATION & INFORMATION SECURITY

Increase quality and speed through

Digitalisation

Wuppermann aims to become the leading manufacturer of hot-dip galvanized hot-rolled strip in Europe. In order to support the necessary, significant growth, processes and systems must be designed for the future. The digitalisation of processes is a key lever in this context, although it is not an end in itself but must always fulfil at least one of the following three objectives: increasing quality, reducing costs, or increasing the speed of a process.

IT ORGANISATION AT WUPPERMANN

The Service IT business unit includes the following areas of responsibility, among others: IT services for all aspects of the workplace, support for hardware as well as physical server and storage systems at all locations, support for various software such as CRM, Docuware or QLIK and, last but not least, increasingly the topic of IT security.

The Business IT department deals with the support and further development of the SAP ERP system at Wuppermann (ERP stands for Enterprise Resource Planning).

W365: SUCCESSFUL MIGRATION TO MICROSOFT 365

Between September 2022 and November 2023, the existing email infrastructure was replaced by Outlook and the previous Office software by Microsoft 365 across the Group under the title W365. The introduction of the new Office software enables modern teamwork and cross-location collaboration based on cloud-based Office applications.

In parallel to the migration of all users, numerous training sessions on the new software were held in the first quarter of 2023. The old e-mail program was switched off in October 2023. An internal survey at the end of the project confirmed that employees were satisfied with the changeover process.

The strategic decision in favour of Microsoft will lead to new projects that will make it possible to take further steps towards standardisation and compatibility.

COMMISSIONING OF THE ROLL FORMING LINE IN JUDENBURG

One of the biggest tasks in the Business IT business unit of Wuppermann Business Services GmbH (WBS) was the IT support for the commissioning of the new roll forming line at Wuppermann Austria GmbH in Judenburg. The aim was to integrate the system into the existing production data acquisition and detailed planning systems. This required extensive adjustments and enhancements in the areas of master data, production planning and drawing management as well as with regard to communication with the plant control system.

OFFER CALCULATOR FURTHER IMPROVED

In addition, the Business IT department has been working intensively on the further development of the quotation calculator. The quote calculator in SAP, which was introduced in 2022, records product and customer data once, completely and as early as possible - in other words, as early as the quote phase. This enables consistent processes, a reduction in effort and susceptibility to errors as well as a standardised way of working. In addition, the clarity and traceability of the quotation process have been greatly improved. In the next step, the calculator is to be expanded so that the input material can also be linked automatically.

TISAX ASSESSMENT

In mid-September 2023, Wuppermann Metalltechnik GmbH (WMT) started the TISAX assessment process together with WBS. The result should be available in May 2024.

The abbreviation TISAX stands for "Trusted Information Security Assessment Exchange". The TISAX assessment originated in the automotive industry. For example, the German Association of the Automotive Industry has been issuing information security requirements for companies since 2005.

With the assessment, WMT ensures that important processes function at an appropriate level of maturity, thereby improving IT security. This not only strengthens existing customer relationships, but also promotes new contacts in the automotive industry.

IT SECURITY

The topic of IT security is also increasingly the focus of attention at Wuppermann. In April 2023, Wuppermann filled a new position for IT security at the Leverkusen site in order to keep a constant eye on IT security throughout the Group, identify vulnerabilities more quickly and further increase IT security.

In 2023, a large number of other measures were implemented throughout the Wuppermann Group: Examples include the adapted password policy and data carrier encryption for all portable devices such as laptops.

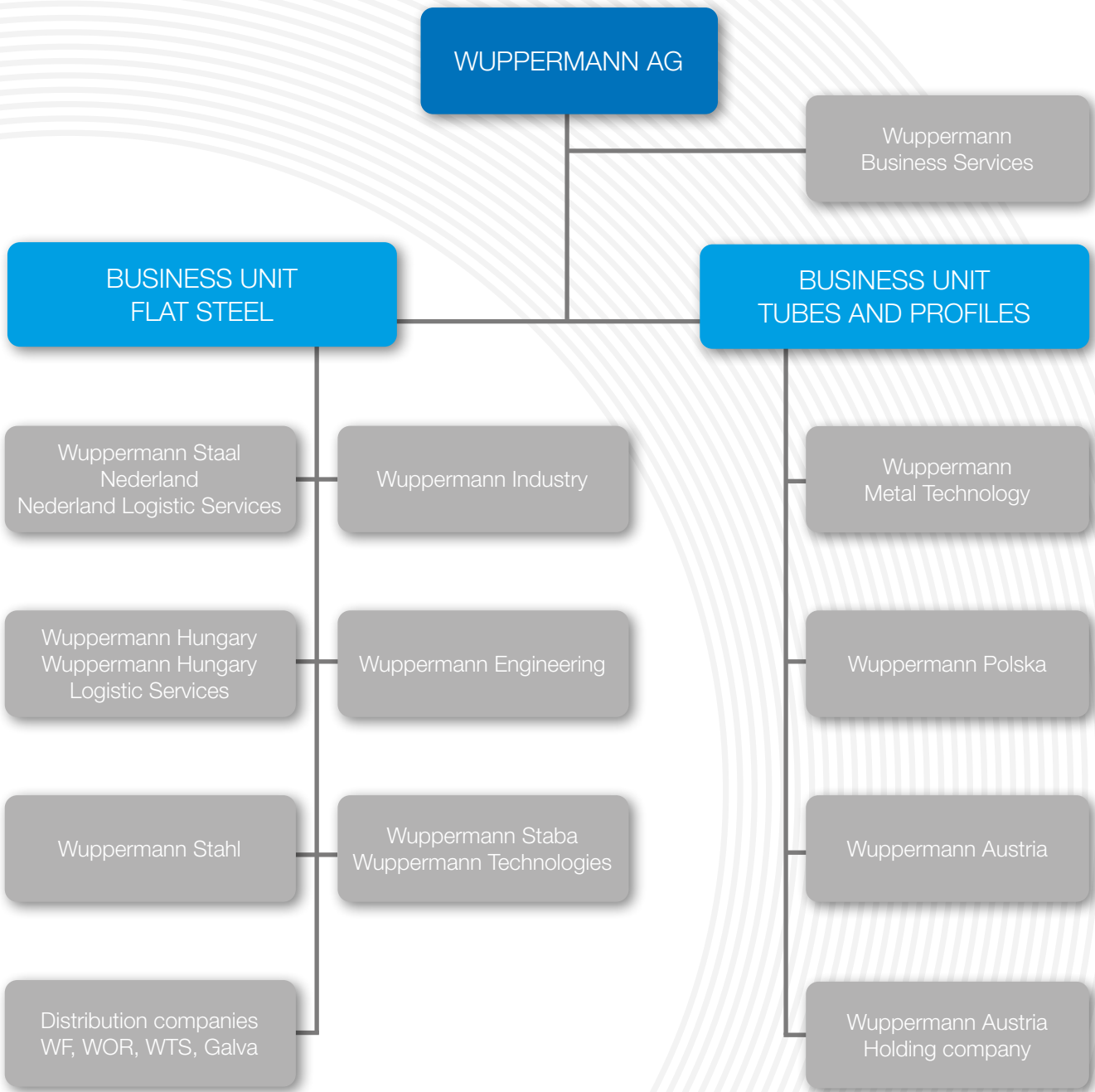
In addition, all employees in the Wuppermann Group are continuously sensitised to the topic of cyber security: In recent years, all employees with a PC workstation have already completed awareness training on the topic of IT security in various e-learning units. These will be regularly updated and repeated in the future.

Raise employee awareness for

IT Security

// BUSINESS UNITS

As of January 1, 2024, Wuppermann's business units have been given new names. The Flat business unit became the **Business Unit Flat Steel**. The name of the Tube business unit is now **Business Unit Tubes and Profiles**. In terms of content and management, there were no changes in the two business units, as the structure has proven itself.



As of: 1.1.24



// BUSINESS UNIT FLAT STEEL

Wuppermann increases the specific CO₂ advantage



With WTopCor, Wuppermann offers a slit strip with a zinc-magnesium coating.

Lower sales volumes in the Business Unit Flat Steel led to a decline in earnings. EBITDA in the year 2023 EUR 22.2 million.

In addition to Wuppermann's production sites in the Netherlands and Hungary with their logistics companies, the Business Unit Flat Steel also includes Wuppermann Stahl GmbH (WS) as a sales and purchasing company, Wuppermann Engineering GmbH (WE), Wuppermann Technologies B.V. (WT) and Wuppermann Staba GmbH (Staba).

SHARING KNOWLEDGE AND UTILIZING SYNERGIES

In the Business Unit Flat Steel, the knowledge of all Flat Steel companies is pooled by sharing expertise, utilizing synergies, and jointly designing processes. The Joint Research and Development Centre in Hungary supports the two production sites in developing new products. The topic of energy is receiving increasing attention, not

only as part of the sustainability strategy, but also from an economic point of view. For this reason, systematic comparisons of energy and media consumption between the two production plants were already started in 2022. Since the beginning of 2023, it has also been possible to compare individual coils with identical specifications between the plants.

OCCUPATIONAL SAFETY

For many years, the two sister plants in the Netherlands and Hungary have been working together closely on the topic of occupational safety. There is a regular exchange of information on near misses, accidents, and the countermeasures taken. Accordingly, the Business Unit Flat Steel can look back on a consistently low accident rate over the past few years. The LTI rate for 2023 is 3.1.

PRODUCT LAUNCH IN THE BUSINESS UNIT FLAT STEEL

Since June 2023, Wuppermann has been offering steel products with a significantly lower carbon footprint with a corresponding certificate. The name WTopCarb stands for a galvanized hot-rolled strip with a physical reduction of the carbon footprint to a value of less than one ton of CO₂ equivalent per ton (1 t CO₂-eq./t) of galvanized hot-rolled strip. This means that WTopCarb produces significantly less CO₂ than comparable products on the market. With a zinc coating of Z275, a galvanized hot-rolled strip produces an average of around 2.2 t CO₂-eq./t of galvanized hot-rolled strip. "Physical



WTopCarb stands for Flat Steel products with a low carbon footprint.

reduction" means that technical measures along the value chain bring about an actual reduction in CO₂ emissions during the production and distribution of the product, for example by producing steel from scrap in an electric arc furnace.

SECOND SUSTAINABILITY STUDY CONFIRMS IMPACT OF THE MEASURES

At the beginning of 2023, the Fraunhofer Institute UMSICHT reassessed the environmental impact of the heat-to-coat strip galvanizing process for Wuppermann in comparison to the conventional cold strip galvanizing process. In this second study, the

Hungarian plant was included for the first time. The result: The CO₂ advantage of the Wuppermann process is now even greater where the areas of application for galvanized hot-rolled and galvanized cold-rolled strip overlap - if the use of both cold-rolled and hot-rolled steel is technically possible for an application. The galvanizing process, including post-treatment and zinc, generates 0.080 t CO₂-eq./t at WSN. The reference process causes CO₂ emissions of 0.173 tons CO₂-eq./ton. This results in a CO₂ saving of 54 %. The WH produces CO₂ emissions of 0.116 tons CO₂-eq./ton, resulting in an advantage of 33% compared to the reference process.

CUSTOMER SATISFACTION SURVEY 2023

The customer satisfaction survey carried out in autumn 2023 showed improved satisfaction in the Business Unit Flat Steel compared to the last survey. 87% of customers in the Business Unit Flat Steel are very satisfied or satisfied with the cooperation. In the customer survey in 2020, the figure was 15% lower. This shows that the measures to increase customer satisfaction in the Business Unit Flat Steel are bearing fruit. The growing interest in CO₂ is also striking.

// WUPPERMANN STAHL GMBH

WTopCarb - a new product with a low carbon footprint

As the central sales and purchasing company for Flat Steel, Wuppermann Stahl GmbH (WS) is primarily responsible for the successful market launch of WTopCarb, Wuppermann's CO₂-reduced steel. WS has its headquarters in Leverkusen and a branch in Schwechat, Austria, as well as sales companies in France, Scandinavia and Romania.

// With WTopCarb, we offer a CO₂-reduced steel product for which we can calculate the physical CO₂ savings very precisely. In this way, we are making an important contribution to decarbonisation. //

Carl Swoboda, Managing Director of Wuppermann Stahl GmbH

CO₂-REDUCED PRODUCT LAUNCHED

The product launch of WTopCarb took place under difficult market conditions, but was nevertheless successful. Due to the pan-European development in relation to CO₂-reduced steel products, WS expects further volume increases for WTopCarb in 2024.

RETURN TO THE EXHIBITION FLOOR

After a five-year break, Wuppermann took part in a trade fair again in 2023: The "Blech-expo" took place from November 7-10, 2023 in Stuttgart. At the international trade fair for sheet metal working, Wuppermann presented its entire range of pickled and galvanized flat products with zinc or zinc-magnesium coating, as slit strip or with foil coating. The new Wuppermann product WTopCarb attracted particular attention from visitors to the trade fair.

SLUMP IN KEY SECTORS

Both the furniture and construction industries were under massive pressure in 2023. Wuppermann supplies both sectors on a large scale. It was not possible to compensate for the cyclical decline in demand due to the overall difficult market situation. Accordingly, the planned capacity utilisation of Wuppermann's plants for flat products could no longer be achieved. The continuing strong fluctuations in the steel market also demanded ever shorter response times. This led to an increased workload and greater demands for flexibility. Nevertheless, WS has succeeded in maintaining its market position with customers in this very turbulent environment. The photovoltaic industry, which Wuppermann also wants to win over with WTopCor, was once again one of the winners in 2023.

PROCESS IMPROVEMENTS ESTABLISHED

Since the beginning of the year, the Business Unit Flat Steel has been

working with new processes resulting from the WSmart project. The WSmart project served to standardise and digitalize business processes, from quotation to invoicing, with the aim of improving customer service. Once the project was completed, the real work began: integrating the processes into the daily workflow. In particular, the processes in the sales area and the early recording of all data in SAP offer significantly improved control options. At the end of 2023, the focus was on improving materials management.

OUTLOOK

Wuppermann expects similar challenges in 2024 as in 2023, as no sustained impetus is expected on the demand side, at least in the first half of the year. The main focus in 2024 will therefore be on intensifying market cultivation to improve plant capacity utilisation. In addition, WS has set itself the goal of improving delivery performance and achieving further success in the marketing of WTopCarb.

// WUPPERMANN HUNGARY KFT.

Zinc-magnesium product WTopCor remains top priority

In addition to the market-related low capacity utilisation, Wuppermann Hungary Kft. (WH) will have to deal with comparatively high energy costs in 2023. Accordingly, EBIDTA was significantly lower than planned and than in the previous year. On the other hand, system availability is a particularly positive aspect.

MAXIMUM CORROSION PROTECTION

Demand for material with a zinc-magnesium coating (WTopCor) continues to increase on the market. This development is a great opportunity for the Hungarian site, so work is constantly being done to improve the production of WTopCor. WTopCor stands for Flat Steel with high-performance corrosion protection made from a zinc-magnesium alloy with low CO₂ emissions. Today, WH sells WTopCor as slit strip to the photovoltaic industry, for example. Flat Steel with high zinc coatings up to Z1000 are already part of everyday business in Győr and sales of WProtect, the Flat Steel with zinc coating and an additional high-performance foil, are also stable.

INVESTMENTS TO IMPROVE ZINC-MAGNESIUM PRODUCTION

At the site in Győr, various conversion measures were carried out on the production facility in 2023 with the aim of further improving the quality of the zinc-magnesium coating and expanding production options. One focus was the investment in the 5th induction unit, which increases the performance of the system. To ensure the cooling of the 5th induction unit and for zinc pot cooling, a new cooling tower with innovative cooling technology was installed on the roof. At the same time, the air knives were converted and work began on the foundations for the conversion of the slitting line 2 (LTA 2). At the beginning of 2024, the LTA 2 also went into operation with new belt preparation with an automatic welding table and a new knife block with automatic knife changing cross. This conversion will significantly reduce set-up times for rounded products, considerably improve cutting quality and further increase work safety.

RESEARCH AND DEVELOPMENT

A new centre of excellence for research and development was opened at the Hungarian site in 2022. By combining the expertise and laboratory analysis technology of Wuppermann Engineering GmbH and the process engineers at the Győr site, development projects can be driven forward more efficiently in future. In addition, the digital twin of the coil coating line in Győr was finalised. This can be used to simulate system parameters in the future. These advantages benefited the further development of WTopCor in particular in 2023.

DIGITAL TRANSFORMATION

Production processes at WH are being increasingly digitalised through targeted measures. In 2023, information and measurement data within the production facilities were automated and visualised. This not only enables efficient and transparent process control, but also creates a better basis for analysing quality measurement data, production parameters and for drawing conclusions about quality defects.

MORE THAN ONE YEAR ACCIDENT-FREE

The Hungarian site has not had an accident at work resulting in days lost for over a year. Unfortunately, there was one accident in the third quarter of 2023 in both companies, resulting in lost working hours. Both accidents were followed up with personal training for all employees involved in the accident.

WHLS BECOMES PART OF WH

In 2023, the interfaces in the production and logistics areas of Wuppermann Hungary Logistic Services Kft. (WHLS) has been redesigned. For example, a new warehouse management system was introduced and crane logistics were further automated. This will make WH independent of the previous logistics service provider and render WHLS superfluous as an independent logistics company. WHLS will be dissolved in the course of 2024 and all employees will be taken on by WH.

Electricity generated from PV system in 2023:

1,428
MWh

// WUPPERMANN STAAL NEDERLAND B.V.

1,230 accident-free days at the end of the year

Despite lower production volumes, cost increases and increased competition, Wuppermann Staal Nederland B.V. (WSN) significantly improved its result in 2023 compared to the previous year. However, the Dutch plant also felt the effects of the decline in orders, particularly in the second half of the year.

WSN2025 INVESTMENT PROGRAM

In 2023, the Dutch site continued to implement the WSN2025 investment program, which was launched in 2021. WSN2025 is a program focusing on investment in the sustainability and modernisation of the site. The most important investment in 2023 was the installation of new air stripping nozzles for the galvanizing process. The aims of this investment are to expand the product range and improve product quality. The performance of the new air scraper nozzles was stable right from the first days of operation. The improvement in quality was particularly evident in wide strips with high zinc deposits.

OWN POWER GENERATION

At the beginning of 2023, WSN commissioned the solar panels installed on the plant roofs with the aim of reducing electricity costs, mitigating the volatility of electricity prices and reducing the carbon footprint. In the reporting year, the plant in Moerdijk already produced more than 1,374 MWh of its own electricity from solar energy. Since the beginning of 2022, WSN has also been sourcing 100% of its electricity from wind energy. This sustainable electricity procurement based on EU wind certificates is also guaranteed for 2024.

Electricity generated from
PV system in 2023:

1,374
MWh

IATF REVIEW AUDIT PASSED

The Dutch production site successfully passed the IATF (International Automotive Task Force) re-audit in 2023 for the third time in a row. The IATF certificate not only offers full qualification as a supplier to the automotive industry, it also shows other customers a strong commitment to product quality and quality management and helps to further optimise processes.

POSITIVE DEVELOPMENT AT NLS

Despite the challenges on the market, Nederland Logistic Services B.V. (NLS) can report a positive development for 2023. This is due in particular to the flexibility of management and employees as well as regular structural reviews and training. In addition, NLS has now been LTI-free for more than three and a half years. The NLS team is currently preparing to commission the automation of a storage area and is working on a project to automatically weigh the wagons after loading.

HIGH STANDARDS OF OCCUPATIONAL SAFETY

The WSN celebrated a new record: At the end of 2023, the Dutch plant was able to look back on 1,230 days without any lost time accidents. This success is no coincidence. The management in Moerdijk has high standards when it comes to occupational safety: WSN organised safety courses for the entire workforce in 2023. In addition, reports of near-accidents are discussed daily at the early morning meeting and weekly at the management meeting.

// BUSINESS UNIT TUBES AND PROFILES

Investments in future viability and sustainability

Despite a decline in sales, particularly for WMT and WPL, the Business Unit Tubes and Profiles closed the 2023 financial year with EBITDA of EUR 18.1 million. The decline in demand was noticeable in all sectors - with the exception of the photovoltaic sector.

The strengthening of the Business Unit Tubes and Profiles through extensive investments was systematically continued in 2023. This will ensure the future viability of all locations. At WA in Judenburg, the focus was on the commissioning of the new roll forming line with an investment volume of EUR 13 million. A new logistics hall for the sheet metal processing business unit was put into operation at WMT at the beginning of 2023. In June 2023, the Supervisory Board also decided to invest EUR 39 million in the construction of a new tube mill. At WPL in Malomice, the construction of a new warehouse with an area of 3,000 m² has begun.

OCCUPATIONAL SAFETY

Occupational safety was significantly improved in the Business Unit Tubes and Profiles in 2023: While the two Austrian companies WA and WMT remained accident-free, the Polish plant WPL recorded three accidents at work - an improvement on the previous year's figure of five. This results in an LTI ratio of 4.6 in the Business Unit Tubes and Profiles. Occupational safety will remain a core concern at all plants in the future and a focus of cross-plant cooperation within the business unit.

LOW CO₂ EMISSIONS ALSO IN TUBE PRODUCTION

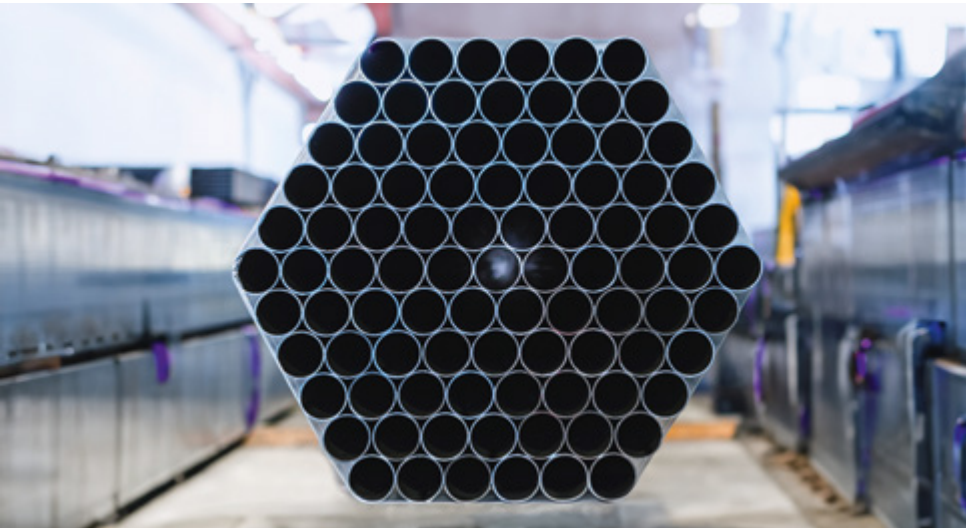
The Wuppermann Group has now commissioned the renowned Fraunhofer Institute for Environmental, Safety and Energy Technology UMSICHT to assess the environmental impact of the tube mills for the first time. At the same time, the tube production facilities impress with low CO₂ emissions in the manufacturing process. The two Austrian sites in Altmünster and Judenburg benefit from the purchase of electricity from hydropower and wind power as well as their own elec-

tricity generation using photovoltaic systems. The purchase of CO₂-free electricity is also being examined at WPL, but is more difficult to realize due to the lower supply.

The life cycle assessment based on DIN EN ISO 14040 considers the environmental impact as the climate impact of the tube manufacturing process in tons of CO₂ equivalents per ton of longitudinally welded steel tube (t CO₂-eq./t). The tube production process in Judenburg (Austria) produces 0.014 tons of CO₂eq./ton, in Altmünster (also in Austria) 0.042 tons of CO₂eq./ton and in Malomice (Poland) 0.070 tons of CO₂eq./ton. The two main reasons for the difference between the two Austrian plants are the areas of transport and packaging. Not included in this consideration is the environmental impact of the starting material hot-rolled strip or pickled or galvanized hot-rolled strip.

With the life cycle assessment, Wuppermann can provide its customers with important information about the carbon footprint of its own tube production. At the same time, fields of action can be identified to further reduce the environmental impact of tube and profile production. The avoidance of CO₂ emissions in our manufacturing processes is a key differentiator and therefore now an integral part of Wuppermann's strategy - with the clear aim of avoiding all directly caused emissions as soon as possible.

The business unit also includes WA's narrow strip galvanizing, the environmental impact of which was also investigated by the Fraunhofer Institute UMSICHT. At 0.089 kg CO₂-eq./kg, the galvanizing process including post-treatment causes 49% lower CO₂ emissions than the reference process with 0.173 kg CO₂-eq./kg.



CUSTOMER SATISFACTION SURVEY 2023

The customer satisfaction survey carried out again in autumn 2023 showed another very good result in the Business Unit Tubes and Profiles. 92 % of customers in the Business Unit Tubes and Profiles are very satisfied or satisfied with their co-operation with Wuppermann. The proportion of customers who rated the collaboration as very good has increased compared to the last survey.

UTILIZING SYNERGIES IN THE BUSINESS UNIT

In addition, joint preparations were made in all three tube mills for the auditing of the management systems for quality, environmental protection, occupational health and safety and energy management in 2024.

EXPANSION OF MANAGEMENT IN AUSTRIA

Christoph Bell has been the new Commercial Managing Director at Wuppermann Austria Holding GmbH since January 1, 2024. In this function, the business economist was also appointed commercial managing director of the production companies Wuppermann Austria GmbH in Judenburg and Wuppermann Metalltechnik GmbH in Altmünster. As part of the growth of the two plants in Austria, management was expanded at both locations.



// WUPPERMANN AUSTRIA GMBH

Successful year thanks to new roll forming line and booming photovoltaic sector

Wuppermann Austria GmbH (WA) in Judenburg, Austria, is both a specialist for flat products with the highest level of corrosion protection and a producer of galvanized steel tubes and profiles. In 2023, the site successfully commissioned a new roll forming line with a fully automated packaging line.

In 2023, WA performed very well despite a decline in volumes in the area of tubes thanks to growth in the area of profiles and a stable margin level. The decline in demand in the other tube business was cushioned in particular by products for the photovoltaic industry. This means that the location has achieved very good capacity utilisation overall.

SUCCESSFUL COMMISSIONING OF THE NEW ROLL FORMING LINE
In April 2023, Hubert Pletz, Managing Director of WA, Johannes Nonn, CEO of Wuppermann AG, project manager Alexander Hartleb and other representatives from the Wuppermann Group celebrated the official opening of the new roll forming line.

With a total investment of EUR 13 million, the roll forming line is one of Wuppermann's most important purchases in recent years. The specialist for galvanized products for the highest corrosion protection requirements is thus significantly expanding its manufacturing options and production capacities.

With the new roll forming line with automatic packaging line, WA can now produce larger cross-sections and offer its customers a wider range of welded and open profiles with complex geometries.

// With the new roll forming line, we are significantly expanding our production capabilities, especially for the PV industry. //

Hubert Pletz, Managing Director Wuppermann Austria GmbH

Thanks to the inline coil perforation system, with which the coil can be perforated before roll forming in a single production step, profiles can now be produced with customised and complex hole patterns according to customer requirements, saving time and money, and delivered in exact quantities.

The plant in Styria thus meets the requirements of the photovoltaic industry in particular: complex, fully machined profiles with sophisticated geometries, high repeat accuracy in production, durability and maximum corrosion pro-

tection. Thanks to the combination of high-strength steels and high material thickness, the profiles also fulfil special requirements in terms of span width and load-bearing capacity, such as in so-called Agri-PV systems. However, the complex profiles can also be used in other sectors.

The production parameters underline the successful start of the roll forming line: The 1A ratio for 2023 was 95%, which was higher than planned. System availability and the quantity used also exceeded expectations.

BOOMING PHOTOVOLTAICS INDUSTRY

Thanks to the global growth of the photovoltaic sector, demand for both profiles and slit strip was very stable. WA benefited from many special projects with the highest corrosion protection requirements, which could be realised at short notice thanks to flexible production options with high zinc and zinc-magnesium coatings up to ZM1200.

But slit strip with a galvanized strip edge is also in demand in the PV sector. In contrast, steel products with low zinc or zinc-magnesium coatings and a cut strip edge are subject to strong competitive pressure. Optimised ma-

Electricity generated from PV system in 2023:

384
MWh

terial supply for a quick project start is becoming increasingly important for order bookings. The company's own raw material base in Judenburg and Győr offers the ideal conditions for this.

OCCUPATIONAL SAFETY

There has not been an accident involving lost working hours at WA for over two years. Occupational safety is and will remain a focal point of all considerations and activities: Many internal safety and 6-S rounds as well as discussions with employees help us to become safer and safer. New employees in particular also receive comprehensive safety training - an important measure for maintaining the high level of safety.

With the "Be visible" project, WA aims to further increase safety at the plant: For this purpose, the helmets were changed from blue to neon yellow. From 2024, the colour neon yellow will also increasingly feature in employees' work clothing.

OUTLOOK

2023 was a very successful year for Judenburg. WA got off to a very good start with the new roll forming line; despite the shortened production time due to the slightly delayed commissioning, the targets were even exceeded.

For 2024, WA expects demand to remain good, particularly from the photovoltaic industry, and thus good capacity utilisation. In 2024, the site will pay particular attention to the qualification of employees in the tube mill and roll forming line in order to further improve performance on both lines. The plant will also be involved in running in new profile cross-sections and new laser-welded profiles.

// WUPPERMANN POLSKA SP. Z O.O.

Wuppermann Polska invests in machinery and new warehouse

Business development at Wuppermann Polska sp. z o.o. (WPL) fell short of expectations in 2023. Nevertheless, the site has made considerable investments that open up additional growth potential for the tube manufacturer and further improve occupational safety at the plant.



Electricity generated from
PV system in 2023:

17
MWh

BUSINESS DEVELOPMENT

After a good start to the first half of 2023, the second half of the year did not develop in line with expectations. Due to the decline in demand in the scaffolding business, which is very important for WPL, both volumes and margins could not be realised as planned. As a result, sales and EBITDA in 2023 were at a lower level than in the previous year.

INVESTMENTS

With the investments made in 2023, WPL has further modernised its machinery:

At the end of 2022, a new bundling system was installed on tube welding line 2 (RSL 2), which will lead to an increase in production speed - depending on the size and cross-section of the tubes - of 5 to 10 % and increased occupational safety thanks to the automation of packaging. Bundling the tubes requires just one employee to ensure that the machine operates properly.

In March 2023, WPL commissioned a photovoltaic system with a nominal output of 20 kWp. In 2023, the new photovoltaic system generated 17 MWh of electricity.

NEW WAREHOUSE UNDER CONSTRUCTION

At the beginning of August, construction work began on a new 3,000 m² warehouse for finished materials, which will be connected to the production hall via a roller conveyor. This will almost completely eliminate the need to transport the tubes with forklifts in the future. The earthworks and foundations were completed at the end of September. Construction of the new hall then began. Completion of the hall is planned for mid-2024. WPL is thus creating the conditions for further growth in pickled and galvanized tubes, can optimise logistics flows, achieve quality improvements and increase occupational safety.

OCCUPATIONAL SAFETY

With three accidents resulting in lost working hours in 2023, WPL was able to reduce the number of accidents compared to the previous year. Investments and a large number of measures have further improved occupational safety at the plant.

In 2022, WPL introduced the behaviour-based safety method at the plant, which aims to increase employees' risk awareness and thus significantly reduce the number of accidents. The method describes a sustainable change process in the area of safety culture, in which employees from all areas and departments are to be involved. WPL now has 19 internal auditors. These come not only from production, but also from sales, production planning or administration.

Further safety measures include:

- // marking of the walkways on the entire factory premises,
- // erection of a safety barrier along the finished goods warehouse,
- // fencing and securing of the splitting plant and Rohrstrasse 2,
- // introduction of a protection system for maintenance work in the maintenance department,
- // additional traffic lights and speed measurements on the factory premises,
- // carrying out a TÜV audit for each system and implementing further recommendations.

OUTLOOK

Over the past three years, WPL has continuously modernised its machinery and added new products to its production portfolio. The site now produces not only scaffolding tubes from unpickled hot-rolled strip, but also support tubes, pressure-tested tubes as well as pickled and galvanized tubes. The broader product range in combination with the new warehouse opens up great growth potential for the site. The conditions for the production of pickled and galvanized tubes in particular will improve significantly with the new warehouse.

// WUPPERMANN METALLTECHNIK GMBH

WMT invests in a new tube line 4.0

For the premium manufacturer of tubes, tube and sheet metal components in Altmünster, the year 2023 was characterised by the decision to build a new tube line. A total investment of EUR 39 million is planned for the construction of a new hall complex for two tube welding lines and highly automated primary material and finished goods warehouses. With this investment, Wuppermann Metalltechnik GmbH (WMT) is securing its future viability and can accompany new technological developments on the market.

BUSINESS DEVELOPMENT IN 2023
WMT can look back on a difficult financial year: The company was able to achieve the planned result, but not the previous year's figures. A recovery in demand is barely noticeable as price pressure continues.

NEW TUBE MILL 4.0
In June 2023, the Supervisory Board of Wuppermann AG approved the investment in the new construction of a highly automated tube line at WMT. Tubes, tube components and other parts have been manufactured at this site for over 60 years. The planned total investment is EUR 39 million.

The name "Tube Line 4.0" refers to the term "Industry 4.0", which is used for

projects for comprehensive digitalisation in industrial production. This underlines Wuppermann's ambition to build a tube line with a very high degree of digitalisation and automation for two tube welding lines and the associated raw material and finished goods warehouses. A neighbouring plot of land, which was already acquired in 2021, offers ideal spatial conditions for harmoniously integrating the new hall into the landscape. With the technological possibilities of the new tube welding line, the extensive automation of the entire tube production and logistics processes and the associated high productivity, WMT can secure its future viability and accompany new technological developments on the market.

Once all the necessary approvals have been granted, earthworks are scheduled to begin in spring 2024. Once the building has been completed, a new tube welding line will be installed. The existing tube welding line will remain in operation, ensuring a seamless supply to customers. Production of the new tube welding line is scheduled to start in 2025. The existing line will then also be relocated to the new hall complex. The entire project is due to be realised in 2026.

PRODUCTION HALL FOR LOGISTICS
At the beginning of 2023, WMT put a new hall into operation for the logistics area of sheet metal production. In order to be able to optimally load and transport the increased sales volumes, the new hall section was planned with its own lorry access to the main road. With the new hall, WMT is responding to the dynamic development of the systems technology business unit in Altmünster and creating the spatial conditions for further growth. Thanks to the new logistics hall, shipping orders could already be processed more efficiently in 2023.

FULLY AUTOMATED TUBE LASER PUT INTO OPERATION
WMT also continued to automate its gensets in 2023. The third tube laser, which was put into operation in 2022, has been able to carry out further processing steps automatically after laser cutting since May 2023: These include, for example, bending and forming operations as well as fully automated nesting and packaging. Thanks to the interlinked concept, WMT has already acquired a new customer and was awarded a series order for axle carrier tubes for the automotive industry.

HONORED AS TRAINING COMPANY
In November 2023, WMT received the INEO Award as an exemplary training company in the special category of sustainability. The award is presented by the Upper Austrian Chamber of Commerce (WKO) to companies with a special commitment to apprenticeship training. INEO stands for innovation, sustainability, commitment and orientation. The special award also recognises outstanding achievements by the training company in terms of employee retention and career and development opportunities.

OCCUPATIONAL SAFETY
WMT can look forward to an accident-free 2023. In May 2023, WMT was successfully certified to ISO 45001 by TÜV Austria. The standard covers the occupational health and safety management system. Both management and employees take the issue of occupational safety very seriously: In 2023, the number of reported near misses increased again.

OUTLOOK
The year 2023 was characterised by the positive investment decision for Rohrwerk 4.0 - the largest investment at the Altmünster site since WMT was founded. This project will also be the focus of attention in 2024.

Electricity generated from
PV system in 2023:

455
MWh

GROUP MANAGEMENT REPORT 2023

1. Group basics

1.1 Business and general conditions

For more than 150 years, the name Wuppermann has stood for quality in the processing and finishing of steel. Since its founding in 1872, the medium-sized family business has pursued a strategy of long-term, sustainable growth and consistent value creation in the interests of its customers, employees, and shareholders. The Wuppermann Group operates throughout Europe at five production sites in the Netherlands, Austria, Poland and Hungary as well as a holding and sales company in Germany, Austria, France, Sweden and Romania. It is managed by Wuppermann AG as a holding company based in Leverkusen, which is 100% family-owned.

The product portfolio includes surface-finished Flat Steel products with zinc and zinc-magnesium coatings and pickled surfaces as well as black, pickled and galvanized tubes, profiles and tube components. Wuppermann products are used in a wide variety of industries such as construction, furniture and automotive, solar and energy technology and transport.

As an independent family company, we want to continuously further develop Wuppermann with sustainable and future-oriented action and position ourselves as a specialised company service in the steel industry.

The business activities of the Wuppermann Group were organised into two operating business units in the 2023 financial year: the Flat business unit, which will be known as the Flat Steel business unit from January 1, 2024,

and the Tube business unit, which will be known as the Business Unit Tubes and Profiles from January 1, 2024. Both business units are supported by centralised functions.

The following production sites and companies are combined in the Business Unit Flat Steel: Wuppermann Staal Nederland B.V. (WSN) in the Netherlands and Wuppermann Hungary Kft. (WH) in Hungary as production companies, as well as the logistics company Nederland Logistic Services B.V. (NLS), which operates at the Dutch site, and the logistics company Wuppermann Hungary Logistic Services Kft. (WHLS), which operates for the Hungarian plant, (WHLS) and the sales companies Wuppermann Stahl GmbH (WS), Wuppermann France S.A.S (WF), Wuppermann Tube and Steel AB (WTS) and Wuppermann Otel România S.R.L. (WOR). Wuppermann Industrie B.V. (WI) also holds a 35 percent stake in the steel service centre Galva Metal A.Ş. in Turkey. The business unit is completed by Wuppermann Engineering Kft. (WE) and the two licence companies Wuppermann Staba GmbH (Staba) and Wuppermann Technologies C.V. (WT).

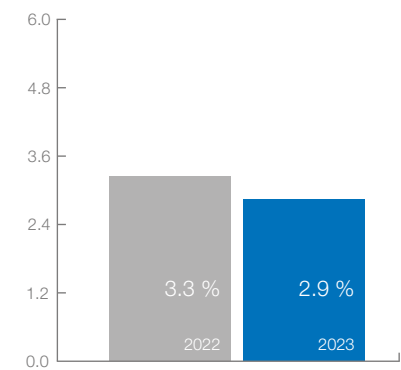
The Business Unit Tubes and Profiles is made up of the following companies: Wuppermann Austria GmbH (WA) in Austria focuses on the production and sale of galvanized tubes and profiles as well as galvanized slit strip. Wuppermann Metalltechnik GmbH (WMT) in Austria and Wuppermann Polska sp. z o.o. (WPL) in Poland focus on the production and sale of tubes and profiles. Pickled tubes, tube assemblies and sheet metal components are pro-

duced at WMT. WPL manufactures black, pickled and galvanized tubes.

The service company Wuppermann Business Services GmbH (WBS) as the central service company for information technology (IT) supports the companies of the two business units and the holding companies of the Wuppermann Group. The holding companies Wuppermann Industrie B.V. (WI), Wuppermann Beteiligungsgesellschaft mbH (WBG) and Wuppermann Austria Holding GmbH (WAH) have administrative tasks and are managed by Wuppermann AG (WAG).

The strategic management of the Group is the responsibility of Wuppermann AG. The management board of WAG, headquartered in Leverkusen, defines the strategy for the Group's development and manages the business units.

In 2023, the Wuppermann Group employed an average of 804 people (including executive bodies and trainees) and generated revenue of (in %) in 2023 EUR 663,736 thousand.



01 GROWTH GLOBAL ECONOMY

Changes in the Group

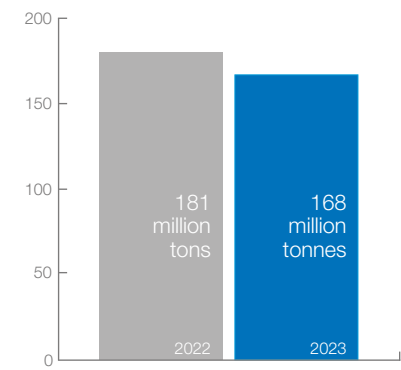
As a result of the reorganisation of research and development activities in the Business Unit Flat Steel, the Austrian company Wuppermann Engineering GmbH was merged with Wuppermann Metalltechnik GmbH in 2023. In Hungary, Wuppermann Engineering Kft. (WE), in which the business unit's research and development tasks will be carried out and coordinated in future.

1.2 Research and development

The focus of WE's activities lies in the continuous further development of the galvanizing process of the companies in the Business Unit Flat Steel. The development of new products, product properties, and processes complements WE's range of services.

The core competences of the Wuppermann Research and Development (R&D) team lie in the areas of metallurgy, corrosion technology and product development. Expertise is expanded through the formation of networks and cooperation with external knowledge providers.

The spatial integration of WE in Hungary ensures proximity to the require-



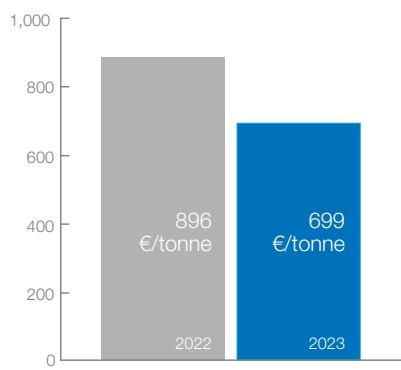
02 STEEL PRODUCTION EUROPE

ments and resources of strip galvanizing production. The company is also responsible for coordinating development and research activities with the second competence centre for research and development at the WSN site. In both competence centres, the focus is on the further development of process technology and the plant-specific quality requirements of customers.

Wuppermann employed six people in this area in 2023. The focus of WE's activities in 2023 was on developing WTopCor, a zinc-magnesium coating, for series production.

1.3 Treasury shares

On 8 May 2021, the Annual General Meeting authorised the company to acquire treasury shares up to a total of 10 % of the capital stock existing at the time of the resolution until 7 May 2026, provided that the shares acquired, together with other treasury shares held by or attributable to the Company, may at no time account for more than 10 % of the capital stock. The authorisation can be exercised by the company in full or in partial amounts, once or several times. The Company has not made use of this au-



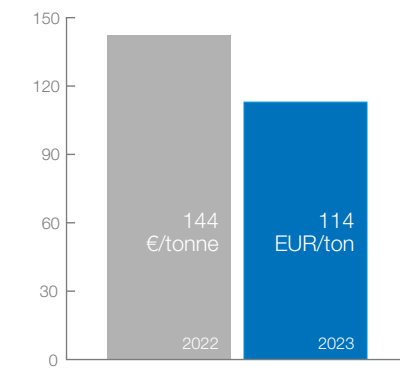
03 MEPS HRC GERMANY LOW

thorisation in 2023 and currently holds no treasury shares.

2. Economic development of the Group

2.1 Macroeconomic and industry-specific conditions

In 2023, the global economy continued to face the challenges of persistent inflation and subdued growth rates. According to the OECD, global gross domestic product (GDP) grew by around 2.9 % in 2023, compared to 3.3 % in the previous year (1). Due to the uncertainties arising from Russia's ongoing war against Ukraine, inflation and the still relatively high energy costs, among other things, business and consumer confidence continued to fall over the course of the year. Investment activities and consumption were correspondingly restrained.

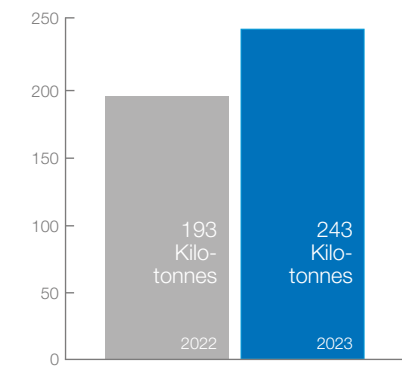


04 MEPS DELTA HDG TO HRC

The negative effects were particularly evident in the European economy and in Germany. According to the OECD, GDP in the eurozone grew by just 0.6 % compared to the previous year, compared to 3.4 % in 2022. In Germany, the largest economy in the European Union, GDP even fell slightly by 0.3 % in 2023. By contrast, the major Asian economies of China and India recorded significantly higher growth rates of 5.2 % and 6.3 % respectively.

Inflation in the eurozone fell steadily over the course of the year, following a rapid rise in the previous year. Eurostat, the statistical office of the European Union, reports an inflation rate of 2.9 % for 2023 as a whole, compared to 9.2% in 2022. However, there are enormous differences within the euro group, with inflation in Denmark at just 0.4 %, compared to 7.6 % in the Czech Republic. At 3.8 %, Germany was slightly above the European average.

After a weak second half of 2022, the European steel industry also started 2023 at a low level. The hoped-for recovery over the course of the year failed to materialize. Demand and production stagnated at a very low level over the course of the year. Imports fell

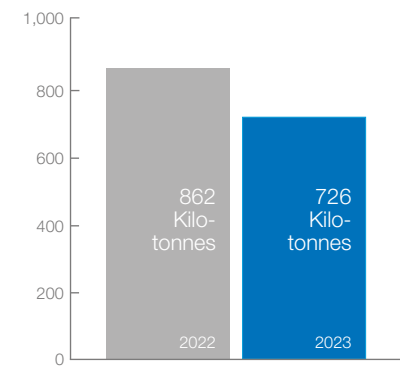


05 ORDER BACKLOG

in line with demand, but still accounted for a high proportion of total consumption. According to the World Steel Association, European steel production in 2023 was 6.4 % below the previous year's level at 168 million tons (2). The same picture can be seen in German crude steel production, which at 35.4 million tons was 3.9 % below the previous year's level.

Hot-rolled coil (HRC) prices, which essentially determine the cost of materials for the Wuppermann Group, were again very volatile. Even though the fluctuations in the MEPS index (Germany low) did not reach the level of the previous year, they were still very high, peaking at € 840/ton in April and € 600/ton in October, with changes of up to € 110/ton within a month. On average, the hot-rolled price in 2023 was € 699/ton (3).

Prices for galvanized strip (Hot Dipped Galvanized or HDG) also fluctuated significantly over the course of the year. The highest value of the MEPS index (Germany low) was also reached in April (€ 950/ton) and the lowest value in October (€ 720/ton). The annual average for 2023 is around € 813/ton.



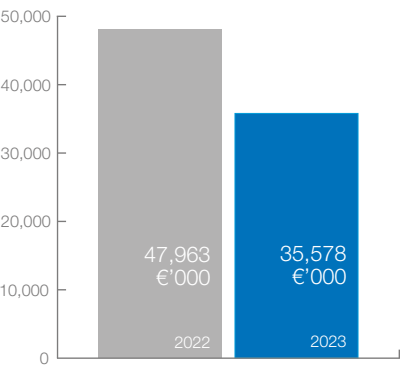
06 SALES

The so-called MEPS spread, i.e. the difference between the prices for hot-rolled and galvanized strip, remained stable at a low level of € 110 to € 120/ton throughout the year and even fell to just € 90/ton in December (4).

2.2 Business performance and economic situation of the Group

In 2023, overall demand remained at the low level of the second half of 2022. After a slight upturn in demand in the first half of the year, it fell to a historically low level in the second half of the year. The Wuppermann Group's order backlog in the 2023 financial year stabilised somewhat in the fourth quarter and stood at 243 kt at the end of the year (5).

Sales of 1A material and declassified material fell to 726 kt (6) in 2023. As a result, sales in 2023 were below both the previous year's sales of 862 kt as well as below the planned sales volume of 862 kt. The decline in sales was greater in the Business Unit Flat Steel than in the Business Unit Tubes and Profiles, which was able to capitalize on the positive economic trend in the photovoltaic industry and the ex-

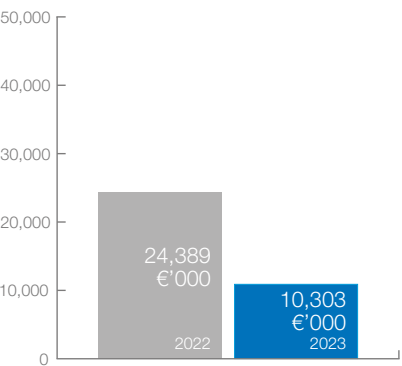


07 EBITDA

pansion of capacity at the WA site following the start-up of the new roll forming line.

The development of sales margins over the course of the year showed clear differences between the two half-year periods. While good margins were achieved in the first half of the year, this level could not be maintained in the second half.

In 2023, earnings before interest, taxes, depreciation and amortisation (EBITDA - the most important financial performance indicator) in the amount of EUR 35,578 thousand was realised (7). EBITDA was therefore higher than planned for the financial year in the amount of EUR 23,641 thousand, but below the previous year's result of EUR 47,963 thousand.

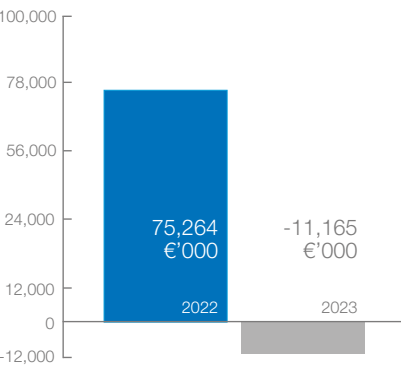


08 CONSOLIDATED NET INCOME

Despite the significant increase in interest rates in 2023, the Wuppermann Group was able to improve its financial result from EUR -743 thousand in the previous year to EUR -563 thousand, as debt was lower over the course of the year, particularly due to the lower price level.

As a result of the lower result compared to the previous year, income tax expenses, taking into account deferred taxes, fell in absolute terms from EUR 7,138 thousand to EUR 6,313 thousand in 2023. Excluding deferred taxes, the tax expense fell from EUR 9,610 thousand to EUR 6,818 thousand. The resulting tax rate increases from 30 % to 41 %. While WH was still able to make a positive contribution to earnings in 2022 with extensive tax exemption, the loss of WH in 2023 will reduce EBT with a corresponding negative impact on the tax rate.

The consolidated net profit or loss for the year of EUR 10,303 thousand (8) in the 2023 reporting year was above the planned value in the amount of EUR 634 thousand. The previous year's result in the amount of EUR 24,389 thousand could not be achieved.



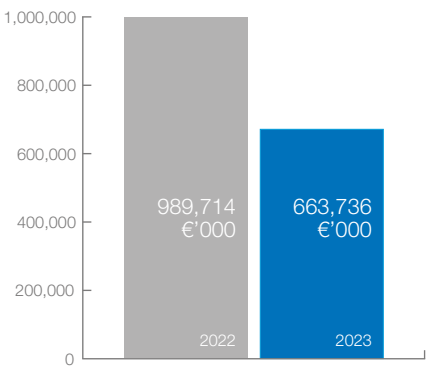
09 FREE CASH FLOW

Free cash flow (FCF - defined as cash flow from operating and investing activities before dividends and debt servicing) amounts to EUR -11,165 thousand in 2023 (9). The cash flow from operating activities in the amount of EUR +13,124 thousand was offset by cash flow from investing activities in the amount of EUR -24,289 thousand. As at December 31, 2023, the Wuppermann Group had a net financial position in the amount of EUR -5,356 thousand.

We consider the Group's financial position to be very good. The Group's financial targets formulated at the beginning of the year were exceeded.

Earnings

The 33 % decline in revenue in 2023 from EUR 989,714 thousand (10) to EUR 663,736 thousand is only partly due to the decline in revenue in the amount of 16 %. The lower price level led to a further decline in sales. The average MEPS quotation for hot-rolled strip in 2023 was € 699/ton, compared to € 896/ton in 2022. The lower sales volume is reflected accordingly in the gross profit including other operating income. After a gross profit in the previous year of EUR 149,487 thousand,



10 REVENUE

this fell to EUR 132,368 thousand in 2023.

Personnel costs in 2023 are on a par with the previous year and amount to EUR 51,188 thousand. The significant pay rises across all companies are offset by a decrease in variable remuneration and a reduction in staff as a result of lower employment. Other operating expenses fell by 9 % to EUR 45,602 thousand. In particular, the decline in freight costs as a result of the lower sales volume explains the lower other operating expenses compared to the previous year.

The EBITDA of the Wuppermann Group in 2023 in the amount of EUR 35,578 thousand is below the EBITDA level for 2022 in the amount of EUR 47,963 thousand, as the previous year's sales and sales margins in particular could not be achieved. EBITDA is broken down as follows between the two operating business units and the service and holding companies of the Wuppermann Group. The Business Unit Flat Steel was able to generate EBITDA in the amount of EUR 22,208 thousand, the Business Unit Tubes and Profiles posted EBITDA of EUR 18,137 thousand and the service

and holding companies generated EBITDA of -EUR 4,767 thousand.

Several key interest rate hikes over the course of the year have caused the ECB reference rate to rise to 4.5 %. These rising interest rates have also caused the 3-month Euribor, which is relevant for us, to rise to up to 3.955 %. We were able to counter the effect of rising interest rates in 2023 with a very low level of debt over the course of the year. Thanks to the targeted use of factoring and working capital management, the gearing ratio (ratio of debt to EBITDA) was kept below one throughout the year. As the debt-equity ratio influences part of the interest component, this interest component in 2023 could be kept at the lowest level agreed with our financial partners, i.e. 0.9 % were held. The financial result fell from EUR -743 thousand in 2022 to EUR -563 thousand in 2023.

In the previous year, dividend payments from the non-consolidated subsidiary WOR for several years and from the joint venture investment in the Turkish steel service centre Galva Metal A.Ş. resulted in a total investment result of EUR 1,106 thousand, no investment income was realised in 2023.

The tax expense, taking into account the change in deferred taxes, totalled EUR 6,313 thousand in 2023 (previous year: EUR 7,138 thousand). The lower result and the high year-on-year reduction in deferred taxes in 2022 are reflected here.

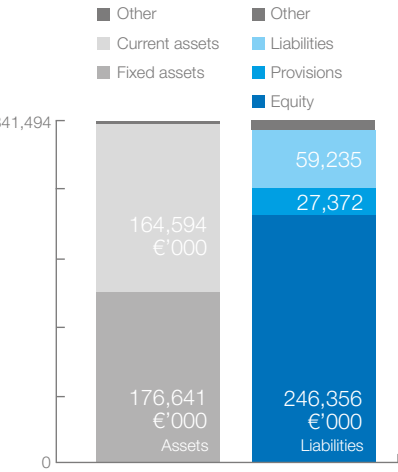
Earnings after minority interests (Wuppermann consolidated net profit for the year) totalled EUR 8,886 thousand in 2023, which is below the previous year's figure of EUR 24,138 thousand. As the only company with a minority

shareholder in the Wuppermann Group, WSN was able to increase its earnings to EUR 4,699 thousand in 2023 (previous year: EUR 838 thousand). As a result, the share of net income attributable to minority interests in 2023 amounts to EUR 1,417 thousand (previous year 251 EUR thousand).

The earnings performance of the two business units is different. The Business Unit Tubes and Profiles almost matched the previous year's excellent result and achieved EBITDA of EUR 18.137 thousand (previous year: EUR 19,717 thousand). This business unit benefited in particular from the high demand in the photovoltaic industry and in the systems technology business area. The Business Unit Flat Steel recorded a 33% decline in earnings to EBITDA of EUR 22.208 thousand (previous year: EUR 33,028 thousand). Demand in the Business Unit Flat Steel was at a very low level, particularly in the second half of the year. Demand from the construction industry fell very significantly, but demand from the furniture and fittings industry, which has grown continuously in the past, also fell in 2023.

In the planning horizon, we take into account the uncertainty regarding economic development and reduce the earnings expectations for 2024. Overall, we anticipate a positive corporate result for the Wuppermann Group.

The earnings situation for the companies in the Wuppermann Group can therefore be described as stable.



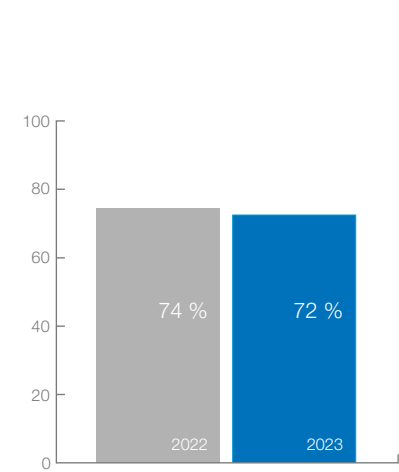
11 BALANCE SHEET TOTAL 2023

Net assets

In 2023, total assets increased by EUR 11,797 thousand from EUR 329,697 thousand to EUR 341,494 thousand as at December 31 (11). The increase in fixed assets, inventories and other assets is partially offset on the assets side by the decrease in bank balances. The increase on the liabilities side is reflected in liabilities to banks and trade payables.

In 2023, the goodwill resulting from the repurchase of the WH share from Welsch was amortised on a straight-line basis from EUR 7,973 thousand to EUR 6,586 thousand in the area of intangible assets. Property, plant and equipment increased significantly compared to the previous year. The increase in depreciation and amortisation in 2023 is offset by higher investments in fixed assets. The investment in the new roll forming line at WA in particular caused the value of property, plant and equipment to rise to EUR 167,068 thousand.

After current assets were at a very low level at the end of 2022 due to a significant drop in inventory volume, inventories were increased by 30 kt in 2023. This is reflected accordingly in the in-

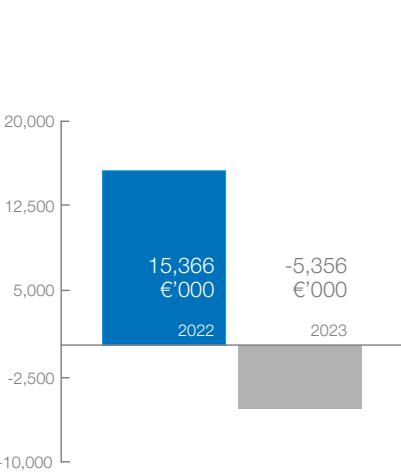


12 EQUITY RATIO

crease in current assets. In monetary terms, the increase will be lower, as the lower cost prices in 2023 will have a correspondingly offsetting effect.

At EUR 42,170 thousand, trade receivables as at December 31, 2023 were at a comparable level to the previous year. At the end of 2023, factoring, i.e. the sale of receivables from credit institutions in the amount of EUR 8,510 thousand was utilised. The increase in other assets to EUR 16,448 thousand is largely due to higher VAT receivables from the tax office and the increase in other assets. Bank balances totalled EUR 1,479 thousand at the end of the year and were therefore significantly lower than the previous year's figure of EUR 15,421 thousand.

The equity of the Wuppermann Group increased by EUR 1,336 thousand from EUR 245,020 thousand to EUR 246,356 thousand in 2023. The dividend payment to Wuppermann shareholders in the amount of EUR 9,648 thousand for the 2022 financial year stands against the net profit for 2023 in the amount of EUR 10,303 thousand. The equity ratio (12) declined slightly due to the higher balance sheet total and amounted to 72% at the end of 2023.



13 NET FINANCIAL POSITION

After the Wuppermann Group reported a positive net financial position at the end of 2022, which was due in particular to the sharp decline in working capital, the Group again reported a liability to banks as at December 31, 2023 in the amount of EUR 6,796 thousand. Taking into account the bank balance in the amount of EUR 1,479 thousand and liabilities to affiliated companies from cash pooling in the amount of EUR 39 thousand as at December 31, 2023 results in a net financial position in the amount of -EUR 5,356 thousand (13).

Trade payables increased as a result of the year-on-year increase in inventories as at December 31, 2023 and amounted to EUR 46,344 thousand at the end of the year. The year-on-year increase is due to a change in purchasing behaviour in the fourth quarter. Whereas in the previous year only a small amount of input material was received in the last quarter, this year the inventory level was maintained at a normal level towards the end of the year, with the result that liabilities increased accordingly.

Provisions were lower year-on-year as at December 31, 2023 and amounted to EUR 27,372 thousand as at the reporting date. Pension provisions increased by EUR 262 thousand to EUR 13,093 thousand and tax provisions by EUR 329 thousand to EUR 4,460 thousand. Other provisions fell by EUR 1,470 thousand year-on-year to EUR 9,819 thousand. The decrease in other provisions is due in particular to lower personnel provisions.

The financial position of the Wuppermann Group has stabilised further compared to the previous year and can be described as good.

Financial position

The net financial position as at December 31, 2023 shows debt in the amount of EUR -5,356 thousand. The increase in debt compared to the previous year is due in particular to a rise in working capital and the increase in fixed assets.

Cash flow from operating activities in 2023 amounted to EUR 13,124 thousand. The positive inflow of funds from the net profit for the year in the amount of EUR 10,303 thousand and depreciation in the amount of EUR 18,399 thousand is the financing of the increase in inventories and trade receivables as well as other assets in the amount of EUR -19,382 thousand. The increase in trade payables and other liabilities in the amount of EUR 5,621 thousand also had a positive effect.

The Wuppermann Group's investment volume has risen for the third year in a row. While cash flow from investing activities was still EUR -21,300 thousand in 2022, it rose to EUR -24,289 thousand in 2023 due to the increase in payments for investments in property, plant and equipment. Payments for the

investment in the roll forming line at the WA site, initial payments for WPL's new logistics hall, WMT's new tube mill and the improvement of WH's zinc-magnesium production as well as further replacement investments at the production sites led to the increase.

In 2023, the Wuppermann Group paid a dividend to Wuppermann shareholders in the amount of EUR 9,648 thousand for the 2022 financial year. Cash flow from financing activities totalled EUR -9,558 thousand.

The cash-effective changes in cash and cash equivalents in 2023 of -EUR 20,723 thousand were negative compared to the previous year. This development is due in particular to the increase in current liabilities to banks and the reduction in bank balances.

The individual values are as follows:

	2023 €'000	2022 €'000
1. Cash flow from operating activities	13,124	96,564
2. Cash flow from investments	-24,289	-21,300
3. Cash flow from financing activities	-9,558	-26,416
Net change in cash and cash equivalents (subtotal 1 - 3)	-20,723	48,848
Changes in cash and cash equivalents due to exchange rate movements, changes in the scope of consolidation, and changes in valuation	2	4
Cash and cash equivalents at the beginning of the period	15,366	-33,487
Cash and cash equivalents at the end of the period	-5,356	15,366
4. Composition of cash and cash equivalents		
Cash and cash equivalents	1,479	15,421
Financial liabilities to affiliated companies from cash pool	-39	-53
Current liabilities to banks	-6,796	-2
Cash and cash equivalents at the end of the period	-5,356	15,366
Long-term loans	0	0
Other financing	0	0
Net financial position	-5,356	15,366

Following the very positive development of the Group's financial and liquidity position in recent years, this stabilised in the past financial year despite the high level of investment activity and the increase in working capital.

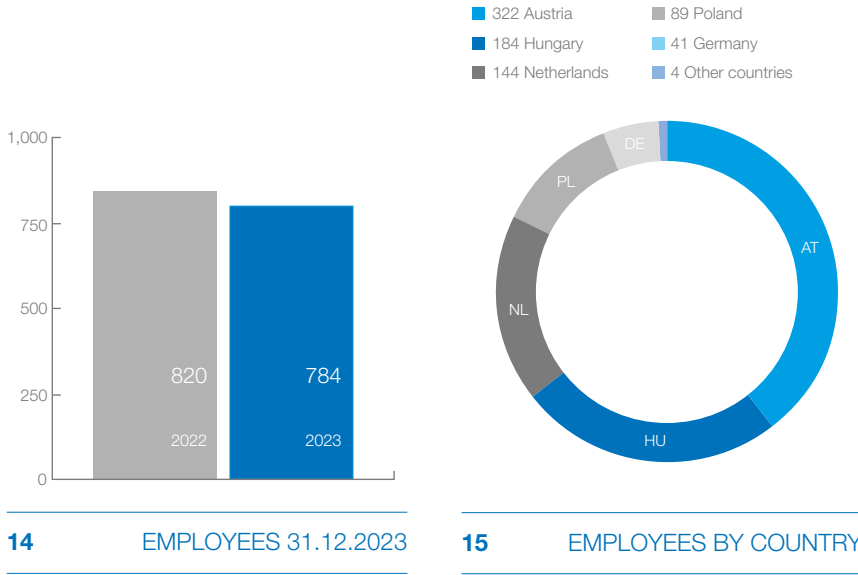
2.3 Personnel

As at December 31, 2023, the Wuppermann Group employed 784 active and inactive employees (including trainees and executive bodies) (14). The annual average was 804. The lower capacity utilisation of the production companies is reflected in the declining number of employees (previous year: 825). The annual average number of temporary employees also fell to 58 (previous year: 77).

Of the 784 employees, 41 worked in Germany, 144 in the Netherlands, 184 in Hungary, 89 in Poland, 322 in Austria and 4 in other countries (15).

As in previous years, the proportion of women in the Wuppermann Group will remain unchanged at 15 % in 2023 (16).

In the past financial year, personnel work at Wuppermann was characterised by handling the personnel measures in connection with the declining demand as socially and responsibly as possible. As a result, the impact on permanent employees was minimised through natural fluctuation and the reduction of temporary workers.



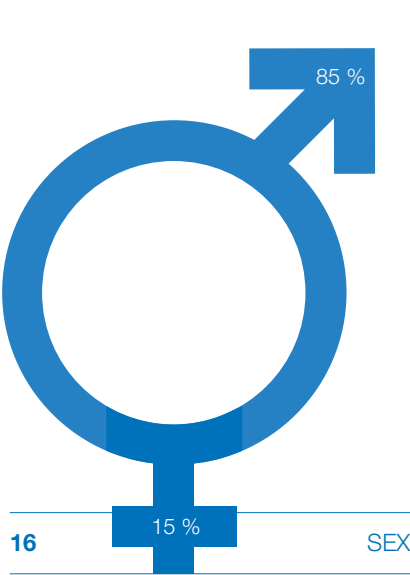
Occupational safety remains a top priority. The leading indicator in this context is the accident frequency indicator LTI = number of accidents with lost time (1 day or more per 1 million working hours), which showed a positive trend in 2023. The LTI rate was reduced from 7.5 in the previous year to 3.6 in 2023 (17). The number of accidents at work fell from eleven to five. It should be emphasised that of the five production sites, the three companies WSN, WA and WMT remained accident-free in 2023. The two companies WSN and WA have also been accident-free for over 1000 days.

In 2023, measures to increase occupational safety were also implemented on the basis of the ongoing analysis of near misses, which contribute to achieving the strategic goal of an LTI rate of 0.

2.4 Sustainability and climate protection

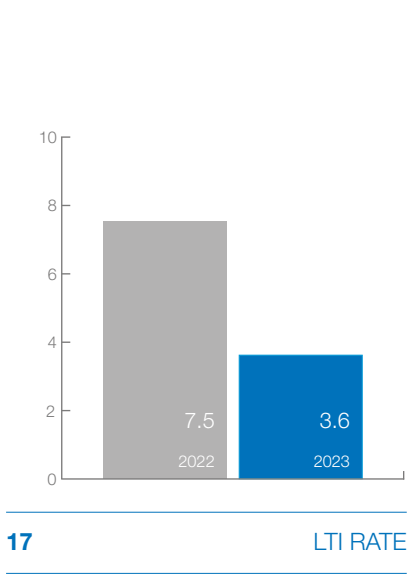
As an energy-intensive company, the topic of sustainability is of high strategic importance for the Wuppermann Group. At present, the Wuppermann Group is not yet legally obliged to provide so-called "non-financial reporting". In accordance with the EU's Corporate Sustainability Directive (CSRD), it can be assumed that Wuppermann will also have to prepare non-financial reporting for the first time for the 2025 reporting year. In addition to implementing our sustainability strategy, the focus in 2023 was on establishing internal reporting systems and further creating transparency in the area of sustainability. This will also be a key focus for 2024.

The Wuppermann Group had to adjust its ambitious target of reducing all Scope 1 and Scope 2 emissions directly attributable to the production process to 0 by 2025 over the course of the year. Scope 1 emissions are the CO₂ emissions that are generated directly on site at the Wuppermann Group's operating sites through the combustion of fossil fuels. The Wuppermann Group's production sites



mainly use gas in the production process, as well as diesel or petrol for company vehicles. Scope 2 emissions are CO₂ emissions that arise in the generation of the electricity used by the Wuppermann Group. The economic and political framework conditions did not allow for some of the measures necessary to achieve the goal of reducing Scope 1 and Scope 2 emissions to 0 by 2025. In particular, measures to avoid the use of natural gas in auxiliary units are currently not economically viable with the current state of technology. Our sustainability strategy now envisages achieving this goal by 2027. All other Scope 1 and Scope 2 emissions are to be eliminated by 2030. We remain committed to this goal. The prerequisite for achieving these two goals is that framework conditions are in place in the coming years to make the necessary investments economically viable.

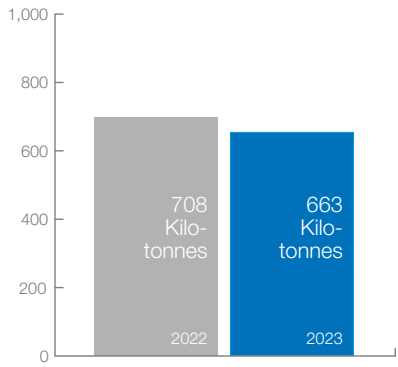
In addition, further improvements are to be achieved in terms of recycling and energy efficiency.



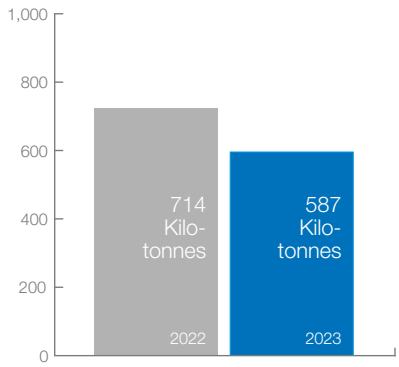
Back in 2020, Wuppermann had the environmental impact of the Wuppermann Group's "heat-to-coat strip galvanizing process" and our competitors' conventional cold strip galvanizing process investigated and a comparison of the two processes drawn up. This comparison was updated in 2022. Both studies were carried out by the Fraunhofer Institute for Environmental, Safety and Energy Technology. The update shows the effectiveness of the measures. It has been demonstrated that our process is 54 % (previously: 31 %) less CO₂ than the standard galvanizing process on the market, based on our largest production site in the Netherlands. This demonstrates an advantage of the Wuppermann process wherever the application areas for galvanized hot strip and galvanized cold strip overlap. We save 93 g of CO₂ per kg of galvanized Flat Steel at the Moerdijk site and 84 g at the Judenburg site compared to the reference process. In contrast to the first study, the current study now covers all Wuppermann Group plants. For the tube mills, it was shown that hardly any CO₂ is added to the material used during processing by Wuppermann.

The fact that our heat-to-coat process is more environmentally friendly is essentially due to the process design. In contrast to the standard strip galvanizing process, we do not use fossil fuels to heat the furnace, but only electricity. In addition, our maximum process temperature is significantly lower than the standard process, as we can avoid annealing at 750°C and only heat up to about 450°C galvanizing temperature.

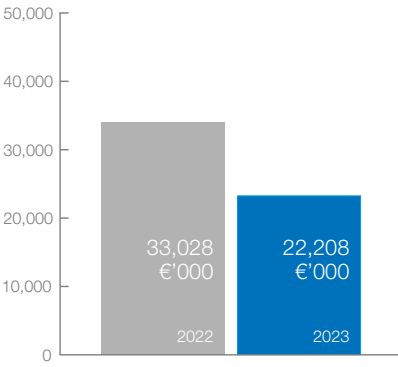
The environmental friendliness of the process is therefore largely determined by the CO₂ balance of the electricity used. This is therefore the main lever for reducing the carbon footprint. Consequently, to achieve our ambitious goal, we are gradually converting our electricity mix to purchases from renewable sources. Initial measures have already been implemented and are leading to the improvements mentioned above. The Group uses green electricity at its production sites in Austria and Moerdijk in the Netherlands. For WH, the CO₂ advantage over the competition is not quite as large, since Hungary does not yet provide the possibility to purchase exclusively CO₂-free electricity. At the same time, we are investing in our own electricity generation. Since 2023, Wuppermann has had photovoltaic systems in operation at all five production sites and at its headquarters in Leverkusen, with an installed capacity of 4,700 kWp and a total generation of 3,650 MWh.



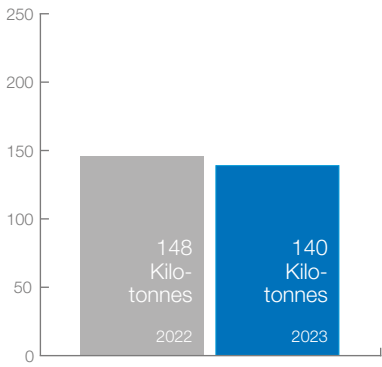
18 INCOMING ORDERS TUBES & PROFILES



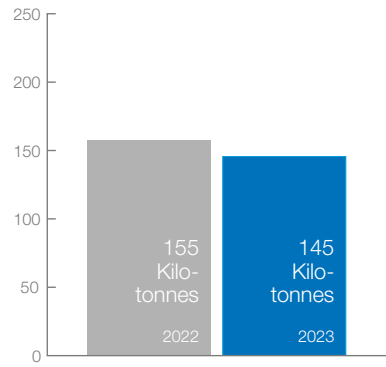
19 SALES FLAT STEEL



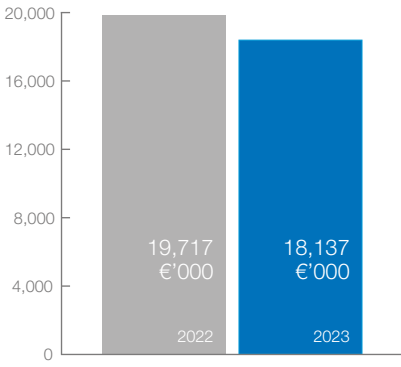
20 EBITDA FLAT STEEL



21 SALES TUBES & PROFILES



22 INCOMING ORDERS TUBES & PROFILES



23 EBITDA TUBES & PROFILES

2.5 Economic development of the individual business units

Business Unit Flat Steel

The financial year of the Business Unit Flat Steel was characterised by a decline in demand. Whereas in the first half of the year, with a sales volume of 327 kt on the basis of good sales margins, sales fell to 260 kt in the second half of the year. Sales margins in the second half of the year were also unable to be maintained at the level of the first half, with the result that a significantly reduced EBITDA was realised in the second half of the year. The MEPS trend low Germany for our input material Hot Rolled Coil (HRC) was similar to the previous year, albeit at a lower price level. After rising from € 600/ton at the beginning of the year to € 840/ton at the end of April, the price fell continuously over the course of the year to as low as € 600/ton at the end of October. In the last two months of the year, an increase to € 660/ton was recorded again.

The decline in demand over the course of the year was reflected in the order intake of the Business Unit Flat Steel. In the previous year, incoming orders in the amount of 708 kt, the order intake fell to 663 kt in 2023 (18). WH was more affected by the decline in incoming orders than WSN, as both the contract business with the joint venture partner Tata and demand from the furniture industry had a stabilizing effect at WSN.

In line with the lower order intake, the business unit's sales volume also fell to 587 kt (19) - a decrease of 18 % compared to the previous year. The target of maintaining sales in 2023 at approximately the previous year's level of 714 kt could not be realised due to economic developments.

The delta of the MEPS quotes for galvanized hot-rolled strip (HDG) and hot-rolled coil (HRC), the so-called MEPS delta HDG HRC low Germany, averaged €114/ton for the year and was significantly below the values for 2022 of 144 €/ton and 2021 in the amount of € 151/tonne. Sales margins were correspondingly lower in 2023. The sharper decline in sales margins assumed in the planning for 2023 did not materialize.

The EBITDA of the Business Unit Flat Steel in the reporting year in the amount of EUR 22,208 thousand (20) was thus below the previous year's figure of EUR 33,028 thousand, but above the plan in the amount of EUR 13,573 thousand.

Following the sharp drop in sales volumes in the previous year, WSN also recorded a decline in sales volumes in 2023, although this was significantly lower than in the previous year at -45 kt. The company has benefited from lower energy costs. On the one hand, WSN was able to fall back on a good hedging position in 2023, formed in previous years, and on the other hand, spot prices were below the high values of 2022. In addition, special effects were recognised that made an extraordinary contribution to the company's earnings.

After two successful years in 2021 and 2022, which WH closed with positive annual surpluses, WH had to report a setback in 2023. The company was unable to achieve the targeted sales volumes in the past year. External sales in particular fell by 32 % compared to the previous year, while demand from the Business Unit Tubes and Profiles only declined slightly. The company was also confronted with high energy costs, which - unlike at WSN - rose again in 2023 compared to the previous year.

Due to the decline in sales at both companies, one focus of the "Wuppermann-Stark" improvement program was on adjusting personnel capacities. The program also focused on reducing the increased purchase prices in 2022 - as a result of the energy crisis and inflation - in all areas of consumables, supplies and services.

WS - as the central purchasing and sales company for the companies in the Business Unit Flat Steel - was confronted with the challenges of economic and price developments in both purchasing and sales. While high price fluctuations were the biggest challenge in the previous year, in 2023 it was the sharp decline in demand across almost all sectors that made sales activities in the Business Unit Flat Steel more difficult.

Business Unit Tubes and Profiles

The economic trend did not have the same negative impact on the business performance of the Business Unit Tubes and Profiles as it did on the Flat Steel business unit. The decline in sales in the amount of -6 % to 140 kt (21) is due in particular to the tube business of WMT and WPL. On the other hand, there was growth in the area of profile production for the photovoltaic industry, which was supported by the start-up of the new roll forming line at WA.

The business unit's order intake fell to 145 kt in 2023 (22). Incoming orders in the Systems Technology business unit were unable to match the good performance of the previous year. In particular, a drop in demand from the heating industry in the second half of the year led to a decline.

EBITDA in the Business Unit Tubes and Profiles of EUR 18,137 thousand in 2023 was below the previous year's EBITDA of EUR 19,717 thousand (23). Declining demand and lower sales margins, particularly in WMT's tube business, contributed significantly to the fall in earnings. The business unit is also faced with high increases in personnel costs at the two Austrian locations.

As in the previous year, WA will also benefit from the Europe-wide expansion of renewable energies in 2023. The stable high demand from the photovoltaic industry has led to further growth in this area, which has compensated for declining sales in other sectors. The successful start-up of the new roll forming line in the second quarter of 2023 contributed to this.

The largest decline in sales in the Business Unit Tubes and Profiles was recorded by WMT. Compared to the previous year, sales fell by 18 %. Sales in WMT's Systems Technology segment were particularly high in the first half of the year, meaning that for the first time this segment achieved a higher EBITDA than the tubes and Profiles segment.

Demand for black tube, WPL's main product, was at a low level in 2023 due to the high price sensitivity of the product. The domestic market in particular was under enormous price pressure, which led to the company achieving lower sales margins. Exports to the scaffolding industry were unable to match 2022, meaning that overall EBITDA was lower than in the previous year.

3. Supplementary report

On 4 January 2024, Wuppermann Industrie B.V. acquired the minority interest in the amount of 35 % of the Turkish steel service centre Galva Metal A.Ş. sold.

4. Forecast, opportunity and risk report

4.1 Opportunity and risk report

Risk management at Wuppermann comprises all measures for the systematic identification, analysis, assessment, monitoring, and control of opportunities and risks. Due to its integration into the controlling processes it is an integral part of value-based management in the Group.

Active opportunity and risk management serves both to secure the long-

term existence of the company and to increase its value and thus represents a key success factor for the Wuppermann Group.

The standardised opportunity and risk management process is documented in a Group-wide manual. This ensures that the management board and Supervisory Board are informed in a timely and structured manner about the Group's current opportunity and risk situation. The organisational anchoring in the Corporate Controlling department enables opportunity and risk management to be actively integrated into the planning and reporting process.

In the 2023 financial year, the Management Board again reported to the Supervisory Board at each meeting on the respective status of the opportunities and risks facing the Wuppermann Group. Despite the comprehensive analysis, however, the occurrence of risks cannot be systematically ruled out, nor can the realisation of opportunities be systematically ensured. Rather, the goal is the ongoing, transparent, and controlled management of opportunities and risks. We are therefore continuously developing the Wuppermann Group's risk management system.

Opportunity Report:

At Wuppermann, we see possible positive deviations from the forecast or a target due to future events or developments as opportunities. Accordingly, opportunity management comprises the systematic handling of these opportunities and potentials in the Group. Due to the linking of the planning and reporting processes in controlling with the strategy processes, opportunity management is an important component of operational and strategic corporate management.

In order to sustainably increase the profitability of the Wuppermann Group, we are essentially dependent on the development of the European economy. In addition, opportunities arise for the Wuppermann Group if we implement strategic measures or realize them more quickly than expected.

One focus of the strategic measures is to make greater use of the significantly lower CO₂ emissions of the galvanizing process than the competition in future marketing. The WTopCarb product was positioned on the market in 2023. The name WTopCarb stands for a galvanized hot-rolled strip with a physical reduction of the carbon footprint to a value of less than one ton of CO₂ equivalent per ton (1 t CO₂-eq./t) of galvanized hot-rolled strip. This means that WTopCarb produces significantly less CO₂ than comparable products on the market. With a zinc coating of Z275, a galvanized hot-rolled strip produces an average of around 2.2 t CO₂-eq./t of galvanized hot-rolled strip.

Another focus is on the further development of the product WTopCor, a product with high-performance corrosion protection made from a zinc-magnesium alloy with low CO₂ emissions. To this end, further investments were made at the WH site in the past financial year, which will be finalised in 2024.

Further investments in the technical capabilities of our locations also offer further opportunities. In 2023, WA's new roll forming line was put into operation, enabling it to reliably meet the high demand from the photovoltaic industry. In addition, the investment in the expansion of WMT's tube mill in the amount of EUR 40 million was released. This represents a major technological step forward in the area of tubes and profiles to enable future growth.

The further digitalisation of business processes in the administrative area, as well as increasing digitalisation at the production sites, is the basis for meeting future customer requirements and increasing the productivity of operational processes. The medium-sized character of the group of companies is to be strengthened to ensure that the objectives are achieved. Lean decision-making processes and a greater decentralisation of responsibility in conjunction with low complexity can be seen as an opportunity for the Group in a competitive environment.

When implementing strategic measures and projects, we always take into account the financial possibilities of the Wuppermann Group. Economic conditions in particular could lead to us adjusting the timing of implementation and therefore not being able to utilise existing opportunities immediately.

Risk Report:

At Wuppermann, we generally understand risks to mean threatening events or developments with a negative impact on our ability to achieve our corporate goals. Risk management at Wuppermann comprises all measures that ensure a systematic and transparent approach to risks. Integration into the Group's planning and reporting process is an important component of a functioning risk management system. In addition, the organisational anchoring of risk management in controlling offers an integrated and holistic structure.

With its structured process, the Wuppermann Group's risk management helps to ensure that there are no potential negative effects from risks that could jeopardise the company's existence. Compared to the previous year, the analysis and assessment of individual risks did not result in any change in the overall risk situation. The focus remains on geopolitical risks and the resulting operational risks, such as economic developments. In the past year, a stronger focus was also placed on information security.

In addition to the regular reporting by the Management Board to the Supervisory Board in 2023, risk management was discussed on a quarterly basis as a fixed component of the results meetings with the managers of the Wuppermann Group. The risk inventory integrated as part of the planning process covers the entire three-year planning horizon. At this point, we also consider macroeconomic risks and other external influences that have a more economic character.

The risk assessment of identified risks is carried out on a Group-wide basis in accordance with central requirements. We assess our risks on the basis of projected probabilities of occurrence and loss amounts. A probability of occurrence of less than 25 % corresponds to a classification as "unlikely", between 26 % and 50 % to a classification as "possible", between 51 % and 75 % as "probable" and from a probability of occurrence of more than 75 % the assessment is "very probable". Secondly, we assess the risks in terms of their potential economic impact using the scale "low" (< EUR 250 thousand), "medium" (EUR 250 thousand - EUR 1,000 thousand), "high" (EUR 1,000 thousand - EUR 5,000 thousand) and "very high" (> EUR 5,000 thousand).

The risk assessment always follows the net method. Effective, realised measures are taken into account in the monetary valuation and reduce the "gross value" of the risk without measures accordingly.

We try to prevent the negative effects of risks at Wuppermann by living a functioning risk management system and providing appropriate early warning indicators. We do not enter into any transactions that violate our risk policy principles.

Risks can be transferred to third parties if the financial risk can be transferred by taking out insurance. As a central service provider, Wuppermann AG transferred risks to insurers throughout the Group in the reporting year. In line with the Group's risk-bearing capacity, we agree appropriate deductibles for the individual insurance policies.

The internal control system as the entirety of all controls and monitoring activities also has a supporting effect, with the aim of ensuring the security, correctness and efficiency of all processes and tasks and guaranteeing the reliability of financial reporting.

We have summarised the risks relevant to the Wuppermann Group in various categories:

- // Risks from external conditions (environment/events/legal/compliance)
- // Financial risks / Administration / Personnel
- // Operational risks (sales/SCM/production)

Risks from external framework conditions

These are essentially risks relating to macroeconomic development.

If there is a lack of positive stimulus from the global economy and in particular from the markets that are important for Wuppermann, there are economic risks for the Group. We continuously monitor changes in country-specific conditions in order to be able to initiate risk minimisation measures at an early stage if necessary.

The challenging economic development in 2023, characterised by high inflation rates, declining demand and rising interest rates, had a particularly negative impact on the Wuppermann Group in the second half of 2023. The outlook for future developments continues to be characterised by great uncertainty. There are signs that the rise in inflation rates is slowing and central banks are refraining from further interest rate hikes. On the other hand, there is still the possibility of a further escalation of the war in Ukraine or other geopolitical or trade conflicts.

We have taken the expected economic challenges into account in our planning for 2024.

Financial risks / administration / personnel

One of the central tasks of Wuppermann AG is to coordinate and ensure the financial requirements within the Group. To ensure solvency at all times, we maintain appropriate liquid funds on the basis of rolling monthly liquidity planning. As part of cash pooling, the funds are passed on to the companies as required. To this end, we optimise Group financing and limit financial risks.

As at December 31, 2023, cash and cash equivalents amounted to EUR 1,479 thousand, compared to a draw-down of overdraft facilities of EUR -6,796 thousand. The freely available and unutilised credit lines under the syndicated loan agreement amounted to EUR 53,204 thousand and the free factoring volume to EUR 31,490 thousand. As at December 31, 2023, the Group had a net financial position in the amount of EUR -5,356 thousand.

The concluded syndicated financing in the amount of EUR 60,000 thousand has a term until June 2024. There is also the option of utilizing factoring up to an amount of EUR 40,000 thousand. On February 1, 2024, we reached an agreement with our banks to replace the existing syndicated loan with a new syndicated loan of the same amount with effect from February 13, 2024. The new agreement provides for a term of three years with two one-year extensions.

The occurrence of financial risks is unlikely and these risks have a medium impact.

Default risk:

In order to prevent default risks in the supply and service business, accounts receivable are continuously monitored by the Group companies. Contact is sought with customers at an early stage in order to prevent late payment or to minimise risk. In addition, trade credit insurance is taken out.

The materialisation of this risk is possible with a low impact.

Financing risks:

As part of the syndicated financing concluded in 2019 and extended in 2021, agreements have been concluded with banks stipulating that the ratio of financial liabilities to EBITDA in the consolidated financial statements will not exceed 325% at the respective balance sheet date. This key figure was met as at December 31, 2023.

For the last time, there was a risk at the end of 2023 that subsidies for the plant in Hungary would have to be repaid if the minimum number of employees was not reached. This risk has not materialised and therefore no longer represents a risk for future years.

Overall, we consider the occurrence of financing risks to be unlikely with a low impact.

Personnel risks:

In order to achieve our strategic goals, Wuppermann needs committed and qualified employees in all companies. The main risks here are not finding top performers for vacant positions or losing competent job holders. In order to prevent the loss of employees and continue to position the company as an attractive employer, the areas of action identified in the last employee survey are being addressed. The main focus here is on good communication, which should help us to further

strengthen our position as an attractive employer. Measures are implemented in the area of in-company training and the timely identification of further development opportunities within the Group. This also includes attractive remuneration and incentive systems, including company social benefits.

The high demand for skilled labour due to the new investments made and planned and the departure of experienced employees is a particularly great challenge in the coming years, which we want to meet at an early stage. Against this background, we see a strong obligation to promote training at all Wuppermann locations.

We consider the occurrence of personnel risks to be unlikely with a medium impact.

Information Security Risks:

Wuppermann's IT-supported business processes are exposed to various information security risks. Advancing digitalisation and the associated further integration of IT into business processes requires the resulting risks to be minimised.

Risks exist with regard to unauthorised access to sensitive electronic corporate data and with regard to the lack of system availability as a result of disruptions and disasters. We counter the risk of unauthorised access to company data by using firewall systems, patch management and other measures as part of the ERDIS program (increasing information security). In addition, security is increased by the restrictive and controlled allocation of access authorisations to systems and information and by keeping backup versions of critical data.

The number of attacks on our IT infrastructure continues to increase. With this in mind, we also filled the position of "IT Security Engineer" in 2023. The main tasks of the job holder are

- // coordination with external service providers who continuously monitor all IT systems of the Wuppermann Group and provide support in the event of an emergency,
- // the ongoing updating of ERDIS measures and
- // ensuring the implementation of ERDIS measures.

In 2023, we also began preparing for the TISAX audit, which should be successfully completed in 2024. TISAX is an information security standard that must be proven in the automotive industry as a prerequisite for winning a contract.

In addition to technical precautions and the ongoing monitoring of systems, one of our main focuses is on sensitizing our employees to IT risks and the handling of confidential information. To this end, we use computer-aided programs that provide all employees of the Wuppermann Group with ongoing, up-to-date information and training on the subject of information security.

As part of the Wuppermann "ERDIS" program, additional expenditure of around EUR 300 thousand was made in 2023 to increase information security. We also have insurance to protect against the consequences of "cyber-crime".

The probability of occurrence of information security risks has increased and is categorised as very likely with a medium impact.

Operational risks

Sales risks:

The economic risks that we have described in the section "Risks from external conditions" can have an impact on our business development in individual markets and thus lead to sales risks.

On the one hand, we are endeavouring to reduce our dependence on individual markets and sectors by targeting growth in sectors that currently account for a low proportion of deliveries. On the other hand, the focus is on maintaining long-standing customer relationships. The technological development of our products and services while maintaining the highest quality standards is intended to strengthen customer loyalty. By analysing customer surveys, we obtain relevant information to improve our customer orientation.

We were able to counter the shortage of transport capacity that occurred in 2022 by introducing a transport management software solution. In addition, the transport market recovered in 2023 in terms of pricing and the availability of transport space, meaning that sufficient freight capacity was available at improved conditions.

In the coming year, we have planned to increase sales in both business units in order to fulfil our claim of sustainable growth. We have taken the risk of a sustained recession into account with a "planning reserve", which means that the planned volume growth of the business units has been reduced.

Specific sales risks of the business units can be found in the sections "Risks of the business units".

The sales risks are likely to materialize and would have a significant impact on the company.

Procurement risks:

To manufacture our high-quality products, we need raw materials as well as energy and freight capacities. Purchase prices can fluctuate significantly depending on the market situation. The risk from strongly fluctuating purchase prices must be passed on to the customer as far as possible by adjusting sales prices accordingly. Suppliers may also fail, thus jeopardising the optimal supply of our production and thus our customers. The development of alternative suppliers in order to reduce dependence on individual suppliers is being pursued further.

We counter the risk of major fluctuations in energy prices with forward-looking and structured procurement as part of hedging transactions, energy-saving measures and investments in our own energy generation.

We estimate the probability of occurrence of procurement risks as possible with a high impact.

Production risks:

Property damage and business disruptions as well as risks from unexpected output and quality problems can occur at any time. In addition to costs for damage repair, there is above all the risk of business disruption, which can lead to prolonged production downtimes. We endeavour to keep the risk to a minimum by means of preventive maintenance and the ongoing training of our employees as well as a stock of spare parts.

With the exception of a few niche products, all products in the Business Unit Flat Steel can now be run redundantly on the systems of the two production companies. The commissioning of the new roll forming line at the WA site has created additional production capacity, which also enables the Business Unit Tubes and Profiles to manufacture products on different lines. The approved investment at the WMT site will also help to increase the security of supply for our customers in future through redundant production capacities.

In addition, an appropriate level of property and business interruption insurance has been taken out for all production companies to minimise financial losses in the event of an emergency.

The possible probability of occurrence of production risks would have a medium impact on the company.

Environmental risks:

In our manufacturing companies, there is a risk of air and water pollution. The Group companies are also subject to various governmental requirements and laws in the respective countries in environmental matters. To minimise the risk, we continuously invest in the maintenance and refurbishment of our plants. In 2023, we also completed certification in accordance with the internationally recognised ISO 9001, as recertification, and ISO 14001, ISO 45001 and ISO 50001 standards. The ISO 9001 certification confirms the consistent focus on internationally recognised quality standards for products and processes. By fulfilling the ISO 14001 standard, the company emphasises its commitment to a responsible approach to environmental aspects and sustainability in its business processes. In addition, the Wuppermann Group has received ISO 45001 certification, which confirms its efforts and commitment to ensuring a safe and healthy working environment for all employees. ISO 50001 certification documents the company's commitment to efficient energy management and reducing its ecological footprint.

We therefore assume that the potential obligations arising from environmental risks will not have a material impact on the financial position or the consolidated result. Sufficient insurance has also been taken out for all companies.

The occurrence of environmental risks is classified as unlikely with a low impact.

Risks of the Business Unit Flat Steel

In 2023, business in the Business Unit Flat Steel was characterised by a significant slowdown in economic development, which was reflected in a decline in sales in the past year. The course of economic development in the coming year also depends on many influencing factors. The further course of the war in Ukraine, disruptions in the supply chain of steel manufacturers and high import quotas, among other things, may have an impact on business performance in 2024.

For the Business Unit Flat Steel, there is therefore a risk of not achieving the sales and therefore also the earnings targets set as part of the operational planning for 2024 due to fluctuating demand. Wuppermann continues to counter these risks by concentrating on demanding market segments with lower volatility and by maintaining long-term customer and supplier relationships.

On the procurement side, risks arise from strongly fluctuating starting material prices and the unavailability of the right materials at the desired time. We try to minimise the margin risk by structuring our supplier and customer contracts accordingly and by stipulating that contracts should always be hedged "back-to-back". The volatility of commodity and energy prices has decreased in 2023. Here too, however, the further course depends on many exogenous factors that we cannot influence. In the energy sector, we endeavour to counteract procurement risks by adhering to the Group-wide hedging strategy and making targeted investments in order to continuously increase the supply of electricity from our own generation.

In the event of a deterioration in the overall economic situation, the risk from customer insolvencies also increases. Efforts are made to minimise the risk of bad debts through ongoing monitoring and the conclusion of trade credit insurance policies.

Market uncertainties on the sales and procurement side as well as earnings and margin risks are therefore among the main risks to the economic development of the Business Unit Flat Steel.

We estimate the occurrence of risks with regard to the achievement of the sales and earnings targets in the operational planning for 2024 for the Business Unit Flat Steel as possible with a high impact on earnings.

Risks in the Business Unit Tubes and Profiles

The stable development of demand in the photovoltaic industry and the re-start of WA's roll forming line had a positive impact on earnings performance in the Business Unit Tubes and Profiles in 2023. This was offset by a significant decline in demand in the sectors that are particularly relevant for the business unit, such as the furniture industry and scaffolding. For the coming year, we anticipate a slight recovery in demand overall, which will continue to be driven by the photovoltaic industry.

The supply relationship on the procurement side between the two business units was also strengthened in the past year. The supply of the tube and profile locations was ensured at all times. Improvements were made as part of the digitalisation of the supply chain process, enabling the supply situation to be further optimised through forward-looking warehousing. The external procurement risks of the Business Unit Tubes and Profiles correspond to the risks of the Flat Steel business unit, as there is a high level of dependency.

The focus on new market segments, the ongoing development of production processes and the cultivation of long-term customer relationships that have been initiated in the Business Unit Tubes and Profiles in recent years are key to the business unit's successful development.

The commissioning of the new roll forming line at WA went smoothly. The planned production figures were exceeded. This created the technical prerequisites for greater participation in the growing photovoltaic sector. The decision taken in 2023 to invest in a new tube mill in Altmünster will create the conditions for profitable growth for WMT by bringing production up to the latest technological standards and providing additional capacity.

Due to the good payment behaviour of our customers, we continue to see a low risk of non-payment in the Business Unit Tubes and Profiles. In addition, this is covered by trade credit insurance.

Operational planning for 2024 in the Business Unit Tubes and Profiles also takes the current economic trend into account. The probability of occurrence of further risks in the Business Unit Tubes and Profiles is classified as possible with a high impact on earnings.

4.2 Forecast report

In view of the continuing high level of economic and geopolitical uncertainty, it is not possible to reliably predict business performance for the coming year. We do not expect a sustained improvement in the market environment and continued price volatility.

We have therefore made the following key assumptions and economic conditions for the 2024 financial year:

- // The sales volume in 2024 is slightly higher than in 2023, taking into account the planning reserve at Group level,
- // Sales margins are subject to greater pressure in 2024 and may not reach the level of 2023, and
- // The prices for electricity and gas in 2024 will remain at the average level of spot prices in 2023 and
- // A salary cost increase of between 3 and 10 % depending on the country was planned.

Despite a slight increase in sales, it will therefore not be possible to maintain the earnings level of 2023. The increase in energy costs due to expiring favourable hedging transactions, rising wage costs and a lower margin level lead to lower earnings expectations for 2024.

For the reasons mentioned above, the planned EBITDA for 2024 is below the EBITDA for 2023 in the amount of EUR 35,578 thousand. We are planning an EBITDA for 2024 of EUR 28,449 thousand.

In 2023, the payments for investments in the amount of 24.289 EUR thousand were significantly above the level of depreciation and amortisation in the amount of EUR 18,399 thousand. The investment in Rohrwerk 4.0 at the WMT site will lead to expenses of up to EUR 40,000 thousand over the next three years. The remaining investment volume of 8.808 thousand is planned for 2024. Overall, we anticipate an outflow of funds for investments in 2024 of EUR 30,503 thousand.

For the year 2024, we assume a net financial liability of EUR -6,742 thousand as at the reporting date of December 31, 2024. The high planned investment payments and the planned dividend cannot be fully offset by the result, but the net financial position will not deteriorate significantly. The gearing ratio, i.e. the ratio of net financial position to EBITDA for the last 12 months, should also be kept below 1 over the course of the year so that financing can continue to be obtained at the best possible conditions.

Leverkusen, 23 February 2024
Wuppermann AG, Management Board



Johannes Nonn



Dr. Arndt Laßmann

ANNUAL FINANCIAL STATEMENTS GROUP

Profit and loss statement

IN €'000	2023	2022
1. Revenues	663,736	989,714
2. Decrease/increase in inventories of finished goods and work in progress	5,478	-27,524
3. Other activated net performance	63	9
4. Other operating income	4,233	3,545
	673,510	965,744
5. Cost of materials		
a) Cost of raw materials, consumables and supplies, and purchased goods	-511,213	-785,812
b) Cost of purchased services	-29,929	-30,445
	-541,142	-816,257
6. Personnel expenses		
a) Wages and salaries	-40,809	-40,903
b) Social security contributions and expenses for pensions and other benefits (thereof for pensions: TEUR 1,690; previous year: TEUR 1,220)	-10,379	-10,635
	-51,188	-51,538
7. Depreciations on intangible fixed assets of property, plant and equipment	-18,399	-16,799
8. Other operating expenses	-45,602	-49,986
9. Income from investments	0	1106
10. Other interest and similar income (thereof for pensions: € 0; previous year: € 0)	4	9
11. Interest and similar expenses (thereof from accrued interest: TEUR 249; previous year: TEUR 316) (thereof in affiliated companies: € 0; previous year: € 0)	-567	-752
12. Taxes on income and earnings (thereof income from the change in recognised deferred taxes: TEUR 505; previous year: Expenses TEUR 2,472)	-6,313	-7,138
13. Consolidated net income	10,303	24,389
14. Share of consolidated net income attributable to non-controlling interests	-1,417	-251
15. Share of net income attributable to Wuppermann Group	8,886	24,138
16. Profit carried forward from the previous year	178,688	171,483
17. Distribution to shareholders	-9,648	-17,595
18. Transfer to other profit reserves (previous year: withdrawal)	-1,885	662
19. Consolidated balance sheet profit	176,041	178,688

Consolidated balance sheet

ASSETS IN €'000	31.12.23	31.12.22
A. FIXED ASSETS		
I. Intangible assets		
1. Purchased concessions, industrial property rights, and similar rights and assets as well as licences to such rights and assets	626	878
2. Goodwill	6,586	7,973
	7,212	8,851
II. Property, plant, and equipment		
1. Land, land rights, and buildings, including buildings on third-party land	57,301	56,351
2. Technical equipment and machinery	89,940	75,090
3. Other equipment, factory, and office equipment	11,512	10,396
4. Advance payments and assets under construction	8,315	17,224
	167,068	159,061
III. Financial assets		
1. Shares in affiliated companies	30	32
2. Shares in associated companies	2,331	2,331
	2,361	2,363
	176,641	170,275
B. CURRENT ASSETS		
I. Inventories		
1. Raw materials and supplies	55,051	47,324
2. Work in progress, unfinished services	11,991	9,538
3. Finished products and goods	37,455	34,283
	104,497	91,145
II. Receivables and other assets		
1. Trade receivables	42,170	42,038
2. Receivables from affiliated companies		15
3. Other assets	16,448	10,549
	58,618	52,602
III. Cash on hand and bank balances	1,479	15,421
	164,594	159,168
C. PREPAID EXPENSES	259	254
	341,494	329,697

LIABILITIES IN €'000	31.12.23	31.12.22
A. EQUITY		
I. Subscribed capital	21,285	21,285
II. Capital reserve	269	269
III. Retained earnings	33,588	31,703
IV. Consolidated retained earnings	176,041	178,688
V. Equity difference from currency translation	-415	-1,095
VI. Non-controlling interests	15,588	14,170
	246,356	245,020
B. SPECIAL ITEM FOR INVESTMENT GRANTS AND ADDITIONS TO FIXED ASSETS	7,160	7,665
C. PROVISIONS		
1. Provisions for pensions and similar obligations	13,093	12,831
2. Tax provisions	4,460	4,131
3. Other accrued liabilities	9,819	11,289
	27,372	28,251
D. LIABILITIES		
1. Liabilities to banks	6,796	2
2. Advance payments received on orders	1,464	769
3. Trade accounts payable	46,344	40,135
4. Liabilities to affiliated companies	39	53
5. Other liabilities	4,591	5,882
(of which from taxes: TEUR 1,225; previous year: TEUR 2,618)		
(thereof in the context of social security: TEUR 1,247; previous year: TEUR 1,146)		
	59,234	46,840
E. PREPAID EXPENSES	34	28
F. DEFERRED TAX LIABILITIES	1,338	1,893
	341,494	329,697

Development of the
Group fixed assets 2023

IN €'000	Acquisition or production costs						Accumulated amortisation						Carrying amounts	
	1.1.23	Acquisi- tions	Transfers	Disposals	Exchange rate differences	31.12.23	1.1.23	Transfers	Acquisi- tions	Disposals	Exchange rate differences	31.12.23	31.12.23	31.12.22
I. Intangible assets														
1. Concessions, industrial property rights and similar rights and assets acquired against payment, as well as licenses to such rights and assets	7,742	162	36	-4	3	7,939	6,865	0	448	-3	3	7,313	626	878
2. Goodwill	15,105	0	0	0	0	15,105	7,133	0	1,387	0	0	8,519	6,586	7,973
	22,848	162	36	-4	3	23,045	13,997	0	1,835	-3	3	15,832	7,212	8,851
II. Property, plant, and equipment														
1. Land, land rights, and buildings, including buildings on third-party land	101,637	918	2,714	-130	166	105,306	45,286	0	2,709	-104	114	48,006	57,301	56,351
2. Technical equipment and machinery	213,807	13,696	11,800	-8	618	239,912	138,717	-30	10,836	-2	452	149,972	89,940	75,090
3. Other equipment, factory, and office equipment	37,921	2,937	1,457	-1,338	41	41,017	27,524	30	3,021	-1,104	34	29,505	11,512	10,396
4. Advance payments and assets under construction	17,224	6,979	-16,007	0	119	8315	0	0	0	0	0	0	8,315	17,224
	370,589	24,531	-36	-1,477	944	394,551	211,528	0	16,566	-1,210	600	227,483	167,068	159,061
III. Financial assets														
1. Shares in affiliated companies	32	0	0	-2	0	30		0	0		0	0	30	32
2. Investments in associated companies	2,732	0	0	-401	0	2,331	401	0	0	-401	0	0	2,331	2,331
	2,764	0	0	-403	0	2,361	401	0	0	-401	0	0	2,361	2,363
	396,200	24,693	0	-1,883	947	419,957	225,926	0	18,400	-1,614	603	243,315	176,641	170,275

Consolidated Statement of Changes in Equity

IN €'000	Equity of Wuppermann AG														non-controlling interests			Group equity capital
	Subscribed capital			Reserves							Equity difference from currency translation	Profit carried forward	Consolidated net income attributable to the parent company	Total	Non-controlling interests before currency translation differences and net income for the year	Profit for the year attributable to non-controlling interests	Total	Total
	Sub-scribed capital	Own Shares	Total	capital reserve		Total	Legal reserve	Other Retained earnings	Total	Total								
				Article 272 para. 2 No. 1-3 HGB	Article 272 para. 2 No. 4 HGB													
31.12.22	21,285	0	21,285	0	269	269	1,859	29,844	31,703	31,972	-1,095	154,550	24,138	230,850	13,814	356	14,170	245,020
1. Consolidated net income			0			0			0	0			88,86	8,886	0	1,417	1,417	10,303
2. Withdrawal of treasury stock			0			0			0	0				0		0	0	0
3. Distribution to shareholders			0			0			0	0		-9,648		-9,648			0	-9,648
Reclassification of profit carried forward from previous year			0			0			0	0		24,138	-24,138	0	0	0	0	0
4. Change in other retained earnings			0			0		1,885	1,885	1,885		-1,885					0	0
5. Currency conversion			0			0			0	0	680			680			0	680
As of 31 December 2023	21,285	0	21,285	0	269	269	1,859	31,729	33,588	33,857	-415	167,155	8,886	230,768	13,814	1,773	15,588	246,356

Net financial positions

IN €'000	2023	2022
1. Cash flow from operating activities	13,124	96,564
2. Cash flow from investments	-24,289	-21,300
3. Cash flow from financing activities	-9,558	-26,416
Changes in cash and cash equivalents (Subtotal 1 - 3)	-20,723	48,848
Exchange rate, consolidation group, and valuation-related changes in cash and cash equivalents	2	4
Cash and cash equivalents at the beginning of the period	15,366	-33,487
Cash and cash equivalents at the end of the period	-5,356	15,366
4. Composition of cash and cash equivalents		
Cash and cash equivalents	1,479	15,421
Financial liabilities to affiliated companies from cash pool	-39	-53
Current liabilities to banks	-6,796	-2
Cash and cash equivalents at the end of the period	-5,356	15,366
Long-term loans	0	0
Other financing	0	0
Net financial position	-5,356	15,366

Consolidated Cash Flow Statement

IN €'000

		2023	Previous year	Change
Current business activity				
	1. Net profit/loss for the period (consolidated net profit/loss including non-controlling interests)	+10,303	+24,389	-14,086
+/-	2. Depreciation/write-ups of fixed assets	+18,399	+16,799	+1,600
+/-	3. Increase/decrease in provisions	-1,208	-5,254	+4,046
+/-	4. Other non-cash expenses/income	+680	-377	+1,057
-/+	5. Increase/decrease in inventories, trade receivables, and other assets not attributable to investing or financing activities	-19,382	+122,008	-141,390
+/-	6. Increase/decrease in trade accounts payable and other liabilities not attributable to investing or financing activities	+5,621	-56,827	+62,448
-/+	7. Gain/loss on disposal of non-current assets	-153	+434	-587
+/-	8. Interest expense/interest income	+563	+743	-180
-	9. Other income from investments	0	-1,106	+1,106
+/-	10. Income tax expense/income	+6,312	+7,137	-825
-/+	11. Income tax payments	-8,010	-11,383	+3,373
=	12. Cash flow from operating activities	+13,124	+96,564	-83,440
Investment activities				
	13. Proceeds from disposals of intangible assets	+1	0	+1
-	14. Payments for investments in intangible assets	-162	-265	+103
+	15. Proceeds from disposals of property, plant, and equipment	+419	+84	+335
-	16. Payments made for investments in property, plant, and equipment	-24,531	-21,033	-3,498
-	17. Cash outflows due to cash investments as part of short-term financial planning	-19	-19	0
+	18. Interest received	+3	+8	-5
+/-	19. Currency differences fixed assets	0	-75	+75
=	20. Cash flow from investments	-24,289	-21,300	-2,989
Financing activities				
-	21. Cash outflows from the redemption of bonds and (financial) loans	0	-1,500	+1,500
+/-	22. Payments received/made from/to company owners and minority shareholders	-9,648	-24,795	+15,147
+	23. Proceeds from received grants/ subsidies	+657	+631	+26
-	24. Disbursements in connection with expenses of exceptional magnitude or exceptional significance	0	0	0
-	25. Interest paid	-567	-752	+185
=	26. Cash flow from financing activities	-9,558	-26,416	+16,858
Cash-effective changes in cash and cash equivalents		-20,723	+48,848	-69,571
	27. Cash and cash equivalents at the beginning of the period	+15,366	-33,487	+48,852
	28. Exchange rate and valuation-related changes in cash and cash equivalents	+2	+4	-2
	29. Changes in the scope of consolidation	0	0	0
Cash and cash equivalents at the end of the period		-5,356	+15,366	-20,721

CONSOLIDATED NOTES AS OF 31 DECEMBER 2023

General notes

Wuppermann AG has its registered office in Leverkusen and is entered in the Commercial Register at Cologne Local Court (HRB 49708).

These consolidated financial statements have been prepared in accordance with German commercial law, the German Stock Corporation Act (AktG), and the supplementary provisions of the Articles of Association.

The income statement has been prepared using the nature of expense method.

The consolidated financial statements consist of the consolidated balance sheet, the consolidated income statement, the notes to the consolidated financial statements, the consolidated cash flow statement, the consolidated statement of changes in equity and the consolidated management report.

The consolidated financial statements are prepared on the assumption that the company will continue as a going concern.

Scope of consolidation and reporting date

Wuppermann AG, as the head of the Group, prepares the consolidated financial statements for both the smallest and the largest group.

The following changes occurred in the 2023 financial year with regard to the companies included in the consolidated financial statements.

Wuppermann Engineering GmbH was merged with Wuppermann Metalltechnik GmbH. Wuppermann Engineering Kft. was founded in January 2023.

The following companies are included in the consolidated financial statements as of 31 December 2023:

Share of capital (direct and indirect) %	
Wuppermann Austria GmbH, Judenburg/AT	100
Wuppermann Austria Holding GmbH, Altmünster/AT	100
Wuppermann Beteiligungsgesellschaft mbH, Leverkusen/DE	100
Wuppermann Business Services GmbH, Altmünster/AT	100
Wuppermann France SAS, Rueil Marnaison/FR	100
Wuppermann Hungary Kft., Gönyű/HU	100
Wuppermann Hungary Logistic Services Kft, Gönyű/HU	100
Wuppermann Engineering Kft, Gönyű/HU	100
Wuppermann Industrie B.V., Moerdijk/NL	100
Wuppermann Metalltechnik GmbH, Altmünster/AT	100
Wuppermann Polska sp. z o.o., Małomice/PL	100
Wuppermann Staal Nederland B.V., Moerdijk/NL	70
Wuppermann Staba GmbH, Leverkusen/DE	100
Wuppermann Stahl GmbH, Leverkusen/DE	100
Wuppermann Technologies C.V., Moerdijk/NL	100
Wuppermann Tube and Steel AB, Askim/SE	100
Nederland Logistic Services B.V., Moerdijk/NL	100

The balance sheet date of all companies included in the consolidated financial statements is 31 December 2023.

As in the previous year, the associated company Galva Metal A.Ş., Kocaeli, TR (Galva) (35.0%), is not included in the consolidated financial statements at equity due to its minor significance. For the last financial year for which annual financial statements are available, equity as at December 31, 2022 amounts to EUR 16,853 thousand; the net profit for 2022 amounts to EUR 186 thousand.

The company Wuppermann Otel România S.R.L., Bucharest, RO, (WOR) (share: 100 %) is - as in previous years - not included in the consolidated financial statements because its sales revenue only amounts to EUR 277 thousand. For the last financial year for which annual financial statements are available, equity as at December 31, 2022 amounts to EUR 158 thousand; the net profit for 2022 amounts to EUR 69 thousand.

Accounting and valuation principles

The financial statements of the companies included in the consolidated financial statements of Wuppermann AG were prepared in accordance with uniform accounting and valuation principles.

The realisation and imparity principles were observed; assets were valued at no more than acquisition or production cost.

Intangible assets and property, plant, and equipment
Intangible assets, as well as property, plant, and equipment and financial assets are valued at acquisition or pro-

duction cost, taking into account depreciation and amortisation. Depreciation is calculated using the straight-line method. Depreciation is charged over the expected useful life in accordance with standard industry or official depreciation tables. Low-value assets with acquisition costs of up to EUR 800.00 and hardware and software are fully amortised in the year of acquisition in accordance with tax regulations. Differences on the assets side arising from consolidation processes after December 31, 2009 are capitalised and amortised over a period of 10 years based on our experience of the product life cycle and the industry's inventory period.

The depreciation periods in the Wuppermann Group are as follows:

Intangible assets (excluding goodwill)	3-4 years
Goodwill	10 years
Land, land rights and buildings including buildings on third-party land	33 years
Technical equipment and machinery	10-20 years
Other equipment, factory and office equipment	3-10 years

Financial assets

Financial assets are evaluated at acquisition cost. Depreciations are made at the lower fair value if the value reduction is permanent. Interest-free loans are recognised at their present value.

Current assets

Inventories are measured at the lower of cost and net realisable value at the balance sheet date. In addition to direct costs, production costs for finished goods and work in progress also include appropriate portions of the necessary material and production overheads as well as production-related depreciation. The valuation corresponds to the production costs to be capitalised. Interest on borrowings and selling expenses are not capitalised. Raw materials and supplies are valued using the moving average price method, taking into account the lower of cost or market principle. Valuation allowances are recognised for inventory risks resulting from increased storage periods or reduced usability as well as for loss-free valuation.

Receivables and other assets are posted at notional values minus the value discounts for individual risks and for the general credit risk.

Receivables that have been legally assigned to a factoring company and for which the factoring company has assumed the default risk are not recognised in the balance sheet.

Cash and cash equivalents

Cash and cash equivalents are carried at nominal value.

Prepaid expenses

Prepaid expenses are used to allocate expenses on an accrual basis. In accordance with Section 250 (1) HGB, expenses prior to the balance sheet date that represent expenses for a certain period after this date are recognised as prepaid expenses.

Deferred taxes

As in the previous year, only overhangs of deferred tax liabilities on time-limited and taxable differences between the valuations of assets and debts are posted in the trade balance and the tax balance.

Deferred tax assets arise mainly from differences in the value of provisions. A large proportion of the taxes on the liabilities side relate to the valuation of inventories.

Special item for investment grants and subsidies for fixed assets

Investment grants are not deducted from assets, but posted on the liabilities side. The special item is reversed over the term of the assets concerned.

Pension provisions

Liabilities from pension pledges are determined according to the projected unit credit method. The valuation of pension provisions is based on the Heubeck 2018 G mortality tables. Future salary increases are not taken into account, as they have no effect on the

amount of the pension obligations. The future pension increase was set at 1 % p.a. if this is contractually guaranteed, otherwise a pension increase of 1.75 % was set. No fluctuation is taken into account. The actuarial interest rate used to determine the cost of the obligation is 1.83 % (10-year average). The interest rate used to determine the distribution-locked difference in accordance with § 253 (6) HGB is 1.76 % (7-year average).

The obligations arising from the severance payment scheme in Austria are also calculated using the projected unit credit method based on the 2018 G mortality tables by Klaus Heubeck and an interest rate of 1.82 % (10-year average). A salary dynamic of 3.5 % is taken into account here.

Interest effects are reported in net interest income.

In accordance with § 246 (2) sentence 2 HGB, claims from reinsurance policies are offset against the settlement amount of the pension obligations of the fair value. The fair value of the actuarial reserve of the reinsurance policies corresponds to the acquisition cost. These reinsurance policies are assigned to the respective beneficiaries so that they are not accessible to all other creditors and may only be utilised to fulfil the debts.

Other accrued liabilities

Other provisions are recognised at the settlement amount deemed necessary in accordance with prudent business judgement. Other provisions with a remaining term of more than one year are discounted at the average interest rate of the past seven years corresponding to their remaining term, taking into account price and cost increases.

Depending on the length of service, Wuppermann makes anniversary payments. The obligation was calculated using the 2018 G mortality tables by Klaus Heubeck and an interest rate of 1.82 % (10-year average). The age of 65 was assumed as the end date of the employment relationship for both women and men.

Liabilities

Liabilities are recognised at the settlement amounts.

Accrual and deferral items

Deferred income is used to recognise income on an accrual basis. In accordance with Article 250 para. 2 HGB, income prior to the balance sheet date that represents income for a certain period after that date is deferred as prepaid income.

Revenues

Revenues from the sale, rental or leasing of products and from the provision of services are reported after deduction of sales deductions and value-added tax.

Revenue is recognised when the service has been rendered or when the price risk has passed to the debtor of the cash consideration.

Currency conversion

Balance sheets prepared in foreign currencies are translated at closing rates. All balance sheet items of the consolidated foreign Group companies, with the exception of shareholders' equity (excluding net income), which is translated at historical rates, were translated into euros using the respective average spot exchange rate at the balance sheet date. Differences arising from the translation of equity due to changes in exchange rates compared with the previous year have been treated as equity differences from currency translation with no effect on profit or loss.

Expenses and income were translated at the average exchange rates for the year. The annual results of the translated profit and loss statements were transferred to the balance sheets and the differences to the closing rate translation were treated as equity differences from currency translation without affecting profit or loss.

The main exchange rates relate to:

		31.12.23		31.12.22	
		Exchange rate cut-off date	D-rate	Exchange rate cut-off date	D-rate
Country	Currency	for €1	for €1	for €1	for €1
Poland	PLN	4.3395	4.5233	4.6808	4.6868
Sweden	SEK	11.0960	11.4842	11.1218	10.6671

Consolidation principles

For acquisitions up to 31 December 2009, capital consolidation is performed using the book value method (Article para.1 sentence 2 No. 1 HGB old version) by offsetting the book values of the shares against the equity of the consolidated subsidiaries attributable to the Group at the time of initial consolidation.

For acquisitions after 31 December 2009, capital consolidation is performed using the purchase method, whereby all net assets are measured at fair value as part of the initial consolidation (revaluation method).

Any difference remaining after offsetting is shown in the consolidated balance sheet as goodwill if it arises on the assets side and under the item "Difference arising from capital consolidation" after equity if it arises on the liabilities side.

To the extent that further shares in a subsidiary are acquired (increase) or disposed of (decrease) after control has been obtained without losing the status as a subsidiary, these transactions are considered to be acquisitions or disposals.

All receivables, accruals, liabilities, and deferred income between the companies included in the consolidated financial statements are offset against each other. Elimination also includes the omission of the related notes on assets and liabilities in the consolidated balance sheet or notes to the consolidated financial statements, as well as other disclosures in the notes to the consolidated financial statements.

Currency conversion differences arising from the conversion of foreign financial statements and from the consolidation of investments and liabilities are recognised directly in equity and included in the item equity difference from currency conversion.

All profits and losses from intercompany transactions are eliminated, as is income from investments in consolidated companies. Intercompany sales and other intercompany income are offset against the expenses attributable to them.

Notes to the consolidated balance sheet

Fixed assets

Intangible assets and property, plant and equipment

Changes in the individual fixed asset items, including depreciation and amortisation for the financial year, are presented in the asset analysis, which forms part of the notes to the consolidated financial statements and is attached as an appendix to these notes. In the current financial year, the carryforward values of accumulated depreciation were adjusted due to consolidation measures.

Financial assets

The Company holds equity interests in companies in which the shareholding serves to establish a permanent connection.

The changes in the individual items of financial assets are shown in the statement of changes in fixed assets, which forms part of the notes to the consolidated financial statements and is attached to these notes.

Current assets

Inventories

Accumulated write-downs on inventories totalled EUR 2,845 thousand.

Receivables and other assets

Value discounts for individual risks were recognised in the amount of EUR 72 thousand and for the general credit risk in the amount of EUR 0 thousand.

IN €'000	31.12.23	31.12.22
Trade receivables	42,170	42,038
thereof with a remaining term of more than one year	0	0
of which against affiliated companies	0	15
Other assets	16,448	10,549
thereof with a remaining term of more than one year	3,572	3,281
	58,618	52,602

Other assets include claims from non-offsettable reinsurance policies totalling EUR 3,558 thousand (previous year: 3,235 thousand) and from taxes totalling EUR 8,096 thousand. (previous year: EUR 4,948 thousand)

Deferred taxes

Deferred tax liabilities are mainly attributable to taxable differences in the value of property, plant, and equipment and differences in the value of inventories. Offset deferred tax assets mainly result from different valuations within pension provisions and other provisions.

The items according to Article 306 HGB were merged with the items according to Article 274 HGB.

Deferred tax assets and liabilities are netted.

The tax rates used for the valuation vary between 9 % and 26 %.

As at December 31, 2022, deferred tax assets in the amount of EUR 1,412 thousand and deferred tax liabilities in the amount of EUR 3,305 thousand were reported on a net basis. In the 2023 financial year, the amount of deferred tax assets decreased by EUR 284 thousand to EUR 1,128 thousand. Deferred tax liabilities fell by EUR 839 thousand to EUR 2,466 thousand, meaning that deferred tax liabilities of EUR 1,338 thousand are reported net as at 31 December.

Equity

The share capital of Wuppermann AG is divided into 4,250,000 (EUR 21,285 thousand) no-par value shares (notional value EUR 5.00823).

The subscribed capital recognised in the consolidated balance sheet of EUR 21,285 thousand (previous year: EUR 21,285 thousand), the capital reserve of EUR 269 thousand (previous year: EUR 269 thousand) and retained earnings of EUR 33,588 thousand (previous year: EUR 31,703 thousand) are the same as those recognised in the separate financial statements of the AG.

An amount of EUR 1,885 thousand was transferred to other revenue reserves.

The equity generated amounts to EUR 33,588 thousand (retained earnings) and EUR 176,041 thousand. (consolidated retained earnings) (previous year: EUR 178,688 thousand). With regard to the development of equity, reference is made to the consolidated statement of changes in equity.

Special item for investment grants and subsidies for fixed assets

The investment grants recognised as liabilities (government grants) in the amount of EUR 7,160 thousand. (previous year: EUR 7,665 thousand) are not deducted from the acquisition costs of the corresponding assets in the balance sheets of six (previous year: six) subsidiaries, but are recognised separately on the liabilities side. The grants are released pro rata in accordance with the respective useful lives.

Pension provisions

The difference between the valuation using the 10-year average interest rate and the valuation using the 7-year average interest rate in accordance with Section 253 (6) HGB amounts to EUR 140 thousand as at December 31, 2023 (previous year: EUR 140 thousand): EUR 192 thousand).

In accordance with Section 246 (2) sentence 2 HGB, claims from reinsurance policies totalling EUR 340 thousand (fair value) were offset against the settlement amount of the pension obligations in the same amount.

Non-offsettable asset values from reinsurance policies are recognised in the amount of EUR 3,558 thousand (previous year: EUR 3,235 thousand) are recognised under other assets.

Tax provisions

The expense for the current assessment year is reported. The obligations arising from the assessments issued are reported under liabilities.

Other accrued liabilities

In the financial year, other provisions mainly relate to obligations from performance-related remuneration totalling EUR 3,125 thousand, EUR 1,527 thousand was set aside for outstanding invoices and EUR 2,201 thousand for company anniversaries. In addition, provisions for warranties in the amount of EUR 946 thousand were recognised. A provision of EUR 809 thousand was recognised for holiday not taken and EUR 333 thousand for overtime.

Liabilities

The remaining terms of the Group's liabilities are shown in detail in the following schedule of liabilities (see table below).

As in the previous year, liabilities to affiliated companies relate to financing.

STATEMENT OF CHANGES IN LIABILITIES IN €'000	Remaining term			Total	
	up to 1 year	more than 1 year	thereof over 5 years	31.12.23	31.12.22
Liabilities to banks	6,796	0	0	6,796	2
(previous year)	2	0	0		
Trade accounts payable	46,344	0	0	46,344	40,134
(previous year)	40,134	0	0		
Liabilities to affiliated companies	39	0	0	39	53
(previous year)	53	0	0		
Liabilities from advance payments received	1,464	0	0	1,464	769
(previous year)	769	0	0		
Other liabilities	4,591	0	0	4,591	5,882
(previous year)	5,882	0	0		
	59,234	0	0	59,234	46,840
(previous year)	46,840				

Wuppermann AG entered into a syndicated loan agreement with a consortium of banks on 28 June 2019. This agreement includes a credit line of up to EUR 60 million and runs until 27 June 2022.

An amendment agreement to the syndicated loan agreement was concluded on July 5, 2021. The contract was extended by two years until June 27, 2024. In addition, all collateral of the subsidiaries was released.

Contingent liabilities

Based on the solid earnings and liquidity position of the Wuppermann Group, Wuppermann AG and Wuppermann Industrie B.V. have not issued any payment guarantees or sureties as at December 31, 2023.

There are two open-ended guarantees in favour of the Dutch state amounting to EUR 445 thousand to cover environmental damage from the transport of hydrochloric acid by truck.

Other financial commitments

The Group has other financial obligations from rental and lease agreements for the coming years totalling EUR 1,061 thousand (previous year: EUR 1,736 thousand) to third parties.

The financial obligations to third parties arising from investment projects already started and the purchase of raw materials are within the normal scope of business.

Derivative financial instruments

Wuppermann counters risks from exchange rate fluctuations and interest rate changes by entering into derivative financial instruments. Hedging is carried out within the framework of "micro-hedges". The derivative financial instruments are combined with the hedged underlying transaction to form valuation units in accordance with Article 254 HGB. The valuation units are recognised in the balance sheet using the net hedge presentation method.

The effectiveness of the valuation unit is ensured both prospectively and retrospectively by the Wuppermann Group's risk management ("critical terms match method"). With regard to the effectiveness of hedging relationships, we draw attention to the fundamental matching of volumes and maturities of underlying transactions and hedging instruments. The valuation units formed taking into account the hedging transactions are updated monthly.

The fair values of forward exchange contracts are calculated on the basis of the closing rate at the hedging rate. The fair values of interest rate swaps are determined by discounting the expected future cash flows over the remaining term of the contract on the basis of current market interest rates and the yield curve or on the basis of quoted prices. The market values are based in each case on internal calculations or bank valuations.

There were no derivative financial instruments as at December 31, 2023.

Transactions not included in the balance sheet

Wuppermann Stahl GmbH has been factoring with Raiffeisenlandesbank Oberösterreich AG, Linz/A, since July 15, 2019. The purpose of the sale is to generate cash more quickly. No risks arise from the transaction.

No receivables had been sold as at December 31, 2023.

Since 28 August 2022, Wuppermann Stahl GmbH, Wuppermann Stahl Nederland B.V. and Wuppermann Hungary Kft. have jointly concluded a trade purchase agreement with UniCredit Bank AG Cologne.

Receivables worth EUR 8,551 thousand were sold as at December 31, 2023.

Notes to the profit and loss statement

The breakdown of sales revenue is as follows:

Revenues Group	2023 €'000	2022 €'000
by business units		
Flat	455,622	732,741
Tube	208,055	256,917
Service	59	56
	663,736	989,714
by region		
Germany	209,649	288,971
Other EU countries	429,957	645,663
Other	24,130	55,080
	663,736	989,714

This delivery-related breakdown of revenues is based on the location of the customer.

Extraordinary income and expenses and income and expenses from currency effects

Other operating income includes extraordinary income from the reimbursement of energy costs for 2022 in the amount of EUR 1,369 thousand and from subsidies in the amount of EUR 657 thousand (previous year: EUR 631 thousand). There is income from exchange rate differences totalling EUR 827 thousand (previous year: EUR 1,025 thousand)

Exchange rate losses totalling EUR 757 thousand (previous year: EUR 1,103 thousand) are recognised as an expense.

Income and expenses relating to other periods

Income relating to other periods includes the reversal of other provisions in the amount of EUR 224 thousand.

Interest and similar expenses and income

The expenses include the interest portion from the addition to pension provisions in the amount of EUR 249 thousand, which was recognised net of the income from plan assets in the amount of EUR 64 thousand.

Income from investments

IN €'000	31.12.23	31.12.22
Income from investments	0	1,106
of which against affiliated companies	0	961
	0	1,106

Other information

Transactions with related parties

No legal transactions were concluded with related parties at non-standard market conditions in the financial year.

Cash flow statement

Cash and cash equivalents comprise cash and cash equivalents less liabilities to banks due at any time and other short-term borrowings that form part of the cash and cash equivalents.

Cash and cash equivalents are made up as follows:

IN €'000	2023	2022
Cash and cash equivalents	1,479	15,421
Financial liabilities to affiliated companies from cash pooling	-39	-53
Current liabilities to banks	-6,796	-2
Cash and cash equivalents at the end of the period	-5,356	15,366

Exemption provision of Article 264 para. 3 HGB

Wuppermann Stahl GmbH, Wuppermann Beteiligungsgesellschaft mbH and Wuppermann Staba GmbH (all located in Leverkusen), which are each included in the consolidated financial statements of Wuppermann AG, make use of the exemption provision pursuant to Article 264 para. 3 HGB.

Management Board

The following gentlemen were appointed as members of the Management Board of the Group parent company Wuppermann AG:

Johannes Nonn, Engineer, Königswinter/ Germany, Member of the Management Board, Spokesman of the Management Board of Wuppermann AG, Areas of responsibility: Sales, Purchasing, Supply Chain Management, Human Resources and Social Affairs, Public Relations, Business Development, Production of Flat Steel as well as Tubes and Profiles, and Research and Development.

Dr. Arndt Laßmann, Businessman, Düsseldorf/Germany, Member of the Management Board of Wuppermann AG, areas of responsibility: Controlling, Finance and Accounting, IT and Legal.

Total remuneration of the Management Board

No disclosure is made with reference to Section 314 (3) sentence 2 in conjunction with Section 286 (4) HGB. § Section 286 (4) HGB.

Supervisory Board

The Annual General Meeting elected the following people to the Supervisory Board of Wuppermann AG until the end of the Annual General Meeting that resolves on the formal approval of the actions of the Supervisory Board for the 2025 financial year:

- 1. Dr. C. L. Theodor Wuppermann, Chairman of the Supervisory Board, businessman, resident in St. Augustin.
- 2. Dr. Silke Landwehrmann, Vice Chairwoman, Managing Director of Aufam Asset Management GmbH, resident in Düsseldorf.
- 3. Mr. Jan Philipp Wuppermann, MBA, Managing Partner of BÜFA Beteiligungen GmbH, resident in Berlin.

Furthermore, the Annual General Meeting elected the following people to the Supervisory Board of Wuppermann AG until the end of the Annual General Meeting that resolves on the formal approval of the actions of the Supervisory Board for the financial year 2023:

- 4. Dipl.-Volksw. Peter Bosbach, self-employed consultant, resident in Herdorf,
- 5. Mr Bernd Wehling, industrial clerk, resident in Altmünster, Austria.
- 6. Dr Max Wuppermann, M.A., businessman, resident in Odenthal.

Total remuneration of the Supervisory Board

The remuneration of the Supervisory Board of Wuppermann AG totalled EUR 188 thousand.

Total remuneration of former managing directors and members of the Management Board of Wuppermann AG

Remuneration for former members of the management and Management Board of Wuppermann AG and their surviving dependants totalled EUR 201 thousand.

The pension provisions for former members of the management and Board of Wuppermann AG and their surviving dependants amount to EUR 2,580 thousand as at December 31, 2023.

Auditor's fee

The Group auditor's fees in the financial year amount to EUR 108 thousand for domestic auditing services for the annual and consolidated financial statements as at December 31, 2023.

Employees

Average number of employees in the Group during the financial year:

Employees	31.12.23
female employees	119
male employees	685
	804

In addition, an average of fourteen apprentices and two organs were employed.

Proposal for the appropriation of profits of the parent company

The 2023 financial year of Wuppermann AG closes with a net profit of EUR 5,277 thousand. EUR 1,885 thousand was transferred to other revenue reserves when the annual financial statements were prepared.

The Management Board of Wuppermann AG proposes to pay a dividend of EUR 0.84 per share from the distributable profit of EUR 9,945 thousand.

Leverkusen, 23 February 2024
Wuppermann AG, Management Board



Johannes Nonn



Dr. Arndt Laßmann

AUDITOR'S REPORT OF THE INDEPENDENT AUDITOR

To Wuppermann AG, Leverkusen

<p>AUDIT OPINIONS</p> <p>We have audited the consolidated financial statements of Wuppermann AG, Leverkusen, and its subsidiaries (the Group), which comprise the consolidated balance sheet as at December 31, 2023, and the consolidated income statement, consolidated statement of changes in equity and consolidated cash flow statement for the financial year from January 1 to December 31, 2023, and notes to the consolidated financial statements, including the recognition and valuation policies presented therein. In addition, we have audited the consolidated management report of Wuppermann AG for the financial year from January 1 to December 31, 2023.</p> <p>In our opinion, based on the findings of our audit</p> <p>// the accompanying consolidated financial statements comply, in all material respects, with the requirements of German commercial law and give a true and fair view of the assets, liabilities, and financial position of the Group as at December 31, 2023 and of its financial performance for the financial year from January 1 to December 31, 2023 in compliance with German accepted principles of accounting, and</p> <p>// the accompanying Group management report as a whole provides a fair view of the Group's position. In all material respects, this Group Management Report is consistent with the consolidated financial statements, complies with German legal requirements, and accurately presents the opportunities and risks of future development.</p> <p>Pursuant to § 322 Abs. 3 Satz 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 consolidated management report.</p>	<p>BASIS FOR THE AUDIT FINDINGS</p> <p>We conducted our audit of the consolidated financial statements and of the consolidated management report in accordance with § 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibility under those provisions and standards is further described in the "Auditor's Responsibility for the Audit of the Consolidated Financial Statements and the Group Management Report" section of our auditor's report. We are independent of the Group companies in accordance with German commercial law and professional regulations and have fulfilled our other German professional obligations in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements and the group management report.</p>	<p>RESPONSIBILITY OF THE LEGAL REPRESENTATIVES FOR THE CONSOLIDATED FINANCIAL STATEMENTS AND THE GROUP MANAGEMENT REPORT</p> <p>Management is responsible for the preparation of the consolidated financial statements that comply, in all material respects, with the requirements of German commercial law, and that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with German generally accepted principles of accounting. Furthermore, management is responsible for such internal control as they, in accordance with German generally accepted principles of accounting, have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud (i.e. accounting fraud or material damage) or error.</p> <p>In preparing the consolidated financial statements, the legal representatives are responsible for assessing the Group's ability to continue as a going concern. Furthermore, they are responsible for disclosing matters relating to the continuation of the company's activities, where relevant. In addition, they are responsible for preparing the financial statements on the basis of the going concern principle, unless factual or legal circumstances prevent this.</p> <p>In addition, the legal representatives are responsible for the preparation of the Group management report, which as a whole provides a suitable view of the Group's position, is consistent in all material respects with the consolidated financial statements, complies with German legal requirements, and suitably presents the opportunities and risks of future development. In addition, management is responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a consolidated management report that meets the applicable German legal requirements and to be able to provide sufficient appropriate evidence for the assertions in the consolidated management report.</p> <p>The Supervisory Board is responsible for overseeing the Group's financial reporting process for the preparation of the consolidated financial statements and the Group management report.</p>	<p>AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE GROUP MANAGEMENT REPORT</p> <p>Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the consolidated management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our opinions on the consolidated financial statements and on the consolidated management report.</p> <p>Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Article 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users made on the basis of these consolidated financial statements and consolidated management report.</p> <p>During the audit, we exercise professional judgment and maintain a critical attitude. Furthermore,</p> <p>// identify and assess the risks of material misstatement of the consolidated financial statements and consolidated management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk that material misstatements resulting from fraudulent actions will not be detected is higher than the risk that material misstatements resulting from errors will not be detected, as fraudulent actions may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.</p>
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// we obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and actions relevant to the audit of the Group management report 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 systems.

// we evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

// we conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements and the group management report or, if such disclosures are inadequate, to modify our respective audit opinion. We draw our conclusions based on the audit evidence obtained up to the date of our audit opinion. However, future events or circumstances may result in the Group being unable to continue as a going concern.

// we evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the net assets, financial position and results of operations of the Group in accordance with German principles of proper accounting.

// obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express opinions on the consolidated financial statements and on the consolidated management report. We are responsible for the direction, supervision, and implementation of the audit of the consolidated financial statements. We bear sole responsibility for our audit opinions.

// evaluate the consistency of the consolidated management report with the consolidated financial statements, its conformity with German law, and the view of the Group's position it provides.

// we perform audit procedures on the forward-looking statements made by management in the Group management report. On the basis of sufficient appropriate audit evidence, we in particular verify the significant assumptions underlying the forward-looking statements made by the legal representatives and assess the appropriate derivation of the forward-looking statements from these assumptions. We do not express an independent opinion on the forward-looking statements or on the underlying assumptions. There is a significant unavoidable risk that future events will differ materially from the forward-looking statements.

We communicate with those responsible for governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Düsseldorf, February 23, 2024

PricewaterhouseCoopers GmbH
Audit Firm

Antje Schlotter
Auditor

Reza Bigdeli
Auditor



! This is an unaudited translation of the annual report in German. In case of doubt, solely the original annual report in German shall be binding.

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To simplify the language, we have used the masculine form in our annual report. All information refers to persons of all genders, regardless of the wording. Thank you for your understanding.

Do you have any questions or suggestions regarding the annual report? Then write us an e-mail to info@wuppermann.com.



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