The background features a complex network of thin, light blue lines that intersect at various points, creating a web-like structure. Several of these intersection points are highlighted with larger, glowing blue circles, resembling nodes or hubs in a network. The overall color palette is a range of blues, from deep navy to bright cyan.

2025
Annual Report

HUBER+SUHNER

Connecting – today and beyond

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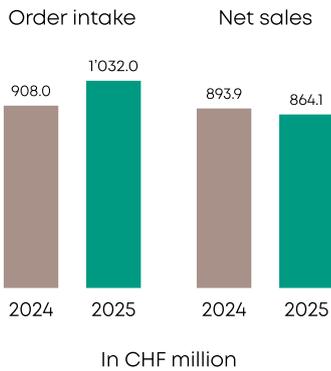
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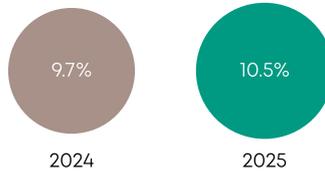
Key facts at a glance



Order intake exceeds billion mark for the first time – net sales down 3.3%

Three of four growth initiatives with positive development

EBIT margin



EBIT margin of 10.5%, improvement of 80 basis points

Industry with double-digit growth – strong orders in Communication – Transportation stabilised

Net income



In CHF million

Net income rises 3.6% – dividend increase to CHF 2.00 proposed

Climate targets: emissions in Scope 1+2 up 8.3%, in Scope 3 down 23.1%

HUBER+SUHNER achieves record order intake and higher profit



Urs Kaufmann (Chairman) and Urs Ryffel (CEO)

The year 2025 was marked by geopolitical and economic uncertainties, including the introduction of significant trade barriers. In this challenging environment, HUBER+SUHNER was able to perform very well, strengthening its position in important target markets. This led to more than a billion Swiss francs in orders, organic sales at the prior-year level and increased profit.

Order intake in 2025 amounted to CHF 1'032.0 million, 13.7% above the 2024 figure and balanced over both halves of the year. The strong development was mainly due to progress in the Data Center growth initiative in the Communication segment as well as broad-based demand in the Industry segment. At the end of December, the order backlog stood at CHF 432.2 million. The book-to-bill rate was 1.19, compared to 1.02 in the previous year.

Due to the strong Swiss franc, net sales declined by 3.3% to CHF 864.1 million in 2025. Adjusted for currency, copper price and portfolio effects, sales amounted to CHF 894.7 million, corresponding to the prior-year level. After a major project in India had led to a significant increase in sales in the Asia-Pacific region in the previous year, momentum shifted in 2025 to the American market, in particular. This was partly thanks to the positive development in the Industry segment. The EMEA region also recorded slight growth. The distribution of sales at the end of December was as follows: 55% (PY 50%) in EMEA, 21% (PY 31%) in Asia-Pacific, 24% (PY 19%) in the Americas.

The gross margin increased to 37.9% in 2025, up from 35.4% in the previous year. This was a result of growth in higher-margin business, which also helped offset additional costs due to US import tariffs. The company once again invested a high CHF 61.5 million in research and development, representing 7.1% of net sales, to further strengthen its position and differentiation in key markets through continuous innovation. The number of employees at the end of the reporting year was 4'224 (PY 3'975) and 1'176 (PY 1'164) in Switzerland.

Operating profit (EBIT) improved by 4.9% year-over-year to CHF 90.8 million. The EBIT margin rose by 80 basis points to 10.5%. Thanks to the continued low tax rate, net income increased by 3.6% to CHF 74.9 million, which corresponds to earnings per share of CHF 4.03.

Free operating cash flow amounted to CHF 69.5 million at the end of 2025, impacted on the one hand by high investment activities and on the other hand by the active management of net working capital. Net liquidity increased to CHF 211.1 million. The return on invested capital (ROIC) rose to 17.1% from 16.8% in 2024.

Different dynamics in target markets

HUBER+SUHNER's target markets are subject to different cycles, trends and development stages of the technologies demanded by customers. This was once more reflected in the segments' individual 2025 results, while the broad diversification of the product portfolio contributed to resilience overall.

After HUBER+SUHNER's business had benefitted significantly from a major project in India in the previous year, the company sought to close the gap after the end of the project, primarily through progress in its growth initiatives. Three out of four of these initiatives – Aerospace & Defense, Data Center and Rail Communications – showed a positive development, while the Electric Vehicle growth initiative again remained below expectations in 2025.

Industry segment achieves double-digit growth and strengthens profitability

In 2025, the Industry segment recorded broad-based demand for connectivity solutions for diverse applications, steadily gaining momentum over the course of the reporting period. Order intake in the segment increased by 16.2% to CHF 355.7 million. All subsegments – Test & Measurement, High Power Charging, General Industrial, and particularly the Aerospace & Defense growth initiative – developed positively. Net sales climbed by 17.5% to CHF 325.2 million, also thanks to a strong contribution from the growth initiative, which benefitted from rising defense budgets and continued investments in commercial satellite programmes. The book-to-bill rate at the end of December was 1.09. The EBIT margin in the Industry segment improved by 100 basis points to 18.0%.

Demand in the Data Center growth initiative leads to order growth in the Communication segment

Thanks to major orders for optical circuit switches (OCS) from a global operator of hyperscaler data center infrastructures, order intake in the Communication segment increased by a total of 21.9% to CHF 418.3 million in 2025. The OCS orders are expected to lead to significant sales for the Data Center growth initiative starting in 2026. In contrast, generally weak demand in the communications market impacted the Mobile Network and Fixed Access Network subsegments, which saw declining business volumes. Compared to the prior-year period, which included the aforementioned India project, net sales fell by 22.4% to CHF 274.4 million. The book-to-bill rate was 1.52 at the end of December. The EBIT margin declined by 20 basis points to 7.9%.

Transportation segment with stable business volume and improved profitability

After a decrease in the previous year, the Transportation segment stabilised in 2025. Order intake and net sales were almost unchanged at CHF 258.0 million and CHF 264.5 million, respectively, resulting in a book-to-bill rate of 0.98. The larger Railway subsegment recorded higher sales while orders remained stable, with the Rail Communications growth initiative making a positive contribution. In contrast, the Automotive subsegment recorded lower sales while order intake showed a slightly positive trend. The Electric Vehicle growth initiative continued to perform below expectations, with no signs of a significant market upturn in 2025. The segment's EBIT margin recovered compared to the previous year, rising by 70 basis points to 8.0%.

Sustainability reporting

HUBER+SUHNER's connectivity solutions meet human needs for environmentally friendly mobility, seamless communication and personal safety. The company places customer value at the centre of its business activities while focussing on sustainability. The 2025 Non-financial Report describes the progress made by the company in its sustainability strategy. It covers the obligations formulated under Article 964b of the Swiss Code of Obligations, the Ordinance on Due Diligence and Transparency in Relation to Minerals and Metals from Conflict-Affected Areas and Child Labour (DDTrO), as well as the Climate Ordinance.

In 2025, the new climate targets submitted by HUBER+SUHNER were verified by SBTi (Science Based Targets initiative) – an important milestone. By 2030, the company aims to reduce absolute emissions by 55% in Scope 1+2 (operational emissions) and by 25% in Scope 3 (emissions that arise in the upstream and downstream value chain). In the reporting year, HUBER+SUHNER also reached the Scope 1+2 targets already validated by SBTi in 2017. Furthermore, the sustainability reporting was prepared with reference to the European Sustainability Reporting Standards (ESRS). The 2025 Non-financial Report is available at <https://reports.hubersuhner.com/2025/ar/>.

Risk management

As part of continuous risk management, the Board of Directors assessed the corporate risks at its meeting on 4 December 2025 and adopted the 2025 risk report including defined measures.

Dividend

The Board of Directors proposes a higher dividend of CHF 2.00 per share to the Annual General Meeting, compared to CHF 1.90 in the previous year. This would result in a payout ratio of 50%, at the upper end of the defined range of 40–50%.

Outlook

In an environment characterised by uncertainty in 2025, HUBER+SUHNER strengthened its position in key target markets and significantly improved its profitability. A strong contribution was made by the Industry segment, which created a good starting point for 2026 on the back of increasing momentum throughout last year. For the Aerospace & Defense growth initiative, in particular, continuous sales growth is expected. In the Communication segment, it is important to deliver on the high order backlog in the Data Center growth initiative and to unlock further business opportunities. The successful ramp-up of OCS production capacity is an essential prerequisite for this. In the Transportation segment, the Rail Communications growth initiative in the Railway business should continue to develop positively and, in the medium term, the market for electromobility solutions in the commercial vehicle sector is expected to pick up.

HUBER+SUHNER has innovation, customer proximity and operational excellence at its heart. These strengths, demonstrated by very committed and capable colleagues across the entire organisation, shape the company's culture and are continuously being built on. Diversification, a focus on attractive growth markets, and employees' contribution ensure resilience and sustainable success – even in challenging times.

Due to the good order backlog and the positive momentum in its growth initiatives, HUBER+SUHNER expects to achieve organic sales growth of at least 10% in 2026. The medium-term target range of 9–12% for the EBIT margin remains in place. For the current fiscal year, the company seeks to reach an EBIT margin within the upper half of the target range. The guidance assumes that key influencing factors such as inflation, exchange rates and geopolitical tensions do not have an excessively negative impact on the business.

Thank you

On behalf of the Board of Directors and the Executive Group Management, we would like to express our gratitude to all employees worldwide for their continued commitment and high level of engagement. It is thanks to their contribution and reliable performance that HUBER+SUHNER was able to develop favourably in the past financial year. We would also like to thank our shareholders, customers and suppliers for their cooperative partnership, their loyalty and the trust they have placed in us.



Urs Kaufmann

Chairman of the Board of Directors



Urs Ryffel

Chief Executive Officer

Key figures and financial calendar

Group

| in CHF million | 2025 | 2024 | Change |
|--|---------|---------|---------|
| Order intake | 1'032.0 | 908.0 | 13.7% |
| Order backlog as of 31.12. | 432.2 | 291.0 | 48.5% |
| Net sales | 864.1 | 893.9 | (3.3%) |
| Gross margin | 37.9% | 35.4% | |
| EBITDA | 128.9 | 122.6 | 5.1% |
| as % of net sales | 14.9% | 13.7% | |
| EBIT | 90.8 | 86.6 | 4.9% |
| as % of net sales | 10.5% | 9.7% | |
| Financial result | (1.0) | (0.8) | n/m |
| Net income | 74.9 | 72.3 | 3.6% |
| as % of net sales | 8.7% | 8.1% | |
| Purchases of PP&E and intangible assets | 55.5 | 44.7 | 24.2% |
| Cash flow from operating activities | 127.4 | 90.2 | 41.2% |
| Free operating cash flow | 69.5 | 53.4 | 30.2% |
| Net liquidity as of 31.12. | 211.1 | 184.1 | 14.7% |
| Return on invested capital (ROIC) in % | 17.1% | 16.8% | |
| Equity as of 31.12. | 674.6 | 656.5 | 2.8% |
| as % of balance sheet total | 77.9% | 73.8% | |
| Employees as of 31.12. | 4'224 | 3'975 | 6.3% |
| Market capitalisation as of 31.12. | 2'672.8 | 1'369.2 | 95.2% |
| Scope 1+2 (market-based) in tCO ₂ -eq | 6'631 | 6'128 | 8.3% |
| Scope 3 in tCO ₂ -eq | 161'044 | 209'384 | (23.1%) |
| LTIR (Occupational accidents with lost time per one million hours worked per year) | 6.0 | 2.6 | |
| Average training per employee per year in hours | 15 | 17 | (11.8%) |
| Women in managerial positions in % | 31% | 29% | |

n/m = not meaningful

Data per share

| in CHF | 2025 | 2024 | Change |
|---------------------------------|--------------------|-------|--------|
| Stock market price as of 31.12. | 144.80 | 74.20 | 95.1% |
| Net income | 4.03 | 3.87 | 4.2% |
| Dividend | 2.00 ¹⁾ | 1.90 | 5.3% |

¹⁾ Proposed dividend

Alternative Performance Measures (APM) are key figures not defined by Swiss GAAP FER. HUBER+SUHNER uses APM as guidance parameters for both internal and external reporting to stakeholders. For the definition of APM please visit the website under www.hubersuhner.com/en/company/investors/publications

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Financial calendar

| | |
|---|------------|
| Annual General Meeting (Rapperswil SG) | 01.04.2026 |
| Half-year Report 2026 | 18.08.2026 |
| Media and analysts' webcast | 18.08.2026 |
| Capital Market Day (Pfäffikon ZH) | 18.09.2026 |
| Order intake and sales (9 months) 2026 | 20.10.2026 |
| Order intake and sales (12 months) 2026 | 21.01.2027 |
| Annual Report 2026 | 16.03.2027 |
| Media and analysts' conference | 16.03.2027 |

The Management Report in English and German is also available in the [Download Center](#) and on the website at www.hubersuhner.com/en/company/investors/publications. The German version is binding.

Industry segment achieves double-digit growth and strengthens profitability

In 2025, the Industry segment recorded broad-based demand for connectivity solutions for diverse applications, steadily gaining momentum over the course of the reporting period. Order intake in the segment increased by 16.2% to CHF 355.7 million. All subsegments – Test & Measurement, High Power Charging, General Industrial, and particularly the Aerospace & Defense growth initiative – developed positively. Net sales climbed by 17.5% to CHF 325.2 million, also thanks to a strong contribution from the growth initiative, which benefitted from rising defense budgets and continued investments in commercial satellite programmes. The book-to-bill rate at the end of December was 1.09. The EBIT margin in the Industry segment improved by 100 basis points to 18.0%.



"In 2025, the Industry segment delivered a strong performance, achieving double-digit growth in orders and sales while maintaining good profitability. Our Aerospace & Defense business successfully capitalised on favourable market conditions, contributed significantly to our overall results, and outperformed the market. Test & Measurement and High Power Charging also showed strong momentum, with both subsegments bouncing back from prior-year levels. Furthermore, several of our niche applications developed positively. One example is Quantum Computing, where our solutions are helping to drive the next evolution in machine processing power."

Reto Bolt, COO Industry segment

Increased momentum throughout the year thanks to broad-based demand

The Industry segment showed a strong development on a broad basis in 2025. The Aerospace & Defense growth initiative made a major contribution, continuing to benefit from rising defense spending and ongoing investments in satellite programmes. HUBER+SUHNER is ideally positioned to offer integrated solutions based on high frequency, fiber optics and low frequency technologies in this area.

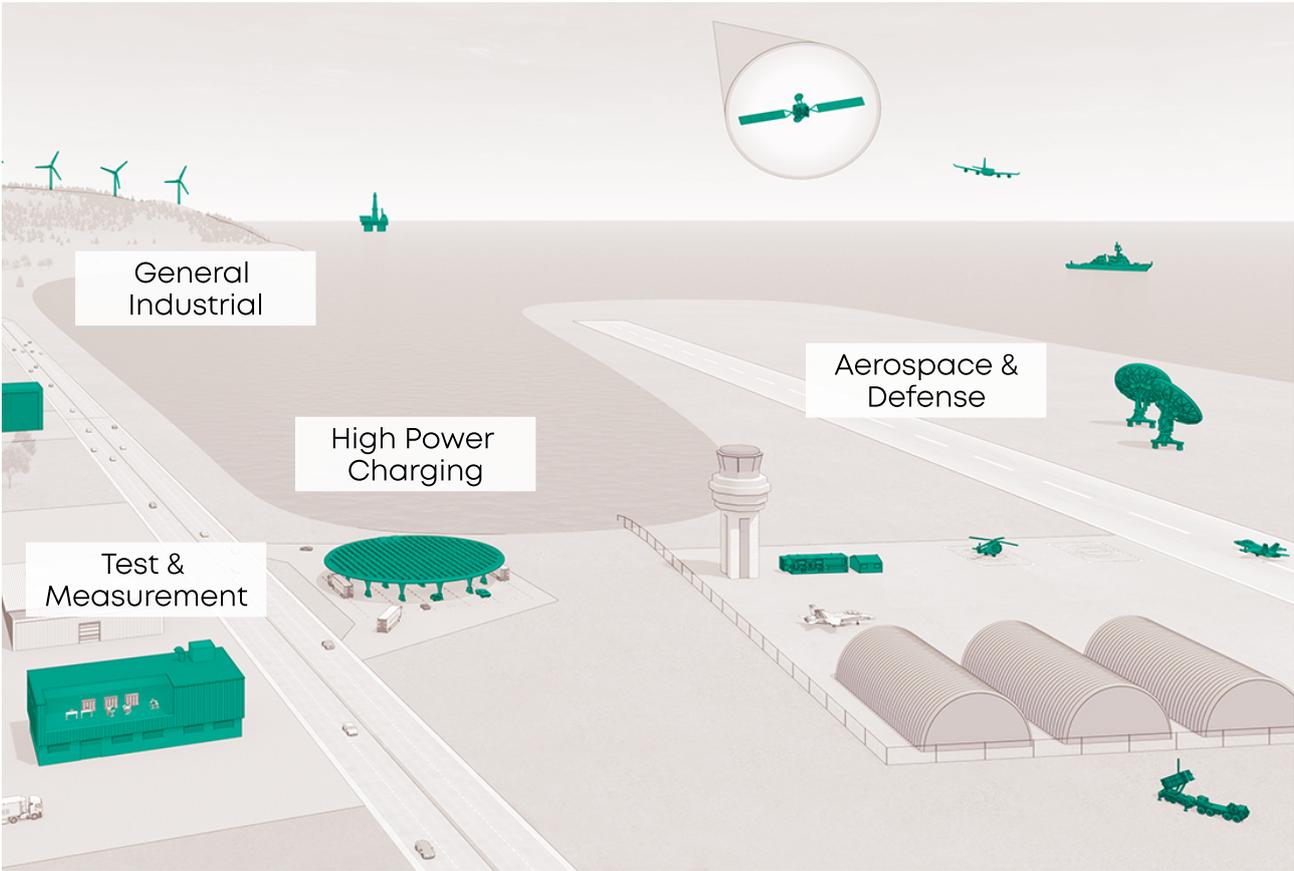
The Test & Measurement subsegment saw a significant recovery in business volume in 2025 compared to the previous year. Positive demand dynamics can be observed, among other things, in test applications for transceivers used in data centers. Further opportunities arise from automation in test environments.

The High Power Charging subsegment also recorded higher order intake and sales in the reporting period. This was largely attributable to greater regional diversification, which is expected to continue in 2026. Furthermore, HUBER+SUHNER was also to win additional projects in market niches such as Quantum Computing and Energy.

Key figures Industry

| in CHF million | 2025 | 2024 | Change |
|-------------------------|-------|-------|--------|
| Order intake | 355.7 | 306.1 | 16.2% |
| Net sales | 325.2 | 276.7 | 17.5% |
| Operating profit (EBIT) | 58.4 | 47.0 | 24.2% |
| EBIT margin in % | 18.0 | 17.0 | |

Our solutions in the Industry segment



Demand in the Data Center growth initiative leads to order growth in the Communication segment

Thanks to major orders for optical circuit switches (OCS) from a global operator of hyperscaler data center infrastructures, order intake in the Communication segment increased by a total of 21.9% to CHF 418.3 million in 2025. The OCS orders are expected to lead to significant sales for the Data Center growth initiative starting in 2026. In contrast, generally weak demand in the communications market impacted the Mobile Network and Fixed Access Network subsegments, which saw declining business volumes. Compared to the prior-year period, which included the aforementioned India project, net sales fell by 22.4% to CHF 274.4 million. The book-to-bill rate was 1.52 at the end of December. The EBIT margin declined by 20 basis points to 7.9%.



“Amid continued weakness in the general communication market, sales and profitability in the reporting period stayed below the prior-year level, which had benefited from a major mobile communication project in India. I am pleased with the strong order intake, which was mostly driven by the demand for optical circuit switch (OCS) technology for use in artificial intelligence hyperscaler infrastructure. This order success in our Data Center growth initiative is expected to deliver significant sales starting in 2026.”

Jürgen Walter, COO Communication segment

Order growth thanks to demand for optical circuit switches for data centers

In the Communication segment, significant progress in the Data Center growth initiative – driven by major orders for optical circuit switches (OCS) in 2025 – was offset by declining business volumes in other subsegments.

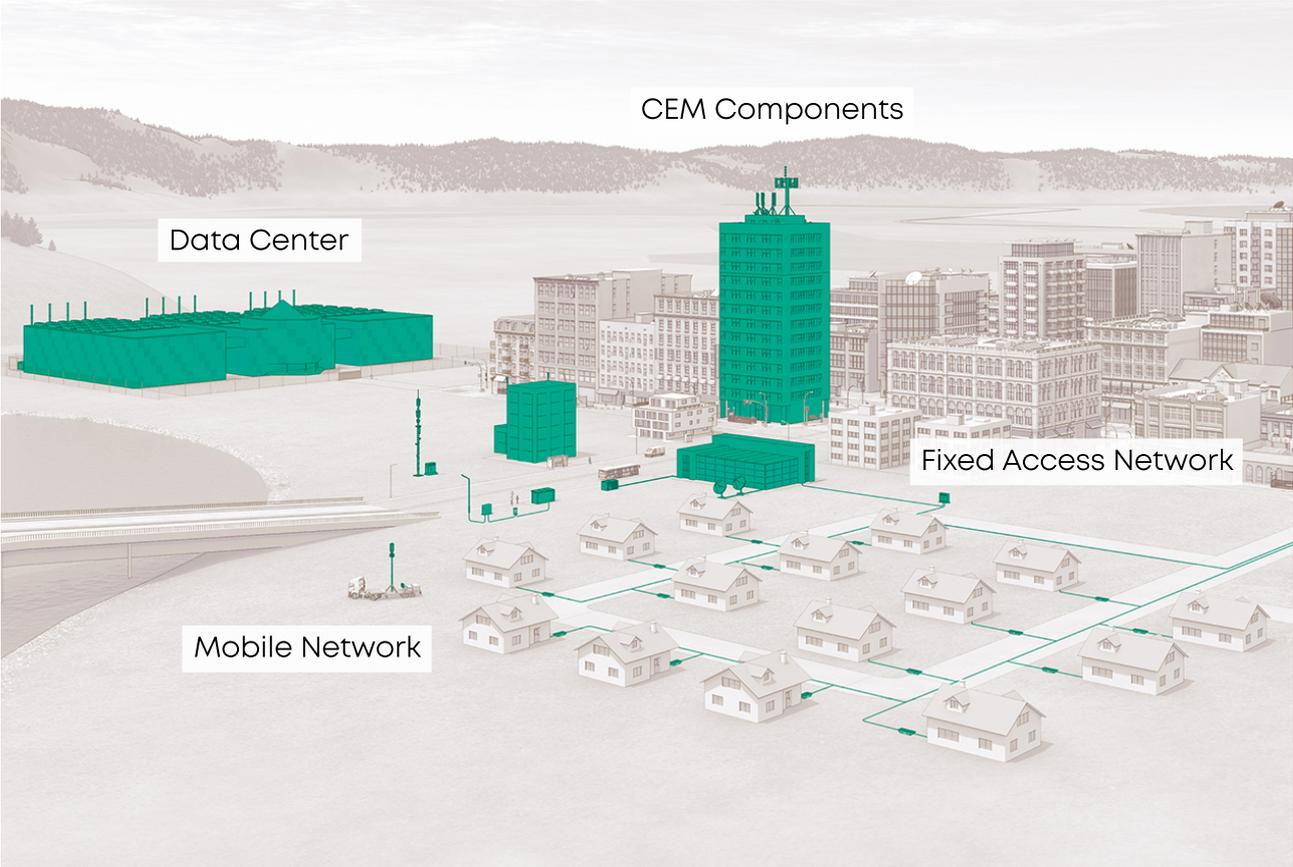
Supported by investments in artificial intelligence infrastructure and given the requirements from growing data usage, demand for technologies such as OCS is likely to accelerate further. HUBER+SUHNER is working intensively to ramp up production in order to deliver on existing customer orders and to be able to meet additional demand.

In an overall cautious investment environment for fixed access and mobile communications, especially in Europe, significant infrastructure programmes continue to exist in markets such as India. Thanks to its global presence, the company is ideally positioned to capitalise on these opportunities as they arise. Additionally, HUBER+SUHNER is well positioned for future technology cycles such as 6G.

Key figures Communication

| in CHF million | 2025 | 2024 | Change |
|-------------------------|-------|-------|---------|
| Order intake | 418.3 | 343.2 | 21.9% |
| Net sales | 274.4 | 353.6 | (22.4%) |
| Operating profit (EBIT) | 21.6 | 28.7 | (24.8%) |
| EBIT margin in % | 7.9 | 8.1 | |

Our solutions in the Communication segment



Transportation segment with stable business volume and improved profitability

After a decrease in the previous year, the Transportation segment stabilised in 2025. Order intake and net sales were almost unchanged at CHF 258.0 million and CHF 264.5 million, respectively, resulting in a book-to-bill rate of 0.98. The larger Railway subsegment recorded higher sales while orders remained stable, with the Rail Communications growth initiative making a positive contribution. In contrast, the Automotive subsegment recorded lower sales while order intake showed a slightly positive trend. The Electric Vehicle growth initiative continued to perform below expectations, with no signs of a significant market upturn in 2025. The segment's EBIT margin recovered compared to the previous year, rising by 70 basis points to 8.0%.



"In a challenging environment, the Transportation segment was able to maintain last year's order and sales levels, while improving profitability. Again, we saw our subsegments Railway and Automotive moving at different speeds. Our Railway Communications growth initiative continued to deliver positive orders and sales thanks to demand for antenna solutions, while Rolling Stock showed a stable performance. As expected, a meaningful recovery in the automotive market has not yet taken place."

Drew Nixon, COO Transportation segment

Stabilisation after decline in the previous year

In the Transportation segment, the Railway and Automotive subsegments again showed diverging developments in 2025.

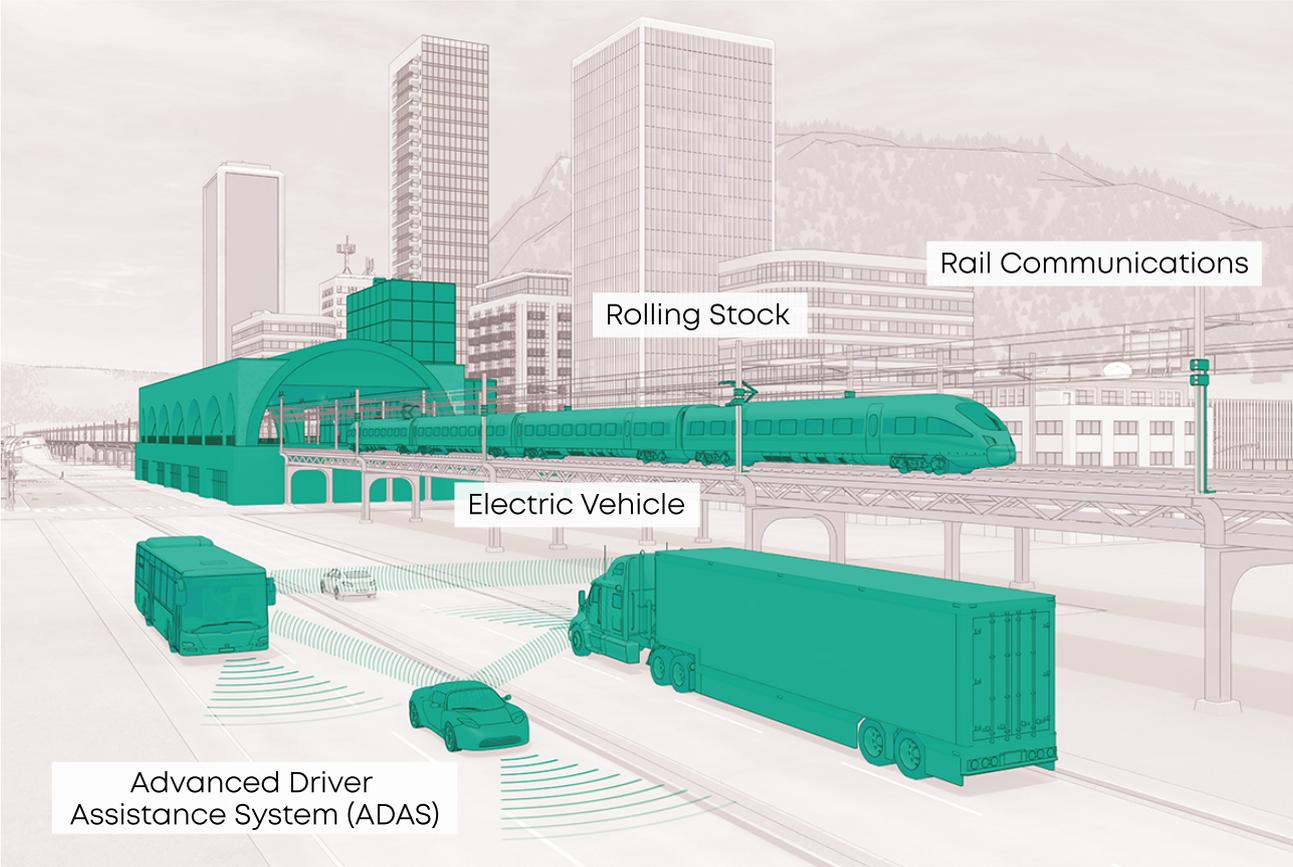
In the reporting year, the Railway subsegment recorded solid demand for solutions enabling power and data transmission in rolling stock, with global investment programmes for the retrofitting or outfitting of new fleets expected to continue. The Rail Communications growth initiative, in particular, addresses passengers' need for connectivity and communication between the moving train and the fixed railway infrastructure, for example through components such as active and passive antennas as well as integrated solutions.

In 2025, the automotive market did not see a significant recovery. Accordingly, the Electric Vehicle growth initiative was subject to slower demand for solutions for high-voltage cabling in commercial vehicles. HUBER+SUHNER expects positive impetus in the medium term, as the new generation of e-trucks has already proven to be economically viable. The Advanced Driver Assistance System (ADAS) business, which develops radar antennas for automated driving – especially in passenger vehicles – made slight progress in 2025.

Key figures Transportation

| in CHF million | 2025 | 2024 | Change |
|-------------------------|-------|-------|--------|
| Order intake | 258.0 | 258.7 | (0.3%) |
| Net sales | 264.5 | 263.6 | 0.3% |
| Operating profit (EBIT) | 21.0 | 19.1 | 9.9% |
| EBIT margin in % | 8.0 | 7.3 | |

Our solutions in the Transportation segment



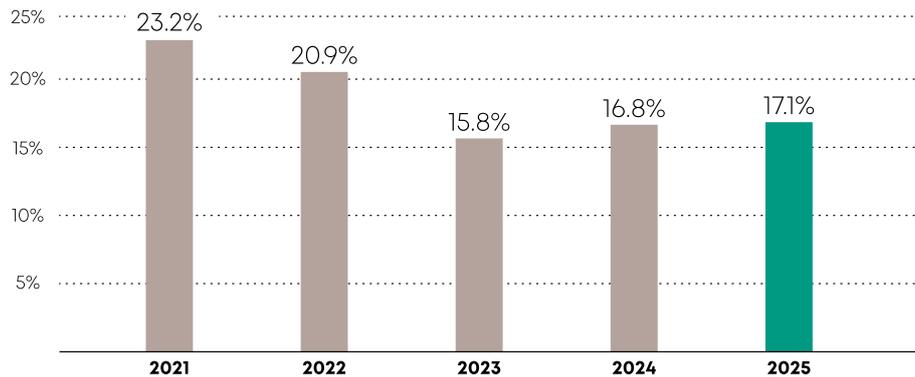
Financial performance from the CFO's perspective



“Over the past years, HUBER+SUHNER has consistently delivered strong returns on invested capital, with ROIC ranging between 15% and 25%, well above our cost of capital. This metric is a key indicator of how effectively we are deploying capital to generate value, how we are ensuring that every franc invested contributes to profitable growth and how we are maintaining disciplined capital allocation. A strong ROIC reflects the quality of our business model, its resilience in challenging markets, and the Group’s ability to create sustainable shareholder value. By maintaining a solid ROIC, we not only safeguard profitability but also position the company for long-term competitive advantage.”

Richard Haemmerli, CFO

Return on invested capital



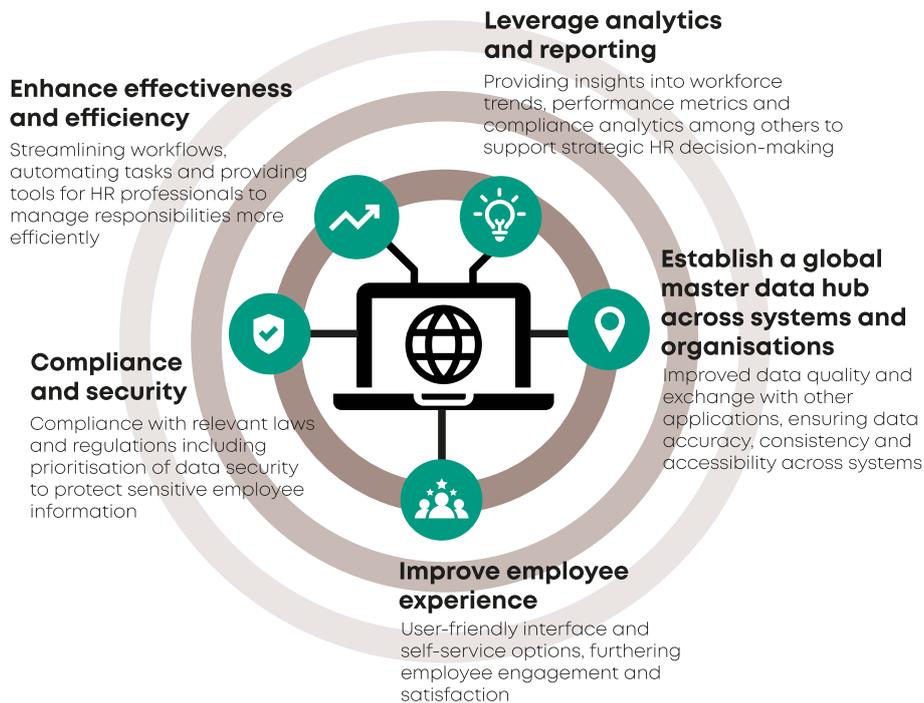
People and culture from the CHRO's perspective



"At HUBER+SUHNER, investing in performance includes continuously enhancing our employee journey and level of digitalisation. That's why we're launching SAP SuccessFactors in 2026 – a next-generation, intuitive HR platform that offers self-service to employees and managers and covers key processes from recruitment and talent management to succession planning and compensation. The platform will deliver actionable insights and help drive engagement, analytics, personnel growth, retention, compliance, and strategic decision-making."

Patricia Stolz, CHRO

Next-generation HR platform for enhanced user experience and leadership support



Risk management

As a global company, HUBER+SUHNER is exposed to a diverse and ever-evolving set of risks. Managing these risks is an integral part of our business. Our risk management framework allows us to identify, assess, and mitigate risks in a continuous and iterative process.

Risk management framework and risk policy

Our global risk policy sets out our approach for managing corporate risks. We use a framework to evaluate existing and potential risks by measuring their likelihood and financial impact in a two-dimensional matrix. As non-financial and sustainability-related risks can significantly affect company finances, they have been integrated into our risk management process.

Risk management process and risk governance

For each identified risk topic, an “owner” is assigned from the extended Executive Group Management (EGM) or other senior management. Each risk owner analyses the risk within their area of responsibility. This includes the following:

- Identifying the relevant risk drivers
- Developing a set of conclusions from a Group perspective about the respective risk
- Proposing a set of high-level mitigation actions to hedge the risk
- Defining for each of the mitigation actions a timeline and assigning the relevant people within the organisation

Risks are reviewed annually for materiality and reprioritised as needed. Non-material risks are removed from the map, while new material risks are added. Risk owners identify drivers, draw conclusions, and propose mitigation measures. The annual risk report summarises HUBER+SUHNER's risk position, profile, key risks, and mitigations, and is submitted to the EGM and Board of Directors for approval, then shared with the extended EGM, General Counsel, Area Compliance Officers, and Global Process Owners.

Nine top risks

Risks are mapped and prioritised based on their significance regarding the financial impact they may have on the company as well as their likelihood of occurrence. The top nine risks identified in 2025 are the following (in alphabetical order):

Cleaner economy transition: Transition risks are associated with the shift to a cleaner economy as part of efforts to combat climate change. They arise from increasing compliance obligations, customer demands, and transparency requirements. Our climate targets and transition plan, as well as continuous monitoring of the compliance landscape and responses to regulatory changes and customer sentiment, are actions to mitigate these risks ([see chapter Environment](#) for further details).

Cybercrime: In addition to a significant number of “commercial” cybercriminals, government-backed criminals are increasingly pursuing attacks on intellectual property (IP) and data. In addition to effective information technology (IT), stringent processes, governance, and awareness campaigns among employees, such threats are managed by ensuring that information security risks at HUBER+SUHNER are identified, evaluated, and mitigated for each application level.

Disaster: Events such as natural disasters, fires, electricity/gas outages, IT interruptions, strikes, geopolitical conflicts, and terrorist attacks can disrupt our delivery of goods. Climate change exacerbates these risks, which we manage as a risk driver (see Environment chapter for details). We mitigate these risks through business continuity plans and emergency procedures, which are in place globally. Our global operations network supports these efforts.

Exposure to currency fluctuation: HUBER+SUHNER has a significantly higher portion of its cost in Swiss francs than in sales. Due to its status as a “safe haven” currency, the Swiss franc will remain strong in demand. Transfer of cost from Swiss franc to Euro and US dollar as well as foreign exchange accounting are two important measures to hedge against these risks related to currency fluctuations.

Geopolitical tensions: Geopolitical conflicts may threaten global supply chains and operations, as well as increase the tariff burden on companies as trade barriers are imposed. To mitigate this risk, we closely monitor regulatory and political developments in relevant countries and adjust our sales and supply chain strategies accordingly, for instance by strengthening our local-for-local approach in markets such as China, India and the US.

Large projects: As large-scale customer orders require HUBER+SUHNER to commit to producing and delivering certain components and products at high volumes, there is a risk associated with the ramp-up and industrialisation of manufacturing processes. Mitigation measures include strengthening automation know-how and key account management as well as implementing contractual risk controls.

Non-compliance with internal and external standards: Growing compliance requirements present an increasing challenge for companies operating globally. In particular, the areas of export control and taxation have grown in complexity. To mitigate this risk, HUBER+SUHNER follows stringent processes to determine necessary measures and maintains a compliance programme that ensures constant monitoring of relevant regulations and continuous education of our employees.

Serial defects: Serial defects of products may occur because of design and/or manufacturing flaws. This can lead to exhaustive dismantling and replacement actions and – in the event of safety concerns – to product recalls. To mitigate this risk, we maintain a quality-centric mentality and strive for highest reliability solutions in our design processes, operational excellence, implementing processes and controls.

Worldwide pandemic: Based on the experiences of the Covid-19 pandemic, which led to global business disruptions and supply chain shortages, a global pandemic may still pose a potential risk to our business. A comprehensive pandemic plan and continuously evolving our operational set-up based on lessons learnt increase our resilience in a potentially emerging health crisis.

The HUBER+SUHNER Group in brief

Founded
1969

Employees globally
Over 4'000

Employees in Switzerland
Close to 1'200

Listed
SIX Swiss
Exchange: **HUBN**

What we do
We design and produce connectivity solutions for data and power transmission.



Global presence



Connecting – today and beyond

HUBER+SUHNER, founded through the merger of two Swiss companies, R. & E. HUBER and SUHNER & Co. AG in 1969, has its headquarters in Herisau (Appenzell Ausserrhoden). We design and produce connectivity solutions for data and power transmission that deliver high performance, quality, reliability, and a long service life – even under the toughest of conditions. Connections between people, places, and systems are a prerequisite for the functioning of our society. The need to be connected is driven by the fundamental human needs to:

- stay in touch with one another
- be mobile
- feel safe
- contribute to a more sustainable future

With its connectivity solutions, HUBER+SUHNER helps customers bring people closer together and addresses global megatrends such as security, safety, connectivity, and mobility.

Every day, over 4'000 employees work in 20 countries around the world to fulfil the HUBER+SUHNER purpose. The global production network includes 18 sites. Through its own sales force complemented by agencies and distributors, HUBER+SUHNER is close to its customers in over 80 countries. Its employees live up to the five company values of trust, care, passion, transparency, and accountability which promote the entrepreneurial spirit and are based on respect for people.

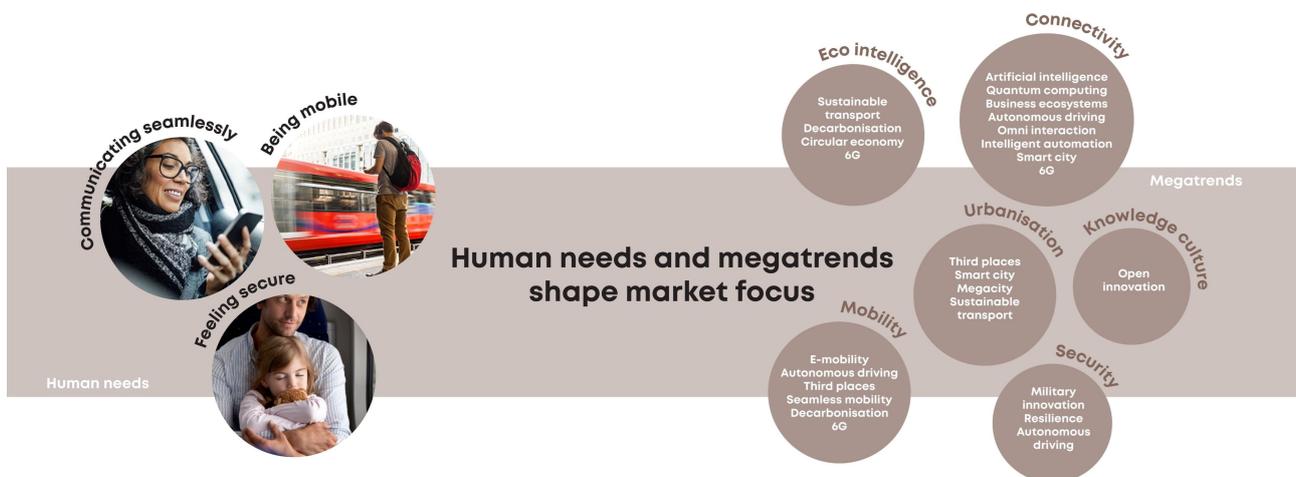
Since 2021, HUBER+SUHNER has oriented itself towards three segments: Industry (38% of net sales), Communication (32% of net sales) and Transportation (30% of net sales). These dimensions of our business are addressed with applications from the three technologies of radio frequency, fiber optics, and low frequency. Currently, HUBER+SUHNER serves between 4'000 and 5'000 buying customers in the following regions: Europe, Middle East and Africa (EMEA) with 55% of net sales, in the Americas with 24% and in Asia-Pacific (APAC) with 21%.

HUBER+SUHNER is listed on the SIX Swiss Exchange and has around 6'500 shareholders (as per 31 December 2025), of which five major shareholders are equal or above the disclosure threshold of 3.0%. In 2025, net sales amounted to CHF 864.1 million and operating profit (earnings before interest and taxes, EBIT) stood at CHF 90.8 million.

Our fundamentals

Our world is built on connections: between people, places, and systems. All of this requires technologies that transfer power and data safely and reliably. At HUBER+SUHNER, we develop the hidden yet critical solutions that industry, communication and transportation depend on. HUBER+SUHNER's strategic focus is aligned to human needs which are reflected in today's megatrends that shape our everyday live and future. "Connecting – today and beyond" articulates a vision that addresses our stakeholders' needs in an ever-changing environment and our commitment to be at their side, every step of the way.

Human needs and megatrends shape our market focus



Source megatrends: [Zukunftsinstitut](https://www.zukunftsinstitut.de/)

We help our customers to bring people closer together

We want to be a trusted partner for our customers by offering innovative, tailored and reliable data and power connectivity solutions for demanding applications in a variety of markets. As an employer, we strive to create a workplace where employees can make a meaningful impact and develop to their full potential. As a team, we help our customers bring people closer together thanks to our essential products and solutions, which are often hidden and small in size yet ensure highest precision, reliability and performance even under toughest conditions. Considering our environmental impacts, we are committed to going beyond selling high-quality products: We are taking steps towards limiting global warming and promoting resource efficiency. As the demand for [climate- and environmentally friendly solutions](#) increases, we – together with our customers and partners – aim to be drivers of change.

Customer-centric business approach

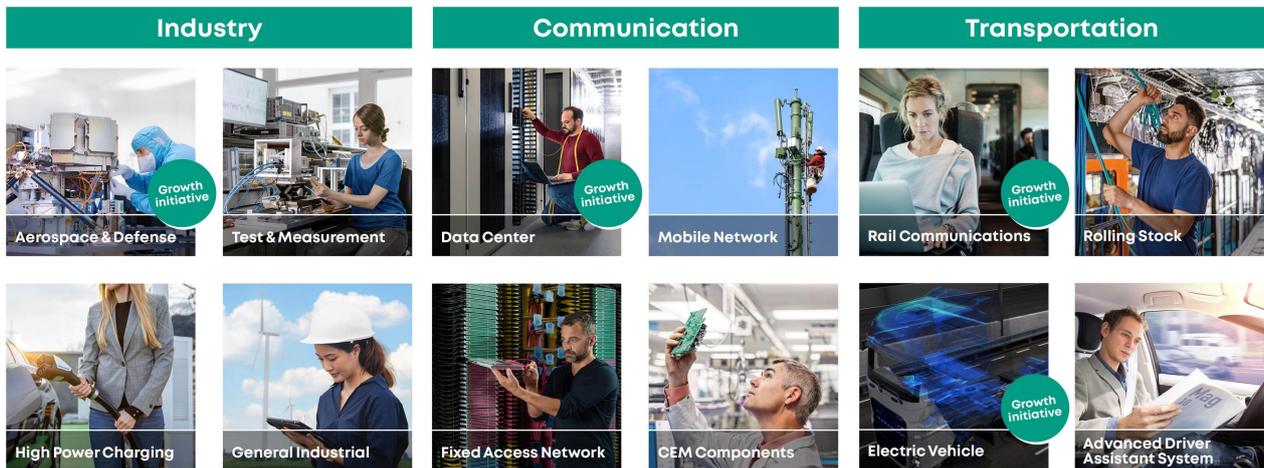
We offer customer-focused innovation based on three main pillars:

- **High-performance connectivity:** Our data and power connectivity solutions deliver superior performance in demanding applications.
- **Customised engineering support:** Our tailored solutions address unique client needs due to deep expertise and collaborative development
- **Commitment to sustainability:** Our products are designed to be reliable, innovative, and environmentally sustainable for long-term viability

Focus on growth initiatives

HUBER+SUHNER strives for sustainable growth based on a diversified yet focused business approach with twelve market verticals which form a highly attractive portfolio. They can be grouped in three different states of maturity: core markets, growth initiatives, and opportunities with growth potential.

Twelve market verticals and four growth initiatives



Strategic growth initiatives are selected according to clear criteria. The market selection is based on:

- Market size
- Potential growth
- Differentiation

The market development is based on an ambitious plan with focus on strategy implementation to deliver sustainable growth. Regular portfolio reviews ensure that growth initiatives deliver on expectations.

Growth initiatives in our three segments include:

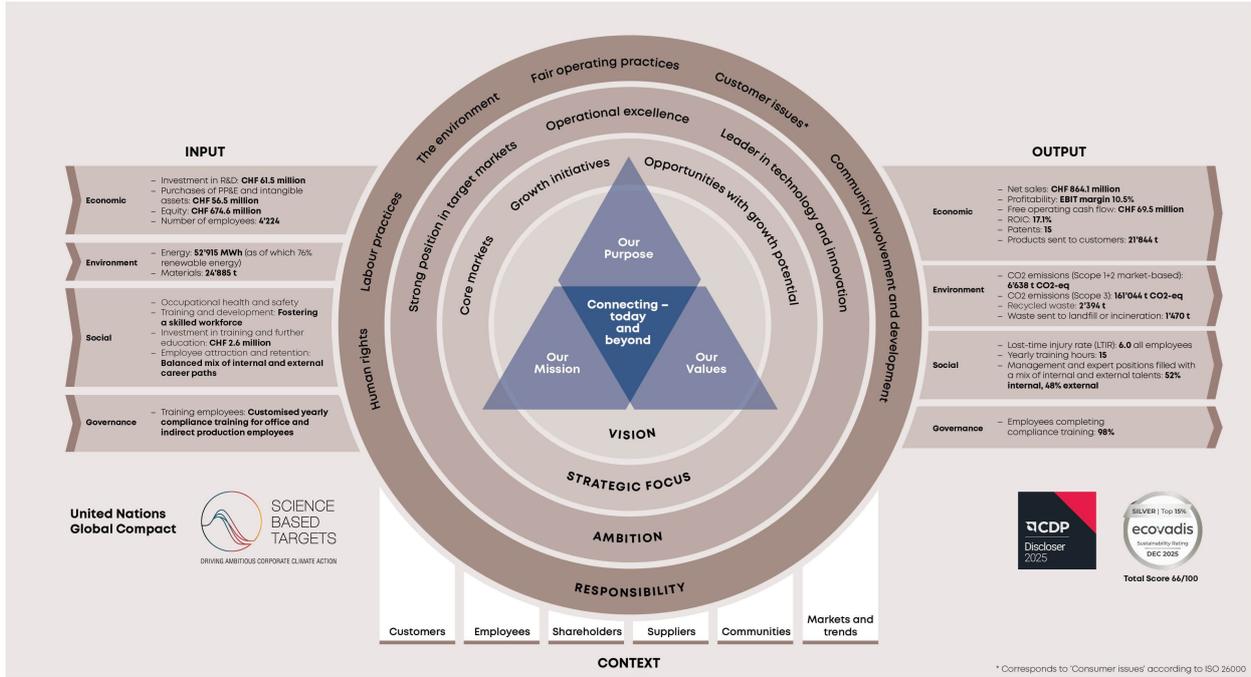
- Industry: Aerospace & Defense
- Communication: Data Center
- Transportation: Rail Communications and Electric Vehicle (EV)

Creating value for various stakeholder groups

The model below shows how we transform economic as well as environmental, social and governance inputs into valuable outputs and outcomes for our five key stakeholder groups – customers, employees, shareholders, suppliers,

and communities – over time. HUBER+SUHNER aims to strengthen its leadership position in technology and innovation while securing strong positions in target markets. We focus on creating and sustaining value in the short, medium, and long term across all its business activities.

Value creation and distribution in 2025



Sustainability

In 2024, HUBER+SUHNER decided to prepare for the EU's Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS). We conducted a Double Materiality Assessment (DMA) to define context and scope of our future reporting. This foundational step included mapping activities, products, services, and locations, and outlining how these elements are interconnected within our business model. In 2025, we aligned our data reporting with applicable ESRS definitions and requirements. The company's sustainability strategy is fully integrated into its business plan, addressing material impacts, risks, and opportunities (IROs). For detailed information about our environmental, social and governance performance, please consult our [Non-financial Report](#).

Corporate Governance

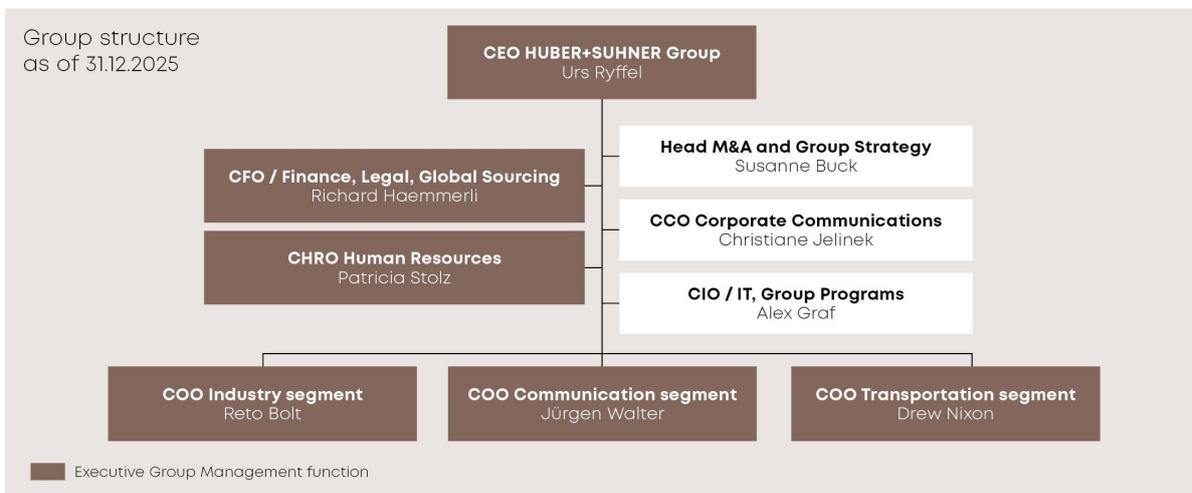
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Corporate Governance

The term "Corporate Governance" refers to all of the principles and rules aimed at safeguarding sustainable company interests. These principles are intended to guarantee transparency and a healthy balance of management and control while maintaining decision-making capability and efficiency at the highest level of a company.

The following Corporate Governance report is structured in accordance with the Directive on Information relating to Corporate Governance (DCG) issued by SIX Swiss Exchange. All information presented reflects the situation as of 31 December 2025, unless otherwise stated.

1 Group structure and shareholders



1.1 Group structure

The operational management of the HUBER+SUHNER Group consists of the Chief Executive Officer (CEO) and five other Executive Group Management members. It is structured according to the three market segments Industry, Communication and Transportation, and in addition two functional units Finance, Legal, Global Sourcing and Human Resources. At Group level, three further service units – M&A and Group Strategy, Corporate Communications and Information Technology including Group Programs – assist the CEO.

Listed Group company

HUBER+SUHNER AG, domiciled in Herisau AR, Switzerland, is the parent company of the HUBER+SUHNER Group. It is incorporated under Swiss law and its shares are listed on the SIX Swiss Exchange in Zurich (Swiss Reporting Standard, VALOR number: 3038073; ISIN: CH0030380734). The market capitalisation as per 31 December 2025 amounted to CHF 2'673 million. Further key share data is provided in the chapter [Share Data](#).

Non-listed Group companies

The directly and indirectly held companies consolidated in the Group accounts of HUBER+SUHNER AG are shown in the chapter [Group Companies](#).

1.2 Significant shareholders

Based on the information available to the company, the following shareholders held 3% or more of HUBER+SUHNER shares at the end of the fiscal year:

| Shareholder | Country | % of shares |
|--|---------|-------------|
| EGS Beteiligungen AG | CH | 9.74% |
| S. Hoffmann-Suhner | CH | 6.50% |
| UBS Fund Management (Switzerland) AG ¹⁾ | CH | 5.01% |
| Huwa Finanz- und Beteiligungs AG | CH | 3.42% |
| Swisscanto Fondsleitung AG ²⁾ | CH | 3.01% |

¹⁾ disclosed by UBS Fund Management (Switzerland) AG on 14 May 2025

²⁾ disclosed by Swisscanto on 9 April 2025

As of 31 December 2025 the company held 732'490 treasury shares. This was comprised of 726'640 treasury stock and 5'850 treasury shares for remuneration purposes.

HUBER+SUHNER AG has published fourteen disclosures in connection with shareholder participation in the year under review. Significant shareholder disclosures can be viewed at: [Significant shareholders](#).

The Board of Directors is not aware of any shareholders' agreements or other arrangements with significant shareholders concerning the registered shares they hold in HUBER+SUHNER or the exercise of their shareholder rights.

1.3 Cross-shareholdings

The HUBER+SUHNER Group has no cross-shareholdings of capital or other voting rights with any other company.

2 Capital structure

2.1/2.2 Capital, capital band and conditional capital in particular

The HUBER+SUHNER AG share capital, as on the balance sheet date, is fully paid in and stands at CHF 4'797'500. HUBER+SUHNER AG has not introduced a capital band or conditional capital.

More information regarding the share capital is presented in the Notes to the Financial Statements of the Group, under note [Share Capital](#).

2.3 Changes in capital

On 29 October 2021, HUBER+SUHNER AG launched a share buyback programme over a maximum period of three years, for up to 5% of the registered shares. The programme was successfully concluded by 30 March 2023 via a second trading line on the SIX Swiss Exchange. The shares acquired under this programme were cancelled by means of a capital reduction at the Annual General Meeting on 27 March 2024.

2.4/2.5 Shares and participation certificates/Dividend-right certificates

The share capital is divided into 19'190'000 registered shares, each with a nominal value of CHF 0.25. Each registered share represents one vote. HUBER+SUHNER AG has issued neither participation nor dividend right certificates.

2.6 Limitations on transferability and nominee registrations

In line with the Articles of Association, only persons who are registered in the share register shall be deemed to be shareholders or beneficiaries with voting rights. The Board of Directors may refuse to record an acquirer as a shareholder with voting rights in the company if:

- a) the acquirer, as a recognised shareholder, was to directly or indirectly acquire more than 5% of the total number of registered shares;
- b) insofar as, and as long as, the recognition of the acquirer as a shareholder could, on the basis of information available to it, hinder the company from providing shareholder composition information as required by federal law;
- c) the acquirer, following a request by the company, fails to expressly declare that he has acquired and will hold the shares in his own name and for his own account, that no agreement to redeem or return such shares exists and that he shall bear the economic risk associated with the shares.

Individuals, legal entities and groups with joint legal status which are related by capital, voting rights, management, or in some other manner, as well as all individuals, legal entities and groups with joint legal status coordinated for the purposes of circumventing the registration limitations are to be considered as one single acquirer. These limitations shall also apply in cases where shares are acquired following the exercise of subscriptions, options or conversion rights. The rescindment of or alterations to the rules regarding registration limitations to registered shares requires a resolution of the Annual General Meeting passed by at least two-thirds of the represented votes and the majority of the represented share per value.

In line with the regulations for registering HUBER+SUHNER AG shareholders in the share register, the Board of Directors may, in exceptional cases, waive the 5% limit, in particular to facilitate the tradability of registered shares and in connection with corporate mergers and the increase of shareholder stability through new anchor shareholders. In the year under review, the Board of Directors did not grant any exceptions.

Further, in accordance with the regulations for registering HUBER+SUHNER AG shareholders in the share register, the registration of nominee as shareholder with voting rights is not admitted.

2.7 Convertible bonds and options

HUBER+SUHNER AG does not have any outstanding convertible bonds or any shareholder or employee options on its books.

3 Board of Directors

3.1/3.2 Members of the Board of Directors/Other activities and vested interests

The Board of Directors of HUBER+SUHNER AG must consist of at least five members. All members of the Board of Directors are non-executive. They do not participate in the executive management of the Group. They also do not have any significant business relationships with HUBER+SUHNER AG or other Group companies. No member of the Board of Directors has served as a member of HUBER+SUHNER Executive Group Management or one of its Group companies in the three financial years preceding the period under review.

At the Annual General Meeting on 2 April 2025, the eight acting members of the Board of Directors were re-elected.

On 31 December 2025, the Board of Directors comprised the following eight members:



Urs Kaufmann

Chairman of the Board of Directors since 2017
Member of the Board of Directors since 2014

1962, Swiss citizen

Education

Dipl. Ing. ETH (Swiss Federal Institute of Technology) Zurich
Senior Executive Program IMD, Lausanne

Professional background

HUBER+SUHNER Group

- 2002-2017 Chief Executive Officer
- 2001-2002 COO Polymer Systems Sector, since 2001 Member of Executive Group Management
- 1997-2000 Division Head Materials Technology and Member of the Management Board
- 1994-1997 Managing Director, Henry Berchtold AG (CH)

Previous employments

- 1987-1993 Project Manager, Production Manager and Head of Sales, Zellweger Uster AG, Uster (CH) and USA

Other activities and vested interests

- Bucher Industries AG**, Niederweningen (CH): Chairman of the Board of Directors
- SFS Group AG**, Heerbrugg (CH): Vice-Chairman of the Board of Directors
- Müller Martini Holding AG, Hergiswil (CH): Member of the Board of Directors



Dr. Beat Kälin

Deputy Chairman of the Board of Directors
(Chairman 2015 - 2017)
Member of the Board of Directors since 2009

1957, Swiss citizen

Education

Dr. sc. techn., dipl. Ing. ETH (Swiss Federal Institute of Technology) Zurich
MBA INSEAD, Fontainebleau

Professional background

- 2007-2015 CEO, Komax Group, Dierikon (CH)

- 2006-2007 COO, Komax Group, Dierikon (CH)
- 2004-2006 Member of the Divisional Management Board for Packaging Technology, Robert Bosch GmbH, Neuhausen am Rheinfall (CH)
- 1998-2004 Member of Executive Group Management, SIG Schweizerische Industrie-Gesellschaft Holding AG, Neuhausen am Rheinfall (CH)
- 1987-1997 Various management positions, Elektrowatt Group, Stäfa and Zug (CH)

Other activities and vested interests

- CabTec Holding AG, Rotkreuz (CH): Member of the Board of Directors
- Komax Holding AG**, Dierikon (CH): Member of the Board of Directors



Marina Bill

Member of the Board of Directors since 2023

1973, Swedish-Swiss dual citizen

Education

Master of Science in Industrial Engineering and Management, Royal Institute of Technology, Stockholm
Commercial Law Basics, Stockholm University, Stockholm

Professional background

- Since 2018 Group Vice President, Global Head of Marketing & Sales and in addition since 2023 Global Head of Product Line Software and Digital, ABB Robotics Division, Zurich (CH)
- 2016-2018 Group Vice President, Global Sales & Marketing, ABB Grid Automation, Zurich (CH)
- 2013-2015 Group Vice President, Global Product Group Manager, ABB Power Generation Automation Products, Zurich (CH)
- 1997-2012 Various product and sales manager positions ABB (PH, SE, UK, DE, CH)

Other activities and vested interests

- Piab AB, Danderyd (SE): Member of the Board of Directors
- IFR (International Federation of Robotics), Frankfurt am Main (D): Vice President and Member of the Board



Prof. Dr. Monika Bütler

Member of the Board of Directors since 2014

1961, Swiss citizen

Education

Dipl. math. University of Zurich
Dr. oec. University of St. Gallen

Professional background

- Since 2021 Self-employed economist
- 2004-2021 Full Professor of Economics and Public Policy and Director of the Swiss Institute for Empirical Economic Research (SEW) at the University of St. Gallen (CH)
- 1999-2004 Professor at the University of Lausanne (CH)
- 1997-2001 Assistant Professor at the University of Tilburg (NL)

Other activities and vested interests

- AC Immune SA**, Lausanne (CH): Vice Chair of the Board of Directors
- Schindler Holding Ltd.**, Hergiswil (CH): Member of the Board of Directors
- Swiss Life Holding AG** and Swiss Life AG, Zurich (CH): Member of the Board of Directors
- Gebert Rűf Stiftung, Zurich (CH): Vice President of the Foundation Board



Kerstin Günther

Member of the Board of Directors since 2023

1967, German citizen

Education

Master of Science in Electronics, Technical University, Wrocław
Master of Business Administration with specialisation in International Management, University of Cleveland

Professional background

- 2019-2023 Chief Financial and Technology Officer, Helmholtz Zentrum München, München (DE)
- 2015-2017 Managing Director, Deutsche Telekom Pan-Net S.R.O., Bratislava (SK)
- 2012-2016 Senior Vice President Technology Europe (CTIO), Deutsche Telekom AG, Bonn (DE)
- 2010-2012 Senior Vice President Network and Investment Planning, Deutsche Telekom Technik GmbH, Bonn (DE)
- 2003-2009 Various managerial positions, Deutsche Telekom AG, Bonn (DE)
- 1991-2002 Various positions in the telecommunication industry in Slovakia, Hungary and Germany

Other activities and vested interests

None



Rolf Seiffert

Member of the Board of Directors since 2010

1958, Swiss citizen

Education

Dipl. Ing. ETH (Swiss Federal Institute of Technology) Zurich

Professional background

- Since 2014 CEO, AlpRail GmbH, Gais (CH)
- 2019-2021 Managing Director, BBR rail automation Swiss AG, Lucerne (CH)
- 2018-2019 Head of Railway Signaling, Kummler+Matter AG, Zurich (CH)
- 2015-2017 Managing Director, Kummler+Matter AG, Zurich (CH)
- 2013-2015 Head of Sales, Ruf Telematik AG, Schlieren (CH)
- 2011-2013 Vice President Sales, duagon AG, Dietikon (CH)
- 1999-2010 Various product development and sales functions, Siemens Switzerland, Rail Automation, Wallisellen (CH)
- 1988-1998 Product development and product management posts, ABB Transportation/Adtranz, Zurich (CH)

Other activities and vested interests

None



Dr. Franz Studer

Member of the Board of Directors since 2019

1965, Swiss citizen

Education

Dr. iur. University of Zurich

Admitted to the Zurich bar

MBA from the University of St. Gallen

International Directors Programme at INSEAD, Fontainebleau

Professional background

- Since 2024 Managing Director, EGS Beteiligungen AG*, Zürich (CH)

- 2012-2024 Investment Director and Member of the Executive Committee, EGS Beteiligungen AG*, Zürich (CH)
- 2010-2011 CEO/COO, aizo group AG, Zurich (CH)/Wetzlar (DE)
- 1999-2009 Industry experience in various legal and commercial management positions, Bühler AG, Uzwil (CH)

Other activities and vested interests

- Kantonsspital Winterthur, Winterthur (CH): Chairman of the Board of Directors
- FAES AG, Wollerau (CH): Member of the Board of Directors
- Roth Gerüste AG, Gerlafingen (CH): Member of the Board of Directors
- Sensirion Holding AG** and Sensirion AG, Stäfa (CH): Member of the Board of Directors
- DV Bern AG, Bern (CH): Member of the Board of Directors
- Serto Holding AG, Serto AG and Serto Group AG, Frauenfeld (CH): Member of the Board of Directors

*Significant shareholder at HUBER+SUHNER AG



Jörg Walther

Member of the Board of Directors since 2016

1961, Swiss citizen

Education

Lic. iur. University of Zurich
 Admitted to the Aargau bar
 MBA from the University of Chicago
 Post-graduate degree from University of St. Gallen in European Economic Law
 Advanced Management Program at University of Oxford

Professional background

- Since 2010 Partner at Schärer Attorneys at Law, Aarau (CH)
- 2001-2009 Global Head Legal M&A and Antitrust, Member of the Group Legal Executive Committee, Novartis International AG, Basel (CH)
- 1999-2001 Group Vice President M&A, ABB Asea Brown Boveri AG (CH)
- 1995-1998 Senior Legal Counsel, ABB Schweiz AG (CH)
- 1991-1995 Senior Legal Counsel and Head Legal Services, Danzas Management, Basel (CH)

Other activities and vested interests

- Zehnder Group AG**, Gränichen (CH): Vice-Chairman of the Board of Directors
- AEW Energie AG, Aarau (CH): Vice-Chairman of the Board of Directors
- SFS Group AG**, Heerbrugg (CH): Member of the Board of Directors
- Kraftwerk Augst AG, Augst (CH): Vice-Chairman of the Board of Directors
- Immobilien AEW AG, Aarau (CH): Vice-Chairman of the Board of Directors
- Apotheke im Stadtspital Zurich AG, Zurich (CH): Member of the Board of Directors

- Aare-Apotheke Rombach AG, Rombach (CH): Member of the Board of Directors
- swissVR, Rotkreuz (CH): Member of the Executive Board

** listed company

Honorary chairmen

Marc C. Cappis, 1935

David W. Syz, 1944

3.3 Number of permitted activities

As per Article 30 of the Articles of Association, a Member of the Board of Directors may hold up to 5 mandates in comparable positions at other listed companies. In addition, a Member of the Board of Directors may hold up to 10 mandates in comparable positions with non-listed companies with an economic purpose. The acceptance of outside mandates shall not interfere with the member's performance of his duties to the company.

3.4 Elections and terms of office

In line with the legal provisions, all Members of the Board of Directors, the Chairman and the Members of the Nomination and Compensation Committee are elected annually and individually. The Articles of Association do not allow for any deviation from these election rules. The term of office of a Member of the Board runs until the end of the next Annual General Meeting. Re-election is possible. For the first election per member please refer to 3.1/3.2. Members of the Board cannot run for re-election at the Annual General Meeting in the year in which they turn 70 years of age.

3.5 Internal organisational structure

The Board of Directors exercises overall management, supervision and control over the running of the Group. Except for the election of the Chairman and the Members of the Nomination and Compensation Committee by the Annual General Meeting, the Board of Directors constitutes itself. The Board of Directors may appoint the Deputy Chairman from among its members. It may also appoint a Secretary from outside the ranks of the Board.

Working practices of the Board of Directors

The Board of Directors meets as often as business requires, but at least five times a year. The Chairman, or if he is unable to attend, the Deputy Chairman, chairs Board meetings. The Chairman convenes Board meetings and sets their agendas. He also ensures that members receive the agenda at least 10 days in advance of the meeting, and decision material generally one week beforehand. In addition to the CEO, the CFO also attends Board meetings as a representative of Executive Group Management. Depending on the business at hand, other members of Executive Group Management may take part. The Board of Directors may use electronic means for the meetings.

Decisions are taken by the Board as a whole. The Board shall constitute a quorum when the majority of its members are present. A Member of the Board of Directors is also deemed present when attending via telephone or via video conference or by other electronic means. A majority quorum is not necessary for determining a capital increase, capital reduction or change of the currencies of the share capital and the related amendments to the Articles of Association. All decisions require a voting majority. In a tie, the Chairman shall have the casting vote. Voting by proxy is not allowed. All resolutions and agreements are minuted and approved by the Board.

Five regular Board meetings with an average duration of 5 hours, four additional telephone conferences with a duration of an hour, as well as one "strategy workshop" lasting one and a half days, which was also attended by the entire Executive Group Management, were held during the year under review. The meetings took place at regular intervals during the financial year with a 99.47% participation rate.

The Chairman of the Board regularly meets with the CEO to discuss current financial performance and business activities and makes decisions regarding the disclosure of ad hoc announcements. In addition, he is responsible for

monitoring the implementation and compliance with resolutions taken by the Annual General Meeting and the Board of Directors and keeps the other members of the Board updated in a regular and timely manner. In addition to his core responsibilities, the Chairman performs additional duties for the HUBER+SUHNER Group, including liaising with key stakeholders and participating as a member of the Foundation Committee or other organisations.

In 2025, a comprehensive self-evaluation was carried out by the Board of Directors (covering also the two committees) to verify that each body is working efficiently and effectively. The review covered especially the composition of the Board of Directors, the availability of its members, engagement, cooperation and culture within the Board of Directors, the processes for preparing and holding the meetings as well as the interaction between the Board of Directors and the Executive Group Management.

Committees – composition and working practices

The areas of responsibility and authority of the Nomination and Compensation Committee and the Audit Committee are defined in the appendix to the HUBER+SUHNER AG Bylaws. These committees support the Board of Directors in its supervisory and control capacities and function mainly as advisory, assessment and preparatory bodies. The members of the committees are as follows:

| Nomination and Compensation Committee | | Audit Committee | |
|---------------------------------------|------------|-----------------|----------|
| Monika Bütler | Chairwoman | Jörg Walther | Chairman |
| Marina Bill | Member | Kerstin Günther | Member |
| Beat Kälin | Member | Franz Studer | Member |

The committees meet as often as business requires, but at least twice a year. Minutes are taken at each meeting and sent to all meeting participants and to all Members of the Board of Directors. At the subsequent Board meeting, the Committee Chair briefs the Board of Directors and puts any motions to it.

The Nomination and Compensation Committee (NCC)

The committee consists of at least two non-executive Members of the Board of Directors elected annually by the Annual General Meeting, one of which will be designated as Chair by the Board of Directors.

The committee prepares all the relevant decisions relating to nominating and compensating members of the Board of Directors and Executive Group Management and the Group's compensation policy. The Chairman of the Board attends the meetings. The CEO attends the meetings, except if his own performance is under review or his own compensation is under discussion. Where necessary, the CHRO (Chief Human Resources Officer) is also present. The committee held two meetings with an average duration of 2.25 hours and a 100% participation rate during the year under review.

The main duties of the Nomination and Compensation Committee are:

- to manage the selection process and to put forward proposals concerning new Board members and the CEO
- to examine the selection process of the other members of the Executive Group Management as well as to examine the main conditions of their employment contracts
- to prepare the compensation report
- to prepare the proposals for the compensation voting to the Annual General Meeting according to Art. 23 of the Articles of Association to the attention of the Board of Directors
- to examine and propose the individual compensations of the CEO and of the other Members of the Executive Group Management in the frame of the maximum aggregate compensations approved by the Annual General Meeting
- to approve the annual salary adjustment within the Group proposed by the CEO
- to inform the Board of Directors regarding all NCC-relevant events which are not directly within the responsibility of the Board of Directors

- to perform further tasks assigned to the Committee by the Board of Directors.

Audit Committee (AC)

The committee consists of at least two members. The Board of Directors appoints the members and designates the Chair annually. It supports the Board of Directors with financial management, supervision of accounting, financial reporting, internal auditing and cooperation with the external auditor. It decides on urgent technical matters. Areas of authority and responsibility assigned to the Board of Directors by law and by the Bylaws remain wholly within the Board.

The Chairman of the Board, the CEO, the CFO, the Head of Corporate Controlling and the external auditor attend committee meetings. For sustainability topics and non-financial reporting, the Head Global Sustainability is present. Where necessary, the committee addresses certain agenda items with the external auditor alone. The committee held two meetings with an average duration of 3.75 hours and a 100% participation rate during the year under review.

The main duties of the Audit Committee are:

- to review accounting functions (applicable accounting procedures, valuation policies, internal and external financial reporting, liquidity and financing management, assessment of evaluation and financing principles) in terms of suitability, reliability and effectiveness and, if necessary, submission of amendments to the attention of the Board of Directors
- to check the Annual and the Half-year reports and the other financial information to be published
- to monitor the evaluation of corporate risks and reviewing the risk management practices
- to verify the controlling system
- to supervise business activities with regard to compliance with resolutions of the Board of Directors, internal regulations and guidelines, principles of corporate policy and instructions as well as with regard to the relevant statutory provisions, especially in terms of stock market legislation (compliance)
- to review performance, independence and remuneration of the statutory external auditor as well as giving recommendations for elections to the Board of Directors and/or the Annual General Meeting
- to handle audit reports; consultation regarding all significant findings and recommendations of the external statutory auditor together with the CEO and the CFO as well as with the external auditors
- to monitor the implementation of recommendations of the external auditors
- to determine the internal audit plan
- to handle audit reports; consultation regarding all significant findings and recommendations of the internal audit together with the CEO and the CFO as well as with the internal audit
- to inform the Board of Directors regarding all AC-related events which are not directly within the responsibility of the Board of Directors
- to review the non-financial reporting including the sustainability report
- to execute further tasks assigned to the Committee by the Board of Directors.

3.6 Definition of areas of responsibility

The areas of authority and responsibility of the various bodies are set out in the Bylaws (available under [Corporate Governance](#)).

The Board of Directors issues guidelines for business policy and makes decisions about all matters that are not reserved for, or assigned to, the Annual General Meeting or another company body by law, by the Articles of Association or the Bylaws. In particular, the Board of Directors approves the business strategy and organisation proposed by Executive Group Management, as well as budgets, medium-term plans, acquisitions and other businesses which, by their nature or financial impact, is considered strategically significant. Written requests are prepared for all projects that require a decision by the Board. The Board of Directors delegates the Group's operational management to the CEO. The Bylaws are periodically reviewed and adapted by the Board, most recently on 26 June 2024.

3.7 Information and control instruments vis-à-vis the Executive Group Management

Management information system (MIS)

The Board's main information and control instrument is a management information system based on financial accounting according to Swiss GAAP FER.

On a monthly basis, the Board of Directors receives a written commentary from the CEO on business activities and financial performance including key financial figures from the Group and the three market segments. The minutes of monthly Executive Group Management meetings are also submitted to the Chairman of the Board of Directors.

Additionally, on a quarterly basis, the Board of Directors receives a comprehensive Group financial status (income statement, balance sheet, cash flow statement, capital expenditure) and key financial figures per legal entity and the three market segments.

The attendance of Executive Group Management members (especially the CEO and CFO) at the Board of Directors' meetings and its committees is reported in Section 3.5 (Internal organisational structure). During Board meetings, the CEO provides information about the current state of business and major business transactions; the CFO explains the annual and half-year financial statements. Each Member of the Board may also ask for information about all matters pertaining to the HUBER+SUHNER Group.

The Board of Directors is also closely involved in the company's planning cycle. In the third quarter of each year, it receives, for its approval, the results of the strategic mid-term plan, which covers a period of 5 years. In the fourth quarter, the Board approves a detailed budget for the coming year. It also receives a forecast of the annual results twice a year.

Internal audit

Internal auditing at HUBER+SUHNER Group is within the responsibility of Corporate Controlling. The Head Corporate Controlling is subordinate to the CFO, but reports directly to the Audit Committee regarding these activities. This solution, tailored to the specific situation and size of HUBER+SUHNER Group, is cost effective and ensures that internal audit findings are available in their entirety to the Controlling team. Based on financial risk considerations, an annual plan of the companies to be audited is drawn up and submitted to the Audit Committee for approval. The main priorities of the audit are compliance with internal policies, processes, reviews and the implementation of the internal control system. The internal auditors discuss the results of each audit in detail with the companies concerned, and concrete measures are agreed upon. Internal audit reports are submitted, together with suggested recommendations, to the Audit Committee, the Chairman of the Board, the CEO, the CFO, the respective COO, the management of the audited company as well as the external Group auditor. Audit reports with significant findings are presented and discussed in the Audit Committee. The Audit Committee ensures, on an annual basis, that issues and recommendations are dealt with.

The external auditor annually assesses the internal control system (ICS) in a comprehensive report to the Audit Committee and the Board of Directors and confirms its existence.

Risk management system

Risk management of the HUBER+SUHNER Group and all Group companies is laid down in the Board of Directors' risk policy and in the Executive Group Management's guidelines on the risk management process. In the reporting year, the Executive Group Management reviewed the progress and effectiveness of the measures taken and has selected and reassessed the most significant financial, operational and strategic risks at Group level. This was based on its own top-down assessment and on bottom-up data from market segments and corporate functions. The risks were categorised according to their probability of occurrence and potential financial impact. In addition, mitigating measures as well as operational responsibilities were defined for each top risk. The evaluated risks as well as the ongoing and planned compliance measures were presented in the 2025 Risk Report to the Board of Directors for review and approval. After its review, the Board approved the report on 4 December 2025.

Whistleblowing platform

HUBER+SUHNER is committed to conducting business responsibly. Therefore, HUBER+SUHNER Group operates its whistleblowing platform, provided by a third party provider, to promote a speak-up culture and to combat any non-compliant or non-ethical behaviour that might violate the HUBER+SUHNER Code of Conduct or the HUBER+SUHNER Supplier Code of Conduct or any underlying business or ethics principles. The platform is accessible for all HUBER+SUHNER employees (internal channel via the intranet or posters with a QR code) and for all other stakeholders (external channel via the HUBER+SUHNER website), ensuring anonymity if desired. Submitted complaints are handled by the Whistleblowing Steering Committee and an anonymised monthly summary is provided to the CEO and CFO.

4 Executive Group Management

4.1/4.2 Members of Executive Group Management/Other activities and vested interests

Executive Group Management is the highest management level and it assists the CEO with his operational management tasks. It deals with all business and decisions that are important to the company.

As of 1 January 2025, Richard Haemmerli joined the Executive Group Management as the new CFO. He succeeded Ivo Wechsler, who stepped down at the end of 2024.

On 31 December 2025, Executive Group Management consisted of the following six members:



Urs Ryffel

Chief Executive Officer (CEO)

1967, Swiss citizen

Education

Dipl. Ing. ETH (Swiss Federal Institute of Technology) Zurich

Professional background

HUBER+SUHNER Group

- Since 1 April 2017 Chief Executive Officer
- 2007-2016 Head of Fiber Optics Division, since 2008 Member of Executive Group Management
- 2004-2007 Head of the Cable System Technology business unit
- 2002 joined HUBER+SUHNER as Head of Rollers business unit

Previous employments

- 1999-2002 General Manager Hydro Power segment, ABB/ALSTOM, Lisbon (PT) and Hydro Power Plants and Systems, Paris (F)
- 1992-1999 Head of the Business Development unit, ABB Power Generation Switzerland, Baden (CH); Head of the Hydro Power Plant Service global business unit at ABB Power Generation segment, Zurich (CH)

Other activities and vested interests

- Vetropack Holding AG**, Bülach (CH); Member of the Board of Directors
- Bergbahnen Scuol AG, Scuol (CH): Member of the Board of Directors
- SMG, Swiss Management Association, Zurich (CH): Member of the Board
- Swissmem, Zurich (CH): Member of the Board



Reto Bolt

Chief Operating Officer (COO) Industry segment

1966, Swiss citizen

Education

Dipl. Ing. ETH (Swiss Federal Institute of Technology) Zurich

Professional background

HUBER+SUHNER Group

- Since 2021 COO Industry segment
- 2012-2020 Head of Radio Frequency Division, since 2012 Member of the Executive Group Management
- 2007-2012 Head of the Cable Systems business unit within the Low Frequency Division
- 2004-2007 Head of Global Management Systems
- Joined HUBER+SUHNER in 1993 as Operations Engineer for coaxial connectors, then held several management positions in the Operations department of the Radio Frequency Division

Other activities and vested interests

- Mosmatic AG, Neckertal (CH): Member of the Board of Directors
- Kistler Holding AG, Winterthur (CH); Member of the Board of Directors



Richard Haemmerli

Chief Financial Officer (CFO)

1977, Swiss citizen

Education

Master of Business Administration, University of Chicago Booth School of Business, Chicago (US)

Bachelor of Computer Science, Eastern Switzerland University of Applied Sciences OST, Rapperswil (CH)

Professional background

HUBER+SUHNER Group

- Joined HUBER+SUHNER in 2025 as Chief Financial Officer and Member of the Executive Group Management

Previous employments

- 2020-2024 Group CFO and Member of the Executive Group Management, as of 2024 CEO ad interim at Belimed AG, Zug (CH)
- 2014-2020 CFO Live Marketing Solutions and Member of the Divisional management at MCH Group Basel (CH)
- 2012-2014 Head Corporate Controlling at Sulzer Ltd., Winterthur (CH)
- 2008-2012 Controller at Sulzer Ltd., Winterthur (CH)
- 2002-2006 Software Engineer at Credit Suisse Investment Bank, Zurich (CH)

Other activities and vested interests

None



Drew Nixon

Chief Operating Officer (COO) Transportation segment

1965, United States citizen

Education

Bachelor in Business Administration, Babson College, Wellesley Massachusetts

Professional background

HUBER+SUHNER Group

- Since 2021 COO Transportation segment
- 2015-2020 Chief Operating Officer Global Sales, since 2015 Member of the Executive Group Management
- 2012-2015 Managing Director of the Region North Asia, Shanghai (CN)
- 2008-2012 Managing Director North America, Vermont (USA)
- Joined HUBER+SUHNER in 2004 as Finance Director North America (USA)

Previous employments

- 2000-2004 as Director of Finance and Administration, Zettacom INC, Santa Clara (USA)
- 1988-2000 working in various management functions for the American companies Charleswater Products INC, Boston Metal Products Corp, Cerplex Mass INC and Decibel Instruments INC (USA)

Other activities and vested interests

None



Patricia Stolz

Chief Human Resources Officer (CHRO)

1969, Swiss citizen

Education

Certificate of competence and EMBA University of Applied Sciences St. Gallen

Professional background

HUBER+SUHNER Group

- Since 2015 Chief Human Resources Officer and Member of the Executive Group Management
- Joined HUBER+SUHNER in 2008 as Human Resources Manager of the Fiber Optics Division

Previous employments

- 2003-2007 Head of HR Management at Flawa AG, Flawil (CH)
- 1990-2003 Assistant in Human Resources at NAW Nutzfahrzeuge AG, Arbon (CH)

Other activities and vested interests

- Raiffeisenbank Mittelthurgau, Weinfelden (CH): Member of the Board of Directors



Jürgen Walter

Chief Operating Officer (COO) Communication segment

1968, German citizen

Education

Dipl. Ing. electrical engineering Technical University of Munich

Professional background

HUBER+SUHNER Group

- Joined HUBER+SUHNER in 2021 as COO Communication segment and Member of the Executive Group Management

Previous employments

- 2019-2021 COO at Kathrein Mobile Communication, Ericsson, Rosenheim (DE)
- 2015-2019 Solution Business Unit Manager, Kathrein Group, as of 2017 COO and Member of the Executive Board at Kathrein SE, Rosenheim (DE)

- 2012-2015 Business Transformation Officer and as of 2013 CEO Central Europe and Chairman of the Management Board, Fujitsu Technology Solutions, Munich (DE)
- 2010-2012 Head of the Segment Business Solutions and member of the Executive Board at Nokia Siemens Networks, Munich (DE)
- 2007-2009 Head of the Business Unit Converged Core, Nokia Siemens Networks, Munich (DE)
- 1995-2007 various consulting and commercial positions, Siemens AG, Munich (DE)

Other activities and vested interests

None

** listed company

4.3 Number of permitted activities

As per Article 30 of the Articles of Association, a Member of the Executive Group Management may hold up to 3 mandates in comparable positions at other listed companies. In addition, a Member of the Executive Group Management may hold up to 5 mandates in comparable positions with non-listed companies with an economic purpose. The acceptance of outside mandates shall not interfere with the member's performance of his duties to the company. As per Article 4.2 of the Bylaws, outside mandates of the Members of the Executive Group Management need the approval of the Chairman of the Board of Directors.

4.4 Management contracts

No management contracts exist that transfer management responsibility to companies or individuals outside the HUBER+SUHNER Group.

5 Compensation, shareholdings and loans

The principles and elements of compensation and shareholding programme for the members of the Board of Directors and the Executive Group Management are laid down in Articles 24 to 29 of the Articles of Association and specified in the compensation regulations issued by the Board of Directors. More detailed information about the compensation, shareholding programmes and shareholdings of the Board of Directors and the Executive Group Management as well as loans and the approval procedure by the Annual General Meeting is set forth in the [Compensation Report](#).

6 Shareholders' participation rights

6.1 Voting rights restrictions and representation

One share represents one vote. Each shareholder may be represented either by the independent proxy, a representative authorised by written or electronic power of attorney, or by another individual or legal entity by a power of attorney in writing. Proxy holders do not need to be shareholders.

When exercising voting rights, no shareholder representing another shareholder may, with their own shares and the shares they represent, together account for more than 10% of the entire share capital. Proxy holders who are not shareholders may not control more than 10% of the entire share capital. Individuals, legal entities and groups with joint legal status which are bound by capital or voting rights, by consolidated management or in another manner, or individuals, legal entities and legal communities which coordinate their action to circumvent the above restrictions are to be considered as one single shareholder. The limitation does not apply to the independent proxy. The Board of Directors may decide on exceptions to restrictions on voting rights and representation. In the year under review, the Board of Directors did not grant any exceptions.

According to Article 13 of the Article of Association, a resolution for abolishing voting rights restrictions requires the relative majority of the casted votes.

Powers of representation and voting instructions are granted to the independent proxy representative in accordance with legal provisions. The Annual General Meeting appoints the independent proxy representative each year. The term runs until the end of the next Annual General Meeting. Re-election is possible. As per Art. 9 para 7 of the Articles of Association the Board of Directors may make a provision for the Annual General Meeting to be held by electronic means without a venue.

6.2 Quorums required by the Articles of Association

The Annual General Meeting makes its decisions and carries out its elections with the majority of casted votes unless the law determines otherwise. In line with the legal provisions a decision by the Annual General Meeting passed by at least 2/3 of the represented votes and the majority of the represented shares par value is in particular required for:

1. an amendment in the purpose of the company
2. the consolidation of shares, unless this does not require the approval of the shareholders concerned
3. a capital increase from equity, against contributions in kind or by offsetting against a claim and the granting of special advantages
4. the restriction or cancellation of subscription rights
5. the adoption of a conditional capital or the adoption of a capital band
6. the conversion of participation certificates into shares
7. the restriction of transferability of registered shares
8. the adoption of voting shares
9. a change to the currency of the share capital
10. the introduction of a casting vote by the chairperson at the Shareholders Meeting
11. the inclusion of a provision in the Articles of Association on holding the Shareholders Meeting abroad
12. the delisting of the company's equity securities
13. the relocation of the company's registered office
14. the introduction of an arbitration clause in the Articles of Association
15. the conversion of registered shares into bearer shares
16. the dissolution of the company, followed by liquidation.

6.3/6.4 Convocation of the Annual General Meeting/Inclusion of items on the agenda

Convening the Annual General Meeting and setting the agenda are governed by Articles 699 and 700 of the Swiss Code of Obligations. In line with the legal provisions, Article 9 para 3 of the Articles of Association stipulates that shareholders entitled to vote may place an item of the agenda or request proposals relating to agenda items included in the announcement of the convening of the Annual General Meeting if together they represent at least 0.5% of the share capital or votes. The Board must be notified of a request to place an item on the agenda and be given the proposals in writing no later than 60 days prior to the Annual General Meeting.

6.5 Entries in the share register

As a general rule, no entries of registered shareholders are made in the share register in the five working days before the Annual General Meeting. The Board of Directors announces the deadline for making entries in the share register in the invitations to the Annual General Meeting. In the year under review, the Board of Directors did not grant any exceptions to this rule.

7 Changes of control and defence measures

7.1 Duty to make an offer

The Articles of Association do not entail any rule governing opting-up or opting-out as per the Financial Market Infrastructure Act (FMIA).

7.2 Clauses on changes of control

No contractual clauses governing changes in control exist in the employment contracts with members of either the Board of Directors or the Executive Group Management. The share blocking periods are not revoked when members of the Board of Directors or the Executive Group Management resign. According to the HUBER+SUHNER AG Compensation Policy, the Board may prematurely revoke existing blocking periods only under special circumstances, such as a change of control, and if requested by the Nomination and Compensation Committee.

8 Auditors

8.1 Duration of the mandate and term of office of the lead auditor

Ernst & Young AG, Basel, has been the independent auditor of HUBER+SUHNER AG and various Group companies since 2018. The current lead auditor, Mr. Iwan Zimmermann, has been in charge since 1 April 2021. As per article 730a para 2 Swiss Code of Obligations, his tenure as lead auditor may not exceed seven years. The auditors are elected by the Annual General Meeting for a term of one year.

8.2/8.3 Auditing fees/Additional fees

Ernst & Young (EY) charged CHF 387'000 for auditing the Group Financial Statements and selective individual financial statements of the different Group companies during the reporting year and CHF 64'000 for additional EY services (e.g. independent assurance for the Non-financial report).

8.4 Information instruments pertaining to the external audit

The Audit Committee informs the Board of Directors of the work performed by and working relationship with the external auditor. Each year, the external auditor submits an audit plan, a "high level review" of the half-year figures and a comprehensive report on the annual financial statements with conclusions on financial accounting, the internal control system, the Compensation Report (Chapter 5) and the audit results for the attention of the Board of Directors and the Audit Committee. The Audit Committee also assesses the scope of the annual audit and the audit plans, and discusses the audit findings with the external auditor. In the year under review, the external auditor was present at both Audit Committee meetings.

The Audit Committee annually assesses the external auditors' performance, independence and fees and recommends to the Board of Directors the external auditing company to be nominated by the Annual General Meeting.

This evaluation is based on the reports and presentations provided by the external auditors, the discussions held in the meetings, their objectivity as well as their technical and operational expertise. The Audit Committee reviews the suitability and scope of the additional services rendered by the external auditor. If the planned additional services exceed the monetary limit set by the Audit Committee, the Audit Committee must be informed in advance.

9 Information policy

As a listed company and as a credible and sustainable business partner, HUBER+SUHNER Group informs its internal and external stakeholders actively, transparently and in good time. Its communication policy is guided by the SIX Swiss Exchange regulations, legal provisions and internal guidelines.

HUBER+SUHNER Group communicates regularly with its shareholders, the capital market and the public. In accordance with Swiss GAAP FER, HUBER+SUHNER Group discloses its business and financial performance on a half-yearly basis in form of an [Annual or Half-year Report](#) which are published electronically in English. Additionally, shareholders receive a short printed version of the Management Report/Letter to Shareholders in German or English half-yearly. Also, at the end of January of any given year, HUBER+SUHNER announces order intake and sales figures for the past year. Order intake and sales figures for the first nine months from January to September are published at the end of October of any given year.

The exact dates can be found under [investors](#).

Additional information which could affect the share price is published during the year in accordance with SIX Swiss Exchange ad hoc publication requirements. Official announcements and company notices are published in the Swiss Official Gazette of Commerce (SOGC).

The CEO is responsible for corporate communications. He is assisted in his investor relations activities by the CFO.

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Phone +41 71 353 41 11

Relevant news, shareholder information and legal documents can be found using the links below:

[News & Ad hoc news](#)

[Investors](#)

[Articles of Association](#)

[Bylaws](#)

[Information service](#)

An important source of current information on the Group, including products and further contact details is the [HUBER+SUHNER website](#).

10 Quiet periods

At HUBER+SUHNER Group, the general quiet period starts on the day of the last regular Board of Directors meeting of the preceding fiscal year (usually early December) or preceding first half of the fiscal year (usually late June), as the case may be, and ends two days after the publication of the relevant ad hoc announcement related to the respective Annual or Half-year Report.

The following group of persons has signed the "Guideline on the prohibition of insider trading" of 22 June 2022 and is affected by the general quiet period:

- Members, Honorary chairmen and Secretary of the Board of Directors

- Members of the Executive Group Management including their assistants
- CIO
- Head of Group Strategy and M&A and team members
- Head of Corporate Communications and team members
- Head of Corporate Controlling and team members
- Head of Business Controlling and team members
- Head of Corporate Treasury
- Head of Finance and Accounting at Huber+Suhner AG
- General Counsel and team members
- Participants of the Group Meeting

During a general quiet period, affected persons are prohibited from trading in HUBER+SUHNER AG securities or financial instruments derived therefrom, for themselves or through third parties. This transaction block also applies to transactions falling within the scope of an asset management mandate, regardless of the structure of the latter and the agent's powers. In the year under review there were no exceptions of this rule.

The CFO sends a written notification of the dates of the general quiet periods yearly and maintains a list of all affected persons.

These general quiet periods also apply to HUBER+SUHNER Group itself. The purchase of HUBER+SUHNER AG shares (e.g. for remuneration purposes) must take place outside quiet periods.

In addition to the general quiet period, a project-specific transaction block in HUBER+SUHNER AG securities may be imposed by the CEO to employees who are aware of specific confidential projects.

Compensation Report 2025

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Compensation Report

The Compensation Report provides an overview of the remuneration principles and compensation systems of the HUBER+SUHNER Group. It describes how compensation is determined and contains detailed information on the compensation of the Members of the Board of Directors and the Executive Group Management in the fiscal years 2024 and 2025.

The Compensation Report fulfils the requirements of the Swiss Code of Obligations (OR) and the provisions set forth in the Directive on Information relating to Corporate Governance issued by SIX Swiss Exchange.

1 Guidelines and responsibilities

Guidelines

The HUBER+SUHNER Group's success heavily depends on the capabilities and commitment of its employees. The compensation policy aims to attract skilled managers and employees and to gear their activities towards the company's goals and a long-term career with HUBER+SUHNER.

Payments are made according to the following principles:

- performance-based remuneration with market-competitive fixed and variable components
- variable component based on predefined targets and maximum thresholds
- contribution towards the sustainable success of the company
- transparency and clarity

The principles governing the compensation of Members of the Board of Directors and Executive Group Management are laid down in the following Articles of Association: Article 23 (Compensation Approval); 24 (Compensation of the Board of Directors); 25 (Compensation of Executive Group Management); 26 (Principles of Success and Performance-related Compensation); 27 (Principles for Allocating Shares); 28 (Additional Amount) and 29 (Activities for Group Companies).

For more details, please refer to the [Corporate Governance Report](#).

In accordance with Article 734b of the Swiss Code of Obligations (OR), credit and loans as well as benefits outside of the occupational pension scheme may only be granted, if a provision to this end is included in the Articles of Association. During the year under review and as per its previous practice, HUBER+SUHNER did not add any such provision in its Articles of Association.

Responsibilities

The Board of Directors is responsible for regulating general questions regarding compensation. The compensation models applicable to the Board of Directors and Executive Group Management are outlined in a compensation policy approved by the Board of Directors. The Board of Directors is supported by the Nomination and Compensation Committee. The committee reviews the principles and prepares all relevant decisions concerning compensation of Members of both the Board of Directors and the Executive Group Management. The composition, main tasks and working practices of the Nomination and Compensation Committee are described in the [Corporate Governance Report](#).

No external advisors are involved in the preparation of the relevant decisions.

2 Compensation system for the Board of Directors

2.1 Components of the compensation

The compensation of the Chairman, Deputy Chairman and the other Members of the Board of Directors consists of the four components as shown in the table below and in addition (if applicable) an additional compensation for serving on the Nomination and Compensation Committee or Audit Committee. The responsibility and the increased workload of the various functions are therefore accounted for individually.

| Basic Compensation p.a. | Chairman | Deputy Chairman | Board Member |
|---|---|------------------------|---------------------|
| Fixed compensation in cash (CHF) | 240 000 | 90 000 | 70 000 |
| Long-term oriented compensation in the form of a fixed number of shares ¹⁾ | 2 000 | 1 200 | 800 |
| Pension (if applicable) | yes ²⁾ | no | no |
| Social Security benefits (if applicable) | yes ²⁾ | yes ³⁾ | yes ³⁾ |
| Additional fixed compensation in cash (CHF) p.a. | Committee Chair / Committee Member | | |
| Audit Committee | – | 10 000 | |
| Nomination and Compensation Committee | – | 10 000 | |

¹⁾ The blocking period of the shares is at least three years. The share blocking periods are not to be rescinded on retirement from the Board.

²⁾ The employer's obligatory contributions to social security and accident insurance schemes and regulatory contributions to pensions from the compensations paid to the Chairman are borne by the company. The Swiss system defines a portion of the pension and social security contribution to be paid by the employee. Accordingly these contributions are deducted from the fixed compensation in cash.

³⁾ The obligatory contributions towards social security out of the remuneration paid to Board Members are covered by the company.

2.2 Payout of the Compensation

The fixed compensation in cash, including if applicable an additional compensation for committee service, is generally paid at the end of the year in office. In the event of early termination of office, it is paid out on pro-rata basis.

The long-term oriented compensation in the form of a fixed number of shares is allocated only at the end of the one year term in office. The total market value of the shares is accrued in accordance with the accrual principle in the financial statements of the given financial year.

3 Compensation system for the Executive Group Management

The total compensation for a Member of the Executive Group Management reflects the responsibility assigned, qualifications, complexity of the task, achievement of goals and local market conditions in the machinery and electrical industry.

Comparisons in order to benchmark the Executive Group Management's salaries are executed every year, the last time in 2025 (based on 2024 compensation reports). The fixed and variable elements assessed are short-term incentives (basic salary and cash bonus), long-term incentives (shares) and complementary benefits (pension fund and other compensation).

In 2025, the comparison of the Executive Group Management's salaries included manufacturing industrial companies with registered seat in Switzerland and of similar size (based on net sales, EBIT margin, number of employees and market capitalisation) like Arbonia, Belimo, Bossard, Burckhardt Compression, Comet, dormakaba, Kardex, Komax, Landis+Gyr, LEM, SFS and Zehnder Group.

In addition, every three to five years an international compensation analysis for selected management positions is conducted. The latest comparison was executed in 2025 by Mercer, a consulting company specialising in international salary benchmarking. It is based on anonymised data and helps to determine the Executive Group Management's salaries. The elements assessed are short-term incentives (basic salary and bonus) and long-term incentives (shares).

The comparison mentioned above was made by Mercer using two peer groups. The sample in the two peer groups consisted of (i) manufacturing industrial companies with registered seat in Switzerland and similar size as HUBER+SUHNER (based on annual net sales and number of employees), (ii) direct competitors in the job market in the machinery and electrical industry with registered seat in Switzerland (based on annual net sales and number of employees). In case of companies bigger than HUBER+SUHNER, the consulting firm benchmarked the salary of the respective HUBER+SUHNER manager against that of a manager with comparable responsibility. The benchmarking consulting firm has vast experience in determining which roles are comparable in companies of different sizes. The benchmarking consulting firm does not have any other roles or mandates at HUBER+SUHNER.

Remuneration for the Members of the Executive Group Management consists of the following components:

- a) Fixed compensation in cash
- b) Variable achievement and performance-related compensation consisting of:
 - b1) Cash Bonus
 - b2) Long-Term Incentive (in the form of shares)
- c) Pension and other social security benefits

a) Fixed compensation in cash

Executive Group Management Members receive a fixed compensation in cash (Basic Salary) which is paid in monthly installments. This is determined individually and takes into account the role and responsibilities of the given Executive Group Management Member. It also includes allowances such as child or education allowances, work anniversary compensation and other compensation in connection with relocation for the purposes of conducting business on behalf of HUBER+SUHNER outside the Member's country of residence.

b) Variable achievement and performance-related compensation

The Executive Group Management variable compensation system is based on the MbO (Management by Objective) process, which also applies to the entire Group. The actual amount of variable compensation depends on the degree of achievement of the targets – set annually in a structured target setting process – measured at the end of each financial year as described hereafter.

b1) Cash Bonus

The performance-related Cash Bonus depends on the achievement of a set of targets structured in Target Categories. The performance-related Cash Bonus Target (this corresponds to 100% target achievement) for Executive Group Management Members is defined on an individual basis and corresponds to a ratio to the Basic Salary of 50% for the CEO and a ratio between 20% and 50% for all other Executive Group Management Members.

The Target Categories and the weighting of the Target Categories is set as follows:

| Target Category | Group Financial Targets | Individual Targets | Leadership Factor |
|-------------------|-------------------------|--------------------|-------------------|
| CEO | 60% | 20% | 20% |
| Other EGM Members | 40%-60% | 20%-40% | 20% |

Every year, the Board of Directors sets in advance three weighted **Group Financial Targets** which are applicable for a one-year period. For the years 2024 and 2025, the Group Financial Targets were: Net sales, EBIT margin and net working capital (NWC).

The **Individual Targets** are three to five market segment or function-specific measurable management targets. These are set and weighted annually in a structured target-setting process, which ensures the four-eyes-principle, by the Chairman of the Board of Directors for the CEO, and by the CEO for Members of the Executive Group Management.

The Individual Targets of each Member of the Executive Group Management include at least one Environmental, Social and Governance (ESG) target. Taking into account the various aspects of ESG, HUBER+SUHNER deliberately relies on individual ESG targets for the Members of the Executive Group Management. The Board of Directors is convinced that the Members of the Executive Group Management can achieve the greatest impact on their respective business area and thus achieve a positive ESG-development most efficiently within the framework of their Individual Targets. For the completed financial year 2025, individual ESG targets for example aimed at (i) increasing the share of suppliers on ESG-platform, (ii) maintaining and improving existing ratings such as Silver rating from EcoVadis and the A- from CDP, (iii) fostering diversity, (iv) implementing corporate responsibility programs regarding products and solutions as well as (v) environmentally responsible packaging.

A **Leadership Factor** which assesses the performance regarding the implementation of HUBER+SUHNER's leadership principles, the cooperation and conduct, networking, market and customer focus as well as relevant contributions to the success of the Group beyond the defined bonus objectives. The Leadership Factor is also included in the calculation of the Cash Bonus and its setting and performance review is conducted annually in a structured process along with the Individual Targets.

The specific targets are considered confidential information and are therefore not disclosed. However, an ex-post performance assessment is provided in the section [Executive Group Management compensation 2025](#) below.

Failure to reach targets means that no bonus is paid out. Outperforming all targets may increase the Cash Bonus to a maximum of 150% of the agreed Cash Bonus Target. Payment is made following approval by the Annual General Meeting. The amount of the Cash Bonus is accrued in accordance with the accrual principle in the financial statements of the corresponding financial year.

b2) Long-Term Incentive (in the form of a variable number of shares)

As Long-Term Incentive the Members of the Executive Group Management receive a variable number of HUBER+SUHNER shares each year. The annual Target Number of Shares for the CEO is 4'000, and between 800 and 2'000 shares for other Executive Group Management Members. The number of shares effectively allotted annually (Target Number of Shares multiplied by a factor (Multiple) between 0.0 and 1.5) is determined by the Board of Directors according to the long-term business success, which is assessed based on the performance measures "Market Environment", "Strategy Implementation" and "Financial Position" including macro-economic indicators and benchmarking with relevant competitors as detailed in the table below.

Performance Measures

| | Market Environment | Strategy Implementation | Financial Position |
|----------------------------|---|--|---|
| Description | Assessment of the performance of HUBER+SUHNER in the completed year compared to the strategically important target markets and compared to benchmark companies. | Assessment of progress regarding the implementation of key strategic initiatives both from a Group perspective and in terms of the individual contribution of the Members of the Executive Committee compared to the targets set in the annual business planning cycle for a five-year period. | Assessment of the company's financial starting position and financial outlook. |
| Relevant KPIs | <ul style="list-style-type: none"> - Organic sales growth rates compared to the target markets and benchmark companies - Development of profitability compared to the target markets and benchmark companies | <ul style="list-style-type: none"> - Sales growth - Gross margin development - Progress achieved on key strategic action plans | Development of: <ul style="list-style-type: none"> - Free operating cash flow - Return on invested capital - Liquidity situation - Forward-looking financial planning |
| Rationale | Relative external measure. Demonstrates HUBER+SUHNER's business performance compared to the target markets and/or benchmark companies. | Absolute internal measure. Demonstrates the multi-year performance and individual contribution regarding the company strategy implementation. | Absolute internal measure. Demonstrates the financial performance and the long-term financial sustainability of the company. |
| Weighting | Determined by the NCC and approved by the Board | | |
| Target level | Determined by the NCC and approved by the Board | | |
| Minimum / Maximum Multiple | 0.0 (0% of Target Number of Shares) / 1.5 (150% of Target Number of Shares) | | |
| Blocking period | Between 3 to 10 years | | |
| Achievement Levels | Objective not achieved = Multiple 0.0 Objective partly achieved = Multiple 0.25 / 0.50 or 0.75 Objective achieved = Multiple 1.0 Objective partially exceeded = Multiple 1.25 Objective exceeded = Multiple 1.5 | | |

The detailed target levels for the KPIs are considered confidential information and are therefore not disclosed.

However, an ex-post performance assessment is provided in the section [Executive Group Management compensation 2025](#) below.

A blocking period of at least three years applies for the allocated shares. The share blocking periods are not rescinded on the resignation of the Member concerned.

The Board of Directors deliberately opts for a method without vesting period as the assessment of the Long-Term Incentive is based on a comprehensive analysis of all factors over a period of several years and against an approved five-year plan.

A detailed analysis confirmed that the average holding period of allocated shares for the current Members of the Executive Group Management is more than twice the defined minimum blocking period of three years. This emphasises clearly the long-term nature of compensation in the form of shares and confirms the alignment of the interests of the Executive Group Management with those of the shareholders.

The shares are only effectively allocated following approval by the Annual General Meeting. The market value of the shares is accrued in accordance with the accrual principle in the financial statements of the corresponding financial year.

c) Pension and other social security benefits

The employer's obligatory contributions to social security and accident insurance schemes and regulatory contributions to pensions from the compensations paid to the Members of the Executive Group Management are borne by the company. The Swiss system defines a portion of the pension and social security contribution to be paid by the employee. The employee's contribution to social security and pensions are deducted from the employee's gross salary.

Additional information

The Executive Group Management Members' employment contracts provide for a notice period of six months; under certain circumstances, this may be extended to a maximum of twelve months by the employer. If the employment relationship is terminated by notice, the person entitled to compensation loses his eligibility for the Long-Term Incentive in the form of shares for the current financial year, except if otherwise allocated by the Board of Directors. All other entitlements remain in force on a pro-rata basis.

Executive Group Management Members receive an expense allowance for effective minor expenses as per the expenses policy approved by the appropriate tax authorities.

The Board of Directors can approve additional fixed compensation for Executive Group Management Members who are appointed after the Annual General Meeting. In this case, the total amount of approved fixed compensation for Executive Group Management Members may be increased by a maximum of 20% per new Executive Group Management Member and by 40% if a new CEO is appointed.

4 Determining method and approval

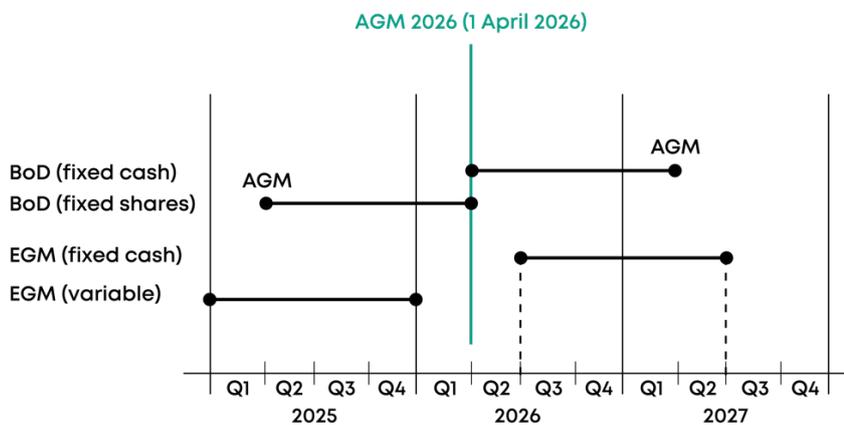
At the request of the Nomination and Compensation Committee, the Board of Directors determines in March the compensation for both Board and Executive Group Management Members. In addition, the previous financial year's target attainment (Group Financial Targets, Individual Targets, Leadership Factor as well as the share allocation multiple) for Executive Group Management Members is assessed and set by the Board of Directors, as proposed by the Nomination and Compensation Committee.

All Members are present when the Board of Directors determines compensation for Board Members; there are no special rules of abstention. The CEO is present when determining compensation for Executive Group Management Members, unless his own target attainment is under review or his compensation is under discussion.

The compensation is subject to approval by the Annual General Meeting. The Annual General Meeting grants final approval of the maximum compensation for the Board of Directors (BoD) and the Executive Group Management (EGM), as follows:

- total amount of fixed aggregate compensation in cash of the Board of Directors for the one-year term from the current Annual General Meeting until the conclusion of the next Annual General Meeting (prospective);
- compensation in form of a fixed number of shares for the Board of Directors for the one-year term of office expiring at the current Annual General Meeting (retrospective);
- total amount of fixed aggregate compensation in cash to the Executive Group Management for the period from 1 July of the ongoing year to 30 June of the following year (prospective);
- total amount of variable compensations for the Executive Group Management (i.e. Cash Bonus and Long-Term Incentive in form of shares) for the completed financial year (retrospective).

Compensation vote at the 2026 AGM



5 Compensation for the Members of the Board of Directors and Executive Group Management for financial year 2025

Board of Directors compensation 2025

The Board of Directors compensation consists of a fixed compensation in cash and in the form of a fixed number of shares as shown in [Section 2.1](#) above.

In 2025, the Board of Directors consisted of eight Members. The Members of the Board of Directors received TCHF 915 as fixed compensation in cash for the financial year under review (previous year: TCHF 915). A long-term oriented compensation in form of a fixed number of shares amounting to TCHF 1'109/8'000 shares (previous year: TCHF 650/8'000 shares) was also awarded. Details are provided in the table below. No compensation was paid to former Members of the Board of Directors.

Total compensation for Members of the Board of Directors for the reporting year amounted to TCHF 2'024 (previous year: TCHF 1'565).

Compensation for the Board of Directors

| (BoD) | | Cash-based compensation ¹⁾ | | Share-based compensation ²⁾ | | Total compensation | | Number of allotted shares | |
|-------------------------------|---------------------------|---------------------------------------|------------|--|------------|--------------------|--------------|---------------------------|--------------|
| | | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| TCHF | | | | | | | | | |
| Urs Kaufmann ^{a)} | | | | | | | | | |
| | Chairman | 287 | 287 | 283 | 166 | 570 | 453 | 2'000 | 2'000 |
| | Deputy | | | | | | | | |
| | Beat Kälin ^{b)} | | | | | | | | |
| | Chairman | 114 | 114 | 170 | 100 | 284 | 214 | 1'200 | 1'200 |
| | Marina Bill ^{c)} | | | | | | | | |
| | Member | 91 | 91 | 113 | 66 | 204 | 157 | 800 | 800 |
| Monika Bütler ^{d)} | | | | | | | | | |
| | Member | 91 | 91 | 113 | 66 | 204 | 157 | 800 | 800 |
| Kerstin Günther ^{e)} | | | | | | | | | |
| | Member | 91 | 91 | 113 | 66 | 204 | 157 | 800 | 800 |
| Rolf Seiffert | | | | | | | | | |
| | Member | 70 | 70 | 102 | 60 | 172 | 130 | 800 | 800 |
| Franz Studer ^{f)} | | | | | | | | | |
| | Member | 80 | 80 | 102 | 60 | 182 | 140 | 800 | 800 |
| Jörg Walther ^{h)} | | | | | | | | | |
| | Member | 91 | 91 | 113 | 66 | 204 | 157 | 800 | 800 |
| Total | | 915 | 915 | 1'109 | 650 | 2'024 | 1'565 | 8'000 | 8'000 |

¹⁾ The Chairman receives a fixed contractual amount including social security/accident insurance scheme/pension fund contributions. All other Members receive a basic remuneration and an extra post allowance including social security contributions (if applicable). A maximum fixed compensation has been approved in previous Annual General Meetings.

²⁾ Share-based compensation is calculated at a share price of CHF 73.90 (for the part of the allocation approved by the Annual General Meeting 2025) (previous year: CHF 75.50) and at CHF 144.80 (as of year-end 2025) (previous year CHF 74.20) for the outstanding amount including social security. Outstanding shares are transferred in the following financial year, subject to approval by the Annual General Meeting.

^{a)} Chairman

^{b)} Deputy Chairman and NCC Member

^{c)} NCC Member

^{d)} NCC Chairwoman

^{e)} AC Member

^{f)} AC Member

^{g)} Dr. Franz Studer is the Managing Director of EGS Beteiligungen AG, a significant shareholder of HUBER+SUHNER AG. His compensation, including cash payments and allocations of shares is made directly to his employer EGS Beteiligungen AG

^{h)} AC Chairman

No loans have been granted to current or former Board members. In addition, no compensation, loans or credit have been granted to related parties of the Board of Directors.

In accordance with Article 734d of the Swiss Code of Obligations (OR), shareholdings in the company by Members of Board of Directors are as follows:

Shareholdings of Board of Directors

| (Number of shares at 31 December 2025) | | Own shares | Shares of close family members | Total shares | Of which non-restricted shares | Of which restricted shares ²⁾ | Total share of votes ³⁾ |
|--|-----------------|----------------|--------------------------------|----------------|--------------------------------|--|------------------------------------|
| Urs Kaufmann | Chairman | 97'200 | 400 | 97'600 | 66'600 | 31'000 | 0.53% |
| Beat Kälin | Deputy Chairman | 29'300 | - | 29'300 | 18'500 | 10'800 | 0.16% |
| Monika Bütler | Member | 9'200 | - | 9'200 | 6'000 | 3'200 | < 0.10% |
| Rolf Seiffert | Member | 16'633 | - | 16'633 | 14'233 | 2'400 | < 0.10% |
| Jörg Walther | Member | 4'700 | - | 4'700 | 300 | 4'400 | < 0.10% |
| Franz Studer ¹⁾ | Member | - | - | - | - | - | - |
| Marina Bill | Member | 1'600 | - | 1'600 | - | 1'600 | < 0.10% |
| Kerstin Günther | Member | 1'600 | - | 1'600 | - | 1'600 | < 0.10% |
| Total shareholdings BoD 2025 | | 160'233 | 400 | 160'633 | 105'633 | 55'000 | 0.87% |

Shareholdings of Board of Directors

| (Number of shares at 31 December 2024) | | Own shares | Shares of close family members | Total shares | Of which non-restricted shares | Of which restricted shares ²⁾ | Total share of votes ³⁾ |
|--|-----------------|----------------|--------------------------------|----------------|--------------------------------|--|------------------------------------|
| Urs Kaufmann | Chairman | 95'200 | 400 | 95'600 | 60'600 | 35'000 | 0.52% |
| Beat Kälin | Deputy Chairman | 28'100 | - | 28'100 | 18'500 | 9'600 | 0.15% |
| Monika Bütler | Member | 8'400 | - | 8'400 | 6'000 | 2'400 | < 0.10% |
| Rolf Seiffert | Member | 15'833 | - | 15'833 | 13'433 | 2'400 | < 0.10% |
| Jörg Walther | Member | 8'400 | - | 8'400 | 3'600 | 4'800 | < 0.10% |
| Franz Studer ¹⁾ | Member | - | - | - | - | - | - |
| Marina Bill | Member | 800 | - | 800 | - | 800 | < 0.10% |
| Kerstin Günther | Member | 800 | - | 800 | - | 800 | < 0.10% |
| Total shareholdings BoD 2024 | | 157'533 | 400 | 157'933 | 102'133 | 55'800 | 0.86% |

¹⁾ The figures stated do not include the participation of EGS Beteiligungen AG, where F. Studer is the Managing Director.

²⁾ Shares with remaining lock-in periods of up to ten years

³⁾ Shares in % of shares entitled to a dividend

Executive Group Management compensation 2025

The Board of Directors determined the achievement level respectively the payout factor for the variable compensation of the Executive Group Management for financial year 2025 in its March 2026 meeting. The assessment was based on the criteria as defined under [chapter 3](#), section b) above.

Achievement level for the Cash Bonus 2025

To determine the achievement level of the **Group Financial Targets** for the Cash Bonus 2025, the values are neutralised for currency, copper and Merger and Acquisition (M&A) effects. After these corrections the Group achieved the following values: Net sales of MCHF 876, EBIT margin of 10.8% and net working capital (NWC) of 32.8%. This represents an achievement level as per table below.

Achievement level of the Group Financial Targets*

| | 2025 | 2024 |
|-----------|------|------|
| Net sales | +/- | +/- |
| EBIT | +/- | +/- |
| NWC | ++ | +/- |

* (++) objective exceeded: 150 %
 (+/-) objective achieved: 100 %
 (--) objective partially achieved: 50 %
 (0) objective not achieved: 0 %

The achievement level of the **Individual Targets** (including the individual ESG targets) and the individual **Leadership Factor** relevant for the variable Cash Bonus in 2025 ranges from 88% to 122% (previous year: 83% to 104%).

Achievement level for the Long-Term Incentive 2025**Achievement level of relevant Performance measures***

| | 2025 | 2024 |
|-------------------------|------|------|
| Market environment | - | ++ |
| Strategy implementation | + | - |
| Financial situation | +/- | +/- |
| Multiple* | 1.0 | 1.25 |

* Calculation:
 ++ = 150 %, + = 125 %, +/- = 100 %, - = 75 %, -- = 50 %, --- = 25 %, 0 = 0 %

The achievement level in the table above corresponds to the performance against the Group long-term objectives. Due to the consideration of a few individual aspects within the KPIs, there may be variances between the different Members of the Executive Group Management.

Based on the above assessment, that emphasizes the progress regarding strategy implementation and solid financial position within the last year, the multiple (payout factor) for the LTI evaluation 2025 was set at 1.0 for all Members of the Executive Group Management.

Compensation of the Executive Group Management 2025

The Executive Group Management Members received a fixed compensation in cash of TCHF 2'723 for the year under review (previous year: TCHF 2'588). Subject to approval by the Annual General Meeting, Executive Group Management will be awarded based on the target achievement level for the financial year 2025 a variable compensation of TCHF 2'660 (previous year: TCHF 2'001). This comprises a Cash Bonus and a share-based compensation (LTI). Details are provided in the table below.

After stepping down from the EGM as of December 31, 2024, former CFO Ivo Wechsler provided transitional services between January 1, 2025, and March 31, 2025, to ensure a structured and professional handover of operational responsibilities and strategic projects to his successor. For this assignment, he received a contractually agreed fixed compensation in cash. No other compensation was paid to former Executive Group Management Members.

Total compensation for the Executive Group Management for the year under review was TCHF 5'383 (previous year: TCHF 4'589). In 2025, the total compensation overall increased by 17.3%. In order to compare total compensation for the Executive Group Management of the reporting period with 2024, one has to consider:

- The year-end share price, which serves as the basis for the calculation of the share based payment, was CHF 144.80 (previous year: CHF 74.20).
- The variable compensation was higher than in the previous year (as shown in the table below) due to the higher target achievement levels.
- A pro rata compensation for transitional services by former CFO Ivo Wechsler between January and March 2025 is included.

Compensation for Executive Group Management

| TCHF | Highest individual compensation ¹⁾ | | Total Executive Group Management ²⁾ | |
|--|---|--------------|--|---------------------------|
| | 2025 | 2024 | 2025 | 2024 |
| Basic salary ³⁾ | 576 | 567 | 2'146 | 2'031 |
| Contributions to social security and pension funds on fixed compensation | 165 | 164 | 577 | 557 |
| Total fixed compensation | 741 | 731 | 2'723⁵⁾ | 2'588⁶⁾ |
| Variable compensation in cash | 314 | 280 | 837 | 781 |
| Share-based compensation ⁴⁾ | 579 | 371 | 1'651 | 1'094 |
| Contributions to social security on variable compensation | 71 | 50 | 172 | 126 |
| Total variable compensation | 964 | 701 | 2'660 | 2'001 |
| Total compensation | 1'705 | 1'432 | 5'383⁷⁾ | 4'589⁸⁾ |
| Number of allotted shares | 4'000 | 5'000 | 11'400 | 14'750 |

¹⁾ Urs Ryffel, CEO

²⁾ The Executive Group Management consists of six Members

³⁾ Including allowances

⁴⁾ Based on the year-end share price of CHF 144.80 (previous year: CHF 74.20). Shares are transferred in the following financial year, subject to approval by the Annual General Meeting.

⁵⁾ Represents (a) full year fixed compensation of six Executive Group Management Members and (b) a pro rata fixed compensation of the former CFO, Ivo Wechsler, for the provision of transitional services from January 1, 2025 to March 31, 2025.

⁶⁾ Represents full year fixed compensation of six Executive Group Management Members.

⁷⁾ Represents (a) full year total compensation of six Executive Group Management Members and (b) a pro rata fixed compensation of the former CFO, Ivo Wechsler, for the provision of transitional services from January 1, 2025 to March 31, 2025.

⁸⁾ Represents full year total compensation of six Executive Group Management Members.

No loans or credits have been granted to current or former Executive Group Management Members. In addition, no compensation or loans have been granted to related parties of the Executive Group Management.

In accordance with Article 734d of the Swiss Code of Obligations (OR), shareholdings in the company by Members of Executive Group Management are as follows:

Shareholdings of Executive Group Management

| (Number of shares at 31 December 2025) | | Own shares | Shares of close family members | Total shares | Of which non-restricted shares | Of which restricted shares ¹⁾ | Total share of votes ²⁾ |
|--|---------------|---------------|--------------------------------|---------------|--------------------------------|--|------------------------------------|
| Urs Ryffel | CEO | 52'100 | - | 52'100 | 39'100 | 13'000 | 0.28% |
| Reto Bolt | Member | 19'280 | - | 19'280 | 10'080 | 9'200 | 0.10% |
| Richard Haemmerli ³⁾ | Member | - | - | - | - | - | - |
| Drew Nixon | Member | 7'200 | - | 7'200 | 2'000 | 5'200 | < 0.10% |
| Patricia Stolz | Member | 11'270 | - | 11'270 | 6'720 | 4'550 | < 0.10% |
| Jürgen Walter | Member | 5'600 | - | 5'600 | - | 5'600 | < 0.10% |
| Ivo Wechsler ³⁾ | Former Member | n.a. | n.a. | n.a. | n.a. | n.a. | n.a. |
| Total shareholdings EGM 2025 | | 95'450 | - | 95'450 | 57'900 | 37'550 | 0.52% |

Shareholdings of Executive Group Management

| (Number of shares at 31 December 2024) | | Own shares | Shares of close family members | Total shares | Of which non-restricted shares | Of which restricted shares ¹⁾ | Total share of votes ²⁾ |
|---|--------|-------------------|---------------------------------------|---------------------|---------------------------------------|---|---|
| Urs Ryffel | CEO | 47'100 | - | 47'100 | 34'100 | 13'000 | 0.26% |
| Reto Bolt | Member | 17'280 | - | 17'280 | 3'680 | 13'600 | < 0.10% |
| Richard Haemmerli ³⁾ | n.a. | n.a. | n.a. | n.a. | n.a. | n.a. | n.a. |
| Drew Nixon | Member | 15'530 | - | 15'530 | 10'330 | 5'200 | < 0.10% |
| Patricia Stolz | Member | 9'520 | - | 9'520 | 4'970 | 4'550 | < 0.10% |
| Jürgen Walter | Member | 3'600 | - | 3'600 | - | 3'600 | < 0.10% |
| Ivo Wechsler ³⁾ | Member | 18'800 | - | 18'800 | 9'600 | 9'200 | 0.10% |
| Total shareholdings EGM 2024 | | 111'830 | - | 111'830 | 62'680 | 49'150 | 0.61% |

¹⁾ Shares with remaining lock-in periods of up to ten years

²⁾ Shares in % of shares entitled to a dividend

³⁾ Ivo Wechsler stepped down from the Executive Group Management effective December 31, 2024 and was succeeded by Richard Haemmerli who was appointed CFO effective January 1, 2025

6 Management compensation compared to amounts approved by the Annual General Meetings 2024 and 2025

The tables below provide a comparison of the actual amounts in the reporting year to the respective amounts approved by the Annual General Meeting.

Board of Directors

| | Cash based compensation Board of Directors 1 April 2024 - 31 March 2025 ¹⁾ | | Share based compensation Board of Directors 1 April 2024 - 31 March 2025 ²⁾ | | |
|--|--|------------|---|---|------------|
| | Approved Maximum as applied for | Actual | Approved Maximum as applied for | Approved Maximum based on share price as of allotment date | Actual |
| Cash, in CHF 1'000 | 811 | 811 | 0 | 0 | 0 |
| Number of shares | 0 | 0 | 8'000 | 8'000 | 8'000 |
| Share-based compensation in CHF 1'000 ³⁾ | 0 | 0 | 627 | 591 | 591 |
| Social security, pension and rounding up in CHF 1'000 | 189 | 103 | 73 | 51 | 51 |
| Total | 1'000 | 914 | 700 | 642 | 642 |

Executive Group Management

| | Fixed compensation EGM 1 July 2024 - 30 June 2025 ¹⁾ | | Variable compensation EGM 1 January 2024 - 31 December 2024 ²⁾ | | |
|--|--|----------------------|--|---|--------------|
| | Approved Maximum as applied for | Actual ⁴⁾ | Approved Maximum as applied for | Approved Maximum based on share price as of allotment date | Actual |
| Cash, in CHF 1'000 | 2'282 | 2'158 | 781 | 781 | 781 |
| Number of shares | 0 | 0 | 14'750 | 14'750 | 14'750 |
| Share-based compensation in CHF 1'000 ³⁾ | 0 | 0 | 1'156 | 1'090 | 1'090 |
| Social security, pension and rounding up in CHF 1'000 | 818 | 571 | 163 | 125 | 125 |
| Total | 3'100 | 2'729 | 2'100 | 1'996 | 1'996 |

¹⁾ According to AGM Agenda 2024

²⁾ According to AGM Agenda 2025

³⁾ Share price 78.40 (average 5 days before the NCC meeting of 19 February 2025) compared to share price 73.90 as of 2 April 2025 (allotment date)

⁴⁾ Represents (a) full year fixed compensation of six Executive Group Management Members and (b) a pro rata fixed compensation of the former CFO, Ivo Wechsler, for the provision of transitional services from January 1, 2025 to March 31, 2025

7 Functions held by Members of the Board of Directors and Members of the Executive Group Management in other companies as of 31 December 2025

Members of the Board of Directors

Urs Kaufmann

- Bucher Industries AG**, Niederweningen (CH): Chairman of the Board of Directors
- SFS Group AG**, Heerbrugg (CH): Vice-Chairman of the Board of Directors
- Müller Martini Holding AG, Hergiswil (CH): Member of the Board of Directors

Dr. Beat Kälin

- Komax Holding AG**, Dierikon (CH): Member of the Board of Directors
- CabTec Holding AG, Rotkreuz (CH): Member of the Board of Directors

Marina Bill

- Piab AB, Danderyd (SE): Member of the Board of Directors
- IFR (International Federation of Robotics), Frankfurt am Main (D): Vice President and Member of the Board

Prof. Dr. Monika Büttler

- AC Immune SA**, Lausanne (CH): Vice Chair of the Board of Directors
- Schindler Holding Ltd.**, Hergiswil (CH): Member of the Board of Directors
- Swiss Life Holding AG** and Swiss Life AG, Zurich (CH): Member of the Board of Directors
- Gebert RUF Stiftung, Zurich (CH): Vice President of the Foundation Board

Kerstin Günther

- None

Rolf Seiffert

- AlpRail GmbH, Gais (CH): CEO

Dr. Franz Studer

- EGS Beteiligungen AG*, Zurich (CH): Managing Director
- Kantonsspital Winterthur, Winterthur (CH): Chairman of the Board of Directors
- FAES AG, Wollerau (CH): Member of the Board of Directors
- Roth Gerüste AG, Gerlafingen (CH): Member of the Board of Directors
- Sensirion Holding AG** and Sensirion AG, Stäfa (CH): Member of the Board of Directors
- DV Bern AG, Bern (CH): Member of the Board of Directors
- Serto Holding AG, Serto Group AG and Serto AG, Frauenfeld (CH): Member of the Board of Directors

*Significant shareholder at HUBER+SUHNER AG

Jörg Walther

- Schärer Attorneys at Law, Aarau (CH): Partner
- Zehnder Group AG**, Gränichen (CH): Vice-Chairman of the Board of Directors
- AEW Energie AG, Aarau (CH): Vice-Chairman of the Board of Directors
- SFS Group AG**, Heerbrugg (CH): Member of the Board of Directors
- Kraftwerk Augst AG, Augst (CH): Vice-Chairman of the Board of Directors
- Immobilien AEW AG, Aarau (CH): Vice-Chairman of the Board of Directors
- Apotheke im Stadtspital Zurich AG, Zurich (CH): Member of the Board of Directors
- Aare-Apotheke Rombach AG, Rombach (CH): Member of the Board of Directors
- swissVR, Rotkreuz (CH): Member of the Executive Board

Members of the Executive Group Management**Urs Ryffel**

- Vetropack Holding AG**, Bülach (CH); Member of the Board of Directors
- Bergbahnen Scuol AG, Scuol (CH): Member of the Board of Directors
- SMG, Swiss Management Association, Zurich (CH): Member of the Board
- Swissmem, Zurich (CH): Member of the Board

Reto Bolt

- Mosmatic AG, Neckertal (CH): Member of the Board of Directors
- Kistler Holding AG, Winterthur (CH): Member of the Board of Directors

Richard Haemmerli

- None

Drew Nixon

- None

Patricia Stolz

- Raiffeisenbank Mittelthurgau, Weinfelden (CH): Member of the Board of Directors

Jürgen Walter

- None

** listed company

Functions held by Members of the Board of Directors and Members of the Executive Group Management in other companies as of 31 December 2024 are disclosed in previous years' [compensation report Section 5, p. 65 et seq.](#)



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To the General Meeting of
Huber+Suhner AG, Herisau

Basle, 4 March 2026

Report of the statutory auditor on the audit of the compensation report



Opinion

We have audited the compensation report of HUBER+SUHNER AG (the Company) for the year ended 31 December 2025. The audit was limited to the information pursuant to Art. 734a-734f of the Swiss Code of Obligations (CO) in the tables on page 57 to 64 of the compensation report.

In our opinion, the information pursuant to Art. 734a-734f CO in the compensation report complies with Swiss law and the Company's articles of incorporation.



Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the compensation report" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the tables on page 57 to 64 in the compensation report, the HUBER+SUHNER Group Financial Statements, the Financial Statements of HUBER+SUHNER AG and our auditor's reports thereon.

Our opinion on the compensation report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the compensation report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the audited financial information in the compensation report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Board of Directors' responsibilities for the compensation report

The Board of Directors is responsible for the preparation of a compensation report in accordance with the provisions of Swiss law and the Company's articles of incorporation, and



for such internal control as the Board of Directors determines is necessary to enable the preparation of a compensation report that is free from material misstatement, whether due to fraud or error. It is also responsible for designing the compensation system and defining individual compensation packages.



Auditor's responsibilities for the audit of the compensation report

Our objectives are to obtain reasonable assurance about whether the information pursuant to Art. 734a-734f CO is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this compensation report.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement in the compensation 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 opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert

Financial Report

HUBER+SUHNER Group Financial Statements

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Key Figures

Group

| in CHF million | 2025 | 2024 | Change |
|---|---------|---------|--------|
| Order intake | 1'032.0 | 908.0 | 13.7% |
| Order backlog as of 31.12. | 432.2 | 291.0 | 48.5% |
| Net sales | 864.1 | 893.9 | (3.3%) |
| Gross margin | 37.9% | 35.4% | |
| EBITDA | 128.9 | 122.6 | 5.1% |
| as % of net sales | 14.9% | 13.7% | |
| EBIT | 90.8 | 86.6 | 4.9% |
| as % of net sales | 10.5% | 9.7% | |
| Financial result | (1.0) | (0.8) | n/m |
| Net income | 74.9 | 72.3 | 3.6% |
| as % of net sales | 8.7% | 8.1% | |
| Purchases of PP&E and intangible assets | 55.5 | 44.7 | 24.2% |
| Cash flow from operating activities | 127.4 | 90.2 | 41.2% |
| Free operating cash flow | 69.5 | 53.4 | 30.2% |
| Net liquidity as of 31.12. | 211.1 | 184.1 | 14.7% |
| Return on invested capital (ROIC) in % | 17.1% | 16.8% | |
| Equity as of 31.12. | 674.6 | 656.5 | 2.8% |
| as % of balance sheet total | 77.9% | 73.8% | |
| Employees as of 31.12. | 4'224 | 3'975 | 6.3% |
| Market capitalisation as of 31.12. | 2'672.8 | 1'369.2 | 95.2% |

n/m = not meaningful

Data per share

| in CHF | 2025 | 2024 | Change |
|---------------------------------|--------------------|-------|--------|
| Stock market price as of 31.12. | 144.80 | 74.20 | 95.1% |
| Net income | 4.03 | 3.87 | 4.2% |
| Dividend | 2.00 ¹⁾ | 1.90 | 5.3% |

¹⁾ Proposed dividend

Segment information

| in CHF million | | 2025 | 2024 | Change |
|----------------|-------------------|-------|-------|---------|
| Industry | Order intake | 355.7 | 306.1 | 16.2% |
| | Net sales | 325.2 | 276.7 | 17.5% |
| | EBIT | 58.4 | 47.0 | 24.2% |
| | as % of net sales | 18.0% | 17.0% | |
| Communication | Order intake | 418.3 | 343.2 | 21.9% |
| | Net sales | 274.4 | 353.6 | (22.4%) |
| | EBIT | 21.6 | 28.7 | (24.8%) |
| | as % of net sales | 7.9% | 8.1% | |
| Transportation | Order intake | 258.0 | 258.7 | (0.3%) |
| | Net sales | 264.5 | 263.6 | 0.3% |
| | EBIT | 21.0 | 19.1 | 9.9% |
| | as % of net sales | 8.0% | 7.3% | |

Consolidated Income Statement

| in CHF 1'000 | Notes | 2025 | % | 2024 | % |
|---|-------|--------------------|-------------|----------------|-------------|
| Net sales | 5 | 864'129 | 100.0 | 893'874 | 100.0 |
| Cost of goods sold | | (536'747) | | (577'726) | |
| Gross profit | | 327'382 | 37.9 | 316'148 | 35.4 |
| Selling expense | | (126'158) | | (127'044) | |
| Administrative expense | | (54'131) | | (49'297) | |
| Research and development expense | | (61'521) | | (56'164) | |
| Other operating expense | | (654) | | (634) | |
| Other operating income | 6 | 5'924 | | 3'610 | |
| Operating profit (EBIT) | 5 | 90'842 | 10.5 | 86'619 | 9.7 |
| Financial result | 7 | (1'008) | | (834) | |
| Income before taxes | | 89'834 | 10.4 | 85'785 | 9.6 |
| Income taxes | 8 | (14'963) | | (13'511) | |
| Net income | | 74'871 | 8.7 | 72'274 | 8.1 |
| Attributable to shareholders of HUBER+SUHNER AG | | 74'349 | | 71'383 | |
| Attributable to minority interests | | 522 | | 891 | |
| Data per share | | | | | |
| in CHF | Notes | 2025 | | 2024 | |
| Undiluted / diluted earnings per share | 29 | 4.03 | | 3.87 | |
| Dividend | | 2.00 ¹⁾ | | 1.90 | |

¹⁾ Proposed dividend

The notes are an integral part of the consolidated financial statements.

Consolidated Balance Sheet

| in CHF 1'000 | Notes | 31.12.2025 | % | 31.12.2024 | % |
|---|-------|----------------|--------------|----------------|--------------|
| Assets | | | | | |
| Cash and cash equivalents | 15 | 211'124 | | 174'133 | |
| Marketable securities | 16 | – | | 10'000 | |
| Trade receivables | 17 | 140'505 | | 210'522 | |
| Other short-term receivables | 18 | 21'740 | | 23'590 | |
| Inventories | 19 | 165'293 | | 155'433 | |
| Accrued income | | 9'374 | | 7'290 | |
| Current assets | | 548'036 | 63.2 | 580'968 | 65.3 |
| Property, plant and equipment | 21 | 244'483 | | 233'591 | |
| Intangible assets | 22 | 33'901 | | 31'626 | |
| Financial assets | 23 | 26'102 | | 25'103 | |
| Deferred tax assets | 27 | 14'031 | | 17'872 | |
| Non-current assets | | 318'517 | 36.8 | 308'192 | 34.7 |
| Assets | | 866'553 | 100.0 | 889'160 | 100.0 |
| Liabilities and equity | | | | | |
| Trade payables | 24 | 72'265 | | 113'611 | |
| Other short-term liabilities | 25 | 53'599 | | 57'235 | |
| Short-term provisions | 26 | 15'582 | | 11'913 | |
| Accrued liabilities | | 18'683 | | 18'279 | |
| Current liabilities | | 160'129 | 18.5 | 201'038 | 22.6 |
| Other long-term liabilities | | 1'936 | | 2'222 | |
| Long-term provisions | 26 | 7'442 | | 7'630 | |
| Deferred tax liabilities | 27 | 22'406 | | 21'748 | |
| Non-current liabilities | | 31'784 | 3.6 | 31'600 | 3.6 |
| Liabilities | | 191'913 | 22.1 | 232'638 | 26.2 |
| Share capital ¹⁾ | 28 | 4'798 | | 4'798 | |
| Capital reserves ¹⁾ | | (47'603) | | (47'524) | |
| Treasury shares ¹⁾ | | (1'002) | | (930) | |
| Retained earnings | | 716'987 | | 697'238 | |
| Equity attributable to shareholders of HUBER+SUHNER AG | | 673'180 | 77.7 | 653'582 | 73.5 |
| Minority interests | | 1'460 | 0.2 | 2'940 | 0.3 |
| Total equity | | 674'640 | 77.9 | 656'522 | 73.8 |
| Liabilities and equity | | 866'553 | 100.0 | 889'160 | 100.0 |

¹⁾ See [footnote 2\)](#) at the end of the Consolidated Statement of Equity.

The notes are an integral part of the consolidated financial statements.

Consolidated Cash Flow Statement

| in CHF 1'000 | Notes | 2025 | 2024 |
|---|-------|-----------------|-----------------|
| Net income | | 74'871 | 72'274 |
| Income taxes | | 14'963 | 13'511 |
| Depreciation of property, plant and equipment and intangible assets | 13 | 38'015 | 35'985 |
| Other non-cash items | | 5'308 | (5'247) |
| Loss/profit from the disposal of property, plant and equipment | | (13) | (219) |
| Change in trade receivables | | 52'771 | (76'400) |
| Change in inventories | | (16'000) | 10'006 |
| Change in other receivables and accrued income | | (4'752) | (6'779) |
| Change in trade payables | | (34'326) | 51'930 |
| Change in other liabilities and accrued liabilities | | 7'030 | 6'311 |
| Change in provisions | | 3'970 | 2'001 |
| Income tax paid | | (14'324) | (13'107) |
| Interest paid | | (123) | (75) |
| Cash flow from operating activities | | 127'390 | 90'191 |
| Purchases of property, plant and equipment | 21 | (48'657) | (32'321) |
| Proceeds from sale of property, plant and equipment | 21 | 279 | 279 |
| Purchases of intangible assets | 22 | (8'969) | (7'025) |
| Purchases and disposals of financial assets | | 36 | (30) |
| Purchases and sales of marketable securities | 16 | 10'000 | 45'000 |
| Interest received | | 1'841 | 2'274 |
| Cash outflow from acquisitions and disposals | 3 | (2'410) | – |
| Cash flow from investing activities | | (47'880) | 8'177 |
| Payment of dividend | | (35'080) | (31'388) |
| Payment of dividend to minority interests | | (872) | (447) |
| Purchase of treasury shares | | (2'260) | (1'640) |
| Cash flow from financing activities | | (38'212) | (33'475) |
| Effect of exchange rate changes on cash | | (4'307) | 1'140 |
| Net change in cash and cash equivalents | | 36'991 | 66'033 |
| Cash and cash equivalents at beginning of year | | 174'133 | 108'100 |
| Cash and cash equivalents at end of year | 15 | 211'124 | 174'133 |
| Net change in cash and cash equivalents | | 36'991 | 66'033 |
| Included in the cash flow from investing activities | | | |
| Government grants related to property, plant and equipment | | 33 | 119 |

The notes are an integral part of the consolidated financial statements.

Consolidated Statement of Equity

| in CHF 1'000 | Share capital ¹⁾ | Capital reserves | Treasury shares | Other retained earnings | Goodwill offset | Transla- tion dif- ferences | Retained earnings | Equity attribut- able to share- holders of H+S AG | Minority interests | Total equity |
|--|--------------------------------|---------------------|--------------------|-------------------------------|--------------------|-----------------------------------|----------------------|---|-----------------------|-----------------|
| Balance at 1.1.2024 | 5'050 | 33'478 | (82'379) | 858'525 | (146'703) | (60'825) | 650'997 | 607'146 | 2'483 | 609'629 |
| Net income | – | – | – | 71'383 | – | – | 71'383 | 71'383 | 891 | 72'274 |
| Dividend paid | – | – | – | (31'388) | – | – | (31'388) | (31'388) | (447) | (31'835) |
| Capital reduction ²⁾ | (252) | (81'165) | 81'417 | – | – | – | – | – | – | – |
| Purchase of treasury shares | – | – | (1'640) | – | – | – | – | (1'640) | – | (1'640) |
| Share-based payment | – | 163 | 1'672 | (146) | – | – | (146) | 1'689 | – | 1'689 |
| Currency translation differences | – | – | – | – | – | 6'392 | 6'392 | 6'392 | 13 | 6'405 |
| Balance at 31.12.2024 | 4'798 | (47'524) | (930) | 898'374 | (146'703) | (54'433) | 697'238 | 653'582 | 2'940 | 656'522 |
| Purchase of minority interests ³⁾ | – | – | – | – | (1'241) | – | (1'241) | (1'241) | (1'252) | (2'493) |
| Net income | – | – | – | 74'349 | – | – | 74'349 | 74'349 | 522 | 74'871 |
| Dividend paid | – | – | – | (35'080) | – | – | (35'080) | (35'080) | (872) | (35'952) |
| Purchase of treasury shares | – | – | (2'260) | – | – | – | – | (2'260) | – | (2'260) |
| Share-based payment | – | (79) | 2'188 | 1'866 | – | – | 1'866 | 3'975 | – | 3'975 |
| Currency translation differences | – | – | – | – | – | (20'145) | (20'145) | (20'145) | 122 | (20'023) |
| Balance at 31.12.2025 | 4'798 | (47'603) | (1'002) | 939'509 | (147'944) | (74'578) | 716'987 | 673'180 | 1'460 | 674'640 |

¹⁾ See [note 28](#)

²⁾ Following approval by the Annual General Meeting on 27 March 2024, the shares acquired as part of the share buyback programme completed in March 2023 have been cancelled by means of a capital reduction. In total 1'010'000 treasury shares were purchased back at an average share price of CHF 80.61, amounting to CHF 81.4 million.

³⁾ See [note 3](#)

The notes are an integral part of the consolidated financial statements.

Notes to Group Financial Statements

1 General

These consolidated financial statements were approved by the Board of Directors on 4 March 2026 and released for publication on 10 March 2026. They are subject to the approval of the shareholders at the Annual General Meeting on 1 April 2026.

2 Accounting policies

2.1 Basis of preparation

The consolidated financial statements of the HUBER+SUHNER Group are based on the individual financial statements of the Group companies and were prepared in accordance with all of the existing guidelines of the accounting and reporting recommendations of Swiss GAAP FER. Unless otherwise stated in the consolidation and accounting policies, the consolidated financial statements have been prepared under the historical cost convention.

Due to rounding, numbers presented throughout this report may not add up precisely to the totals provided. All ratios and deltas are calculated using the underlying amount rather than the presented rounded amount.

The financial year-end date for HUBER+SUHNER AG, all Group companies and the Group financial statements is 31 December.

2.2 Scope and principles of consolidation

Investments in subsidiaries are included in the Group financial statements as follows:

- All subsidiaries which HUBER+SUHNER controls are fully consolidated. Control is usually presumed where the Group directly or indirectly owns more than 50% of the voting rights of the subsidiaries. All of the assets and liabilities as well as the income and expenses of these companies are fully included. Minority interests in the consolidated equity and net income are shown separately. All intercompany transactions and balances as well as intercompany profits in inventory and other assets are eliminated on consolidation.
- Those companies purchased during the reporting year are included in the consolidation as at the date on which control was effectively transferred. All previously recognised assets and liabilities as well as contingent liabilities of the company are valued from the date of transfer of control and at fair value. Companies which have been divested during the reporting year are included in the consolidated financial statements until the date on which control ceased.
- Joint ventures and investments with voting rights of between 20% and 50% are recognised using the equity method and with the proportionate equity share as at the balance sheet date. They are reported under financial assets in the balance sheet and as joint ventures and investments in the notes. Using the equity method, the proportional share of net income is shown as income (expense) in the consolidated income statement.
- Capital consolidation is based on the purchase method (acquisition method). The net assets acquired are revalued at the acquisition date and compared with the purchase price; only previously recognised assets are revalued. Any resulting goodwill is directly offset against equity. This approach is used for both positive and negative goodwill. If parts of the purchase price are dependent on future results, they are estimated as accurately as possible at the date of acquisition and recognised in the balance sheet. In the event of disparities the goodwill offset in equity is adjusted accordingly.
- Acquired intangible assets which are relevant to the decision to obtain control are identified, recognised and amortised over the useful life (Swiss GAAP FER 30, 14). The remaining goodwill or badwill are offset as in the past against equity (Swiss GAAP FER 30, 15 and 19).

2.3 Foreign currency translation

Functional and presentation currency

The consolidated financial statements are prepared in Swiss francs (CHF). CHF is the Group's presentation currency and, unless stated otherwise, the information is given in CHF 1'000 (TCHF).

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Group companies

The results and financial position of all the Group entities with a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities, for each balance sheet, are translated at the closing rate on the balance sheet date;
- income and expenses, for each income statement, are translated at average exchange rates of the period;
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, profit and loss are not affected by exchange differences arising from the translation of the net investment in foreign operations and of borrowings and other currency instruments which are designated as hedges of such investments.

2.4 Cash and cash equivalents

Cash and cash equivalents include cash on hand, postal and bank accounts, cheques and term deposits with an original maturity of three months or less. Cash and cash equivalents are stated at nominal value.

2.5 Marketable securities

Marketable securities are short-term investments in readily realisable notes, bonds, quoted shares and term deposits, which are traded in liquid markets. Marketable securities are stated at fair value. Term deposits are stated at nominal value.

2.6 Trade receivables and other short-term receivables

Trade receivables and other short-term receivables are valued at nominal value less provision for doubtful trade receivables, if any. Indications for provisions for doubtful trade receivables are substantial financial problems on the customer side, a declaration of bankruptcy or a material delay in payment.

2.7 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of goods comprises direct material and production costs and related production overheads. Borrowing costs are excluded. Early payment discounts are treated as a deduction of the purchase price. The inventory valuation is based on standard costs; these are verified annually. Slow-moving and obsolete stock that have insufficient inventory turnover are systematically value-adjusted, either partially or fully.

2.8 Property, plant and equipment

Property, plant and equipment are stated on the balance sheet at the purchased or manufactured cost less accumulated depreciation and impairment. Using the straight-line method, depreciation is charged over the estimated useful lives of the related assets. Investment properties (including undeveloped property) are held for the purposes of rental income and capital gains. They are valued at purchase cost less accumulated depreciation and impairment, and are depreciated over their estimated useful life (20 to 40 years) using the straight-line method. Land is not depreciated. Assets under construction are not depreciated. Depreciation starts once the asset is available for use.

| Asset category | Useful life in years |
|-----------------------------------|----------------------|
| Land | not depreciated |
| Buildings | 20-40 years |
| Technical equipment and machinery | 5-15 years |
| Leasehold improvements | 5-10 years |
| Office furniture and fixtures | 3-5 years |
| IT hardware | 3-5 years |
| Other equipment | 3-7 years |

2.9 Intangible assets

Software

Acquired computer software and other intangible assets are capitalised on the basis of the costs incurred to acquire and bring the asset to use. These costs are amortised over their estimated useful life (3 to 10 years). Development costs for software are capitalised on the basis that the asset generates future economic benefits such as revenues or owner-utilisation and that the costs of the asset can be identified reliably. Self-developed intangible assets are not capitalised (including internal costs associated with developing or maintaining software).

Other intangible assets

Acquired rights of land use are capitalised on the basis of the acquisition costs incurred. They are amortised on a straight-line basis for the full term of the rights.

2.10 Impairment of assets

Property, plant and equipment and other long-term assets including intangible assets are reviewed for impairment if events or changes in circumstances have occurred that indicate that the book value cannot be recovered. Assets with a book value above the recoverable amount are deemed impaired and are carried at no more than the recoverable amount. The recoverable amount is the higher of an asset's fair value less the cost to sell and value in use. To determine the reduction in value, assets are allocated to specific cash-generating units; cash flows for the latter are determined separately.

If there is an indication that the impairment in the prior period no longer exists or has decreased, the carrying amount is, with the exception of goodwill, increased to its recoverable amount and is recognised immediately in the income statement.

2.11 Financial assets

Financial assets include securities with a long-term investment horizon where the share in equity is less than 20%, joint ventures and investments as well as loans, assets from employer contribution reserves, long-term rental deposits and re-insurance of retirement plans. As a general rule, marketable securities are valued at the current market price; in some circumstances, they are valued at the cost of acquisition. Joint ventures and investments are accounted for using the equity method (in case that the investment is negative it is recognised in the balance sheet under other long-

term liabilities). Loans are valued based on the nominal values less any value adjustments. Assets from employer contribution reserves are valued at their current value; long-term rental deposits are valued at their nominal value and are only discounted if material. Re-insurance of retirement plans is accounted for using an actuarial valuation.

2.12 Financial liabilities

Financial liabilities consist of bank debt and are recognised at nominal value.

2.13 Trade payables and other short-term liabilities

Trade payables and other short-term liabilities are recognised at nominal value.

2.14 Provisions

Provisions are made for warranties, personnel expenses, restructuring costs, as well as legal and other miscellaneous operational risks that meet the recognition criteria. They are recognised when the Group has a current legal or constructive obligation as a result of past events and if it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Warranty provisions are generally measured and recognised based on prior experience. The amount of the provision is measured by the current value of the expected cash outflows insofar as the cash outflow substantially underlies interest effects.

2.15 Off-balance-sheet transactions

Contingent liabilities and other non-recognisable commitments are valued and disclosed at each balance sheet date. If contingent liabilities and other non-recognisable commitments lead to an outflow of funds without a simultaneous usable inflow of funds, and the outflow of funds is probable and can be measured reliably, a corresponding provision is made.

2.16 Employee benefits

Companies in the HUBER+SUHNER Group operate employee pension plans in accordance with the regulations of the country where the given company is domiciled.

The economic impact of these pension plans on the HUBER+SUHNER Group is determined annually. For Swiss pension plans, economic benefits and/or economic obligations are determined on the basis of the annual financial statement, which is prepared in accordance with Swiss GAAP FER 26. The economic impact of foreign pension plans is determined according to the methods applied in the given country.

An economic benefit is capitalised if it is permissible and the intention is to use the pension plan funds to cover the company's future pension expense. An economic obligation is recognised when the conditions for the recognition of a provision are met. Existing employer contribution reserves are recognised as a financial asset. Changes in the economic benefit or the economic obligation are recognised in the income statement as personnel expenses incurred during the reporting period.

2.17 Share-based payment

Members of the Board of Directors, Executive Group Management and selective Senior Management employees are partly compensated in HUBER+SUHNER AG shares. These are issued with a blocking period of at least three years. The allocation of shares is subject to approval by the Annual General Meeting for Members of the Board of Directors and Executive Group Management; the valuation of the share-based payment is determined at the grant date (i.e. the date

at which the share allocation was approved by the Annual General Meeting). Share-based payment transactions which have not yet been approved by the Annual General Meeting are valued at the year-end share price. The market value of the shares is fully recognised in equity based on the accruals principle and the one-year vesting period in the accounts of the respective year under review. Any subsequent variances between the year-end share price and the share price at the date of the retroactive approval by the Annual General Meeting are recorded in the income statement of the following year.

2.18 Revenue recognition

HUBER+SUHNER generates revenues mainly from the sale of products, services and systems. Revenues from these sales are recognised upon delivery to the customer. Depending on the terms of the sales contract, delivery is made when the risks and rewards of the sold products are transferred to the customer, when the service has been performed or when the contractual arrangement with the customer has been fulfilled. Sales are shown as a net amount in the income statement. They represent the total value of invoices to third parties less sales taxes, credits for returns and revenue reductions (primarily rebates and discounts).

2.19 Gross profit

The income statement is presented by function, whereby gross profit represents net sales less the cost of goods sold.

2.20 Government grants

Government grants (e.g. for research and development, Covid, property, plant and equipment) are recognised when there is reasonable assurance that the HUBER+SUHNER Group complies with any conditions attached to the grant and the value can be estimated reliably.

Government grants related to assets are offset against the purchased or manufactured cost of the asset. The reduced depreciation amounts are thus taken into account in profit or loss over the useful life of the assets. Government grants related to income are presented in the income statement as "Other operating income" or in objectively justified cases are offset against the corresponding expenses.

2.21 Income taxes

Income taxes are accounted for on the basis of the income for the reporting year, less the use of tax losses carried forward, using expected effective (local) tax rates. Income tax receivables and payables outstanding at the balance sheet date are disclosed under other short-term receivables or other short-term liabilities. Deferred income tax is calculated using the liability method for any temporary difference between the carrying amount according to Swiss GAAP FER and the tax basis of assets and liabilities. Deferred income tax is measured at tax rates that are expected to apply to the period when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates/laws that have been enacted or substantively enacted at the balance sheet date. Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be offset.

Deferred income tax is provided for temporary differences on investments in subsidiaries and associates, except when the Group can control the timing of the reversal of the temporary difference and the reversal is not foreseen as of the balance sheet date.

Since 2024, HUBER+SUHNER is subject to the provisions of the pillar two OECD/G20 BEPS 2.0 project (a global minimum tax of 15%) in several jurisdictions. The respective top up tax consequences are considered.

2.22 Alternative Performance Measures

Alternative Performance Measures are key figures not defined by Swiss GAAP FER. HUBER+SUHNER uses alternative performance measures as guidance parameters for both internal and external reporting to stakeholders. For the definition of Alternative Performance Measures please visit [Publications](#).

3 Changes in the scope of consolidation and other changes

On 28 May 2025, the ownership of Bktel photonics SAS (France) was increased from 57% to 78%. The company had already been fully consolidated. The purchase price for the 21% is CHF 2.4 million. The goodwill of CHF 1.2 million from this transaction is offset against equity.

On 19 April 2024, ARGE Connectivity Systems GbR, a partnership under the German Civil Code (Gesellschaft bürgerlichen Rechts [GbR]) was founded based on a customer request in the framework of a public tender. The control of HUBER+SUHNER is 50% and the company is recognised using the equity method. The net income distribution of the partnership is 70% (HUBER+SUHNER) : 30% between the partnership parties. See chapter [Joint Ventures and Investments](#).

A complete list of all Group companies can be found in chapter [Joint Ventures and Investments](#).

4 Exchange rates for currency translation

The following exchange rates were used for the Group's main currencies:

| | Spot rates for the consolidated balance sheet | | Average rates for the consolidated income and cash flow statement | |
|---------|---|------------|---|-------|
| | 31.12.2025 | 31.12.2024 | 2025 | 2024 |
| 1 EUR | 0.93 | 0.94 | 0.94 | 0.95 |
| 1 USD | 0.79 | 0.90 | 0.83 | 0.88 |
| 100 CNY | 11.27 | 12.34 | 11.55 | 12.26 |
| 1 GBP | 1.07 | 1.13 | 1.09 | 1.13 |
| 100 INR | 0.88 | 1.05 | 0.95 | 1.05 |
| 1 PLN | 0.22 | 0.22 | 0.22 | 0.22 |
| 1 HKD | 0.10 | 0.12 | 0.11 | 0.11 |
| 1 AUD | 0.53 | 0.56 | 0.54 | 0.58 |

5 Segment information

The segment reporting of HUBER+SUHNER consists of three market segments and Corporate.

Industry segment

HUBER+SUHNER leverages its expertise in power and data connectivity to develop advanced and differentiated solutions for demanding applications in a variety of industrial markets. Customers benefit from a wide range of components, including cables, connectors, cable assemblies, antennas, lightning protection and resistive components – all of which can be customised to meet specific requirements. This comprehensive portfolio features products specifically designed to withstand the harsh environments of space and offshore applications, ensure data integrity and connectivity to safeguard protective forces, guarantee accuracy and repeatability for test and measurement systems, maintain safe handling in high power electric vehicle charging, provide lifetime data transfer and control for wind energy and industrial automation, and deliver the precision and flexibility necessary for medical applications in improving lives.

Markets served: Test & Measurement, Aerospace & Defense, High Power Charging, General Industrial.

Communication segment

HUBER+SUHNER is a strategic partner to the communication market, combining profound technical expertise with close customer proximity to meet the needs of mobile networks, fixed access networks, data centers and communication equipment manufacturers. Customers benefit from a comprehensive and customisable portfolio of physical layer connectivity products and systems that are based on fiber optic and radio frequency technologies. HUBER+SUHNER provides an extensive range of reliable, future-ready solutions that draw from products such as harsh environment connectivity, antenna transmission, residential access, video overlay, bandwidth expansion, cable systems, cable management, hardware interconnection, optical switching and wavelength-selective switching. Each solution is designed and engineered to provide the highest performance, density and scalability for today and beyond.

Markets served: Mobile Network, Fixed Access Network, Data Center, Communication Equipment Manufacturer Components.

Transportation segment

HUBER+SUHNER develops comprehensive and sustainable connectivity solutions for the transportation market by combining three in-house technologies to create innovations. The solutions in the transportation segment address the mobility needs of today and tomorrow in the railway and automotive markets. These needs also include the addition of communication solutions, enabling mobility while staying connected. The portfolio includes an extensive range of cables, cable assemblies, hybrid cables and cable systems, as well as antennas, radar and connectors. By specialising in polymer compounds using a patented formula developed in-house for high-quality cable insulation, and in combination with electron beam cross-linking technology, low frequency cable products offer competitive advantages of space and weight savings, and durability, even under extreme conditions. Altogether, customers benefit from efficient electrical transmission, high-speed data transfer, and autonomous control in future-ready transportation concepts.

Markets served: Rolling Stock, Rail Communications, Electric Vehicle, Advanced Driver Assistance System.

Corporate

This segment chiefly covers the expenses of corporate functions in Switzerland and all business activities that cannot be allocated to one of the three market segments.

Net sales by segment

| | 2025 | 2024 |
|------------------------|----------------|----------------|
| Industry | 325'199 | 276'659 |
| Communication | 274'394 | 353'569 |
| Transportation | 264'536 | 263'646 |
| Total net sales | 864'129 | 893'874 |

Net sales by region (sales area)

| | 2025 | 2024 |
|--|----------------|----------------|
| Switzerland | 40'212 | 43'098 |
| EMEA (Europe, Middle East and Africa [excl. CH]) | 433'562 | 404'303 |
| APAC (Asia-Pacific) | 182'991 | 278'894 |
| Americas (North and South America) | 207'364 | 167'580 |
| Total net sales | 864'129 | 893'874 |

Operating profit (EBIT)

| | 2025 | 2024 |
|--------------------------------------|---------------|---------------|
| Industry | 58'408 | 47'037 |
| Communication | 21'557 | 28'663 |
| Transportation | 21'049 | 19'146 |
| Corporate | (10'172) | (8'227) |
| Total operating profit (EBIT) | 90'842 | 86'619 |

6 Other operating income

| | 2025 | 2024 |
|-------------------------------------|--------------|--------------|
| Government grants received | 2'626 | 1'289 |
| Other operating income | 3'298 | 2'321 |
| Total other operating income | 5'924 | 3'610 |

Government grants received are in Switzerland, Germany, United Kingdom, France and India (previous year: Switzerland, Germany, United Kingdom and France). Other operating income includes amongst others licences, rental income and a reimbursement of previously remitted charges due to a change in legislation.

7 Financial result

| | 2025 | 2024 |
|--|----------------|----------------|
| Interest income | 2'660 | 2'713 |
| Foreign exchange gains incl. derivative financial instruments | 733 | 945 |
| Share of profit/(loss) from joint ventures and investments | 27 | – |
| Other financial income | 4 | 4 |
| Total financial income | 3'424 | 3'662 |
| Interest expense | (120) | (74) |
| Foreign exchange losses incl. derivative financial instruments | (3'723) | (3'881) |
| Share of profit/(loss) from joint ventures and investments | – | (25) |
| Other financial expense | (589) | (516) |
| Total financial expense | (4'432) | (4'496) |
| Total financial result | (1'008) | (834) |

Other financial expense includes amongst others bank charges.

8 Income taxes

| | 2025 | 2024 |
|---------------------------|-----------------|-----------------|
| Current income taxes | (11'757) | (16'489) |
| Deferred income taxes | (3'206) | 2'978 |
| Total income taxes | (14'963) | (13'511) |

The differences between the expected and the effective income taxes were as follows:

| | 2025 | 2024 |
|--|-----------------|-----------------|
| Net income before taxes | 89'834 | 85'785 |
| Expected income tax rate | 18.5% | 18.1% |
| Expected income taxes | (16'637) | (15'492) |
| Effect of utilisation of non-recognised tax losses carry-forward | 586 | 656 |
| Effect of non-tax-deductible expenses and non-taxable income | 2'293 | 2'408 |
| Effect of non-recognition of current tax losses | (87) | (1'207) |
| Effect of increased/reduced allowance on deferred tax balances | (54) | (39) |
| Effect of changes in tax rates on deferred tax balances | 17 | 286 |
| Effect of non-refundable withholding taxes on dividends | (668) | (846) |
| Effect of BEPS Pillar 2.0 (15% minimum taxation) | (609) | (568) |
| Effect of tax credits/debits from prior years and other effects | 196 | 1'291 |
| Effective income taxes | (14'963) | (13'511) |
| Effective income tax rate | 16.7% | 15.7% |

The expected Corporate income tax rate corresponds to the weighted average income tax rate based on the net income before taxes and the income tax rate of each individual Group company. The net income before taxes complies with the ordinary result according to Swiss GAAP FER.

In the reporting year, the difference between the expected income tax rate of 18.5% and the effective income tax rate of 16.7% is mainly attributable to the following three factors: First, in several countries (Switzerland, China, France, UK, Germany) research and development and other tax benefits are available, that are used by HUBER+SUHNER (shown in the line "effect of non-tax-deductible expenses and non-tax-deductible income"). Second, HUBER+SUHNER faces non-refundable withholding taxes on dividends from Group companies (shown in the line "effect of non-refundable withholding taxes on dividends"). Third, for 2025, HUBER+SUHNER is subject to the provisions of the pillar two OECD/G20 BEPS 2.0 project (a global minimum tax of 15%) in several jurisdictions (shown in the line "effect of BEPS Pillar 2.0 (15% minimum taxation)").

The capitalised deferred tax assets on losses carried forward amount to CHF 4.1 million (previous year: CHF 7.4 million). The decrease compared to prior year is mainly related to the usage of capitalised prior year tax losses in one Group company. The unrecognised tax loss carried forward was CHF 35.1 million (previous year: CHF 35.1 million). This corresponds to a potential tax asset of CHF 8.0 million (previous year: CHF 8.8 million). In 2025, no tax losses carried forward expired (previous year: CHF 0.0 million).

The valuation of related tax assets on losses carried forward is generally based on business plans. The capitalisation of usable tax losses carried forward is assessed on a yearly basis. Tax losses carried forward are recognised only to the extent that it is probable that future taxable profits will be available and therefore allow the assets to be utilised. In countries and for Group companies where the use of tax losses carried forward is not foreseeable, tax loss is not capitalised. For the calculation of deferred income taxes in the consolidated balance sheet, the expected tax rate per tax subject is applied.

9 Personnel expenses

Personnel expenses included in the income statement amount to:

| | 2025 | 2024 |
|---------------------------------|----------------|----------------|
| Total personnel expenses | 299'818 | 287'000 |

10 Post-employment benefits

In Switzerland, according to local law, autonomous pension funds bear the risks relating to the defined benefits. In the event of restructuring measures, the employer must pay an additional contribution alongside its normal contributions. Through the HUBER+SUHNER AG pension fund, HUBER+SUHNER AG provides pension benefits for its employees in the event of retirement, invalidity and death.

The leading body administering the fund is the Board of Foundation, which comprises an equal number of employee and employer representatives. The Board of Foundation establishes an Investment Committee, which is responsible for investing the funds held by the pension plan in accordance with the investment regulations defined by the Board of Foundation. All insured persons can claim their pension or part thereof in the form of either capital or retirement pension payments. HUBER+SUHNER AG also has two paternal foundations.

Most HUBER+SUHNER Group companies operate defined contribution pension plans. As a general rule, these involve employees and employer paying into pension funds administered by third parties. The HUBER+SUHNER Group has no payment obligations beyond these defined contributions, which are recognised as personnel costs in the profit and loss. The economic obligation recognised in the balance sheet for pension plans without own assets (mainly for a few retired executives) concern pension plans operated in Germany and the United States.

Employer contribution reserves (ECR)

| | Nominal value | Waiver of use | Accumulation | Balance sheet | | Income statement impact from ECR | |
|--|---------------|---------------|--------------|---------------|---------------|----------------------------------|------------|
| | 31.12.2025 | 2025 | 2025 | 31.12.2025 | 31.12.2024 | 2025 | 2024 |
| Employer contribution reserves ¹⁾ | 19'046 | – | 747 | 19'046 | 18'299 | 747 | 386 |
| Total | 19'046 | – | 747 | 19'046 | 18'299 | 747 | 386 |

¹⁾ The ECR are based on the annual reports of the paternal fund from the previous year. The economic benefits/economic obligations are assessed at each balance sheet date. In 2025 as well as in 2024, interest on the paternal fund of the ECR is recognised as financial income.

Economic benefit/economic obligation and pension benefit expenses

| | Funding surplus | Economic part of the organisation | | Change from prior year with income statement impact | Change from prior year with no income statement impact | Contributions for the period | Pension costs within personnel expenses | |
|--|-----------------|-----------------------------------|--------------|---|--|------------------------------|---|----------------|
| | 31.12.2025 | 31.12.2025 | 31.12.2024 | 2025 | 2025 | 2025 | 2025 | 2024 |
| Paternal fund ¹⁾ | 67'743 | – | – | – | – | – | – | – |
| Pension plans with surplus ¹⁾ | 55'098 | – | – | – | – | (9'630) | (9'630) | (9'427) |
| Pension plans without own assets | – | 1'271 | 1'349 | (42) | 120 | – | (42) | (18) |
| Total | 122'841 | 1'271 | 1'349 | (42) | 120 | (9'630) | (9'672) | (9'445) |

¹⁾ The paternal fund and the funding surplus of the pension plan of HUBER+SUHNER AG are based on annual reports issued by the corresponding institutions for the previous year. The economic benefits / economic obligations are assessed at each balance sheet date.

11 Share-based payment

Compensation and remuneration for Members of the Board of Directors, for Members of the Executive Group Management and for selective Senior Management employees includes, amongst others, long-term incentives in the form of shares (see Compensation Report, [Notes 2](#) and [3](#)).

The Members of the Board of Directors annually receive a long-term incentive in the form of a fixed number of HUBER+SUHNER AG shares, with a blocking period after assignment of at least three years.

As long-term compensation, the Members of Executive Group Management receive a variable number of HUBER+SUHNER AG shares each year. The number of shares that are effectively granted is determined by the Board of Directors and driven by long-term business success, which is assessed according to three factors: market environment, strategy implementation and financial situation. The shares are allocated also with a blocking period of at least three years.

As part of the yearly compensation, selective Senior Management employees receive a variable number of HUBER+SUHNER AG shares each year. The number of shares that are effectively granted is determined by the CEO and driven by long-term business success, which is assessed according to three factors: market environment, strategy implementation and financial situation. The shares are allocated also with a blocking period of at least three years.

Share-based compensation is calculated based on the market price of CHF 73.90 (previous year: CHF 75.50) at date of allotment for 2'000 shares (previous year: 2'000 shares) allotted during the year and the 2025 year-end share price of CHF 144.80 for outstanding shares (previous year: CHF 74.20). In the year under review, 24'288 shares (previous year: 28'557 shares) were allocated. Expenses, which included social security, in the amount of CHF 3.8 million (previous year: CHF 2.4 million) are recognised accordingly in the income statement. For Members of Board of Directors and Executive Group Management, the assignment is subject to approval by the Annual General Meeting. The 2'000 shares (previous year: 2'000 shares) that were allotted during the year were assigned to the Board of Directors in turn of the Annual General Meeting held in 2025.

12 Related party transactions

Business relationships with joint ventures and investments are as follows:

Net sales and other income and expenditure

| | 2025 | 2024 |
|---|-------|-------|
| Net sales with joint ventures and investments | 3'988 | 3'657 |
| Other income with joint ventures and investments | – | 29 |
| Other expenditure with joint ventures and investments | (29) | – |

Receivables

| | 31.12.2025 | 31.12.2024 |
|---|------------|------------|
| Trade receivables from joint ventures and investments | 706 | 388 |

There were no services purchased from other related parties in 2025 and 2024.

The joint venture is described in [Note 3](#).

Pension contributions to the HUBER+SUHNER AG pension plan are disclosed in [Note 10](#), line item 'Pension plan with surplus'.

13 Depreciation and amortisation

Depreciation and amortisation expenses included in the income statement are as follows:

| | 2025 | 2024 |
|---|---------------|---------------|
| Depreciation of property, plant and equipment | 31'182 | 31'029 |
| Amortisation of intangible assets | 6'833 | 4'956 |
| Total depreciation and amortisation | 38'015 | 35'985 |

14 Liabilities from operating lease

Some Group companies lease a number of offices, warehouses and cars under operating lease contracts which cannot be cancelled at short notice.

Liabilities from operating lease

| | 31.12.2025 | 31.12.2024 |
|---|---------------|---------------|
| Less than 1 year | 6'677 | 6'881 |
| Between 1 and 5 years | 21'106 | 19'975 |
| More than 5 years | 9'467 | 13'008 |
| Total liabilities from operating lease | 37'250 | 39'864 |

15 Cash and cash equivalents

| | 31.12.2025 | 31.12.2024 |
|---|----------------|----------------|
| Cash at bank and on hand | 52'749 | 44'634 |
| Term deposits < 3 month term, in CHF | 128'000 | 118'000 |
| Term deposits < 3 month term, in other currency | 30'375 | 11'499 |
| Total cash and cash equivalents | 211'124 | 174'133 |

16 Marketable securities

| | 31.12.2025 | 31.12.2024 |
|--------------------------------------|------------|---------------|
| Term deposits > 3 month term, in CHF | – | 10'000 |
| Total marketable securities | – | 10'000 |

17 Trade receivables

| | 31.12.2025 | 31.12.2024 |
|--|----------------|----------------|
| Trade receivables | 145'095 | 213'585 |
| Provision for doubtful trade receivables | (4'590) | (3'063) |
| Total trade receivables, net | 140'505 | 210'522 |

In the reporting year, the decrease is mainly due to the payments received from a customer in relation to a major project in India to expand the mobile communications infrastructure in previous year.

18 Other short-term receivables

| | 31.12.2025 | 31.12.2024 |
|---|---------------|---------------|
| Other short-term receivables | 21'652 | 23'516 |
| Derivative financial instruments | 88 | 74 |
| Total other short-term receivables | 21'740 | 23'590 |

Other short-term receivables include value-added and withholding tax receivables, current income tax receivables, received letters of credit, and other short-term receivables such as a receivable relating to prepayments, pledged fixed deposits to secure a bank guarantee and letter of credits and other current assets.

19 Inventories

| | 31.12.2025 | 31.12.2024 |
|---------------------------------|----------------|----------------|
| Raw materials and supplies | 79'805 | 86'866 |
| Work in progress | 24'290 | 14'918 |
| Finished goods | 98'247 | 94'910 |
| Total inventories, gross | 202'342 | 196'694 |
| Inventory provision | (37'049) | (41'261) |
| Total inventories, net | 165'293 | 155'433 |

In the reporting year, the decrease of the inventory provision is caused by decreasing slow moving parts mainly in the Communication and Transportation segment.

20 Derivative financial instruments

To hedge exposure related to fluctuation in foreign currencies, the Group uses derivative financial instruments, in particular forward exchange contracts. Derivative financial instruments used for hedging balance sheet items are recognised at current value and at the date a derivative contract is entered into. They are recorded as other short-term receivables or other short-term liabilities. Derivatives are subsequently re-measured, based on current market prices, to their fair value at each balance sheet date; unrealised gains and losses are recognised in the income statement.

Derivative financial instruments

| | Positive market value | Negative market value | Purpose | Positive market value | Negative market value | Purpose |
|------------------|-----------------------------|-----------------------------|---------|-----------------------------|-----------------------------|---------|
| | 31.12.2025 | | | 31.12.2024 | | |
| Foreign exchange | 88 | 164 | Hedging | 74 | 358 | Hedging |
| Total | 88 | 164 | | 74 | 358 | |

21 Property, plant and equipment

| | Undeveloped property | Land and buildings | Technical equipment and machinery | Other equipment | Assets under construction | Total |
|--|----------------------|--------------------|-----------------------------------|-----------------|---------------------------|------------------|
| Cost at 1.1.2024 | 2'080 | 223'574 | 378'691 | 95'804 | 26'136 | 726'285 |
| Additions | – | 610 | 4'343 | 2'126 | 29'842 | 36'921 |
| Disposals | – | (647) | (28'462) | (9'952) | (192) | (39'253) |
| Reclassifications | – | 900 | 12'609 | 3'920 | (17'429) | – |
| Change in consolidation scope | – | – | – | – | – | – |
| Currency translation differences | – | 960 | 2'434 | 582 | 80 | 4'056 |
| Cost at 31.12.2024 | 2'080 | 225'397 | 369'615 | 92'480 | 38'437 | 728'009 |
| Additions | – | 550 | 9'644 | 3'362 | 32'736 | 46'292 |
| Disposals | – | (153) | (10'152) | (9'151) | (726) | (20'182) |
| Reclassifications | – | 8'703 | 20'758 | 10'785 | (40'246) | – |
| Change in consolidation scope | – | – | – | – | – | – |
| Currency translation differences | – | (2'399) | (6'015) | (1'285) | (65) | (9'764) |
| Cost at 31.12.2025 | 2'080 | 232'098 | 383'850 | 96'191 | 30'136 | 744'355 |
| Accumulated depreciation and impairment at 1.1.2024 | – | (129'996) | (291'197) | (78'538) | – | (499'731) |
| Additions | – | (6'031) | (18'206) | (6'792) | – | (31'029) |
| Impairments | – | – | – | – | – | – |
| Disposals | – | 609 | 28'404 | 9'743 | – | 38'756 |
| Reclassifications | – | 3 | 37 | (40) | – | – |
| Change in consolidation scope | – | – | – | – | – | – |
| Currency translation differences | – | (294) | (1'693) | (427) | – | (2'414) |
| Accumulated depreciation and impairment at 31.12.2024 | – | (135'709) | (282'655) | (76'054) | – | (494'418) |
| Additions | – | (5'721) | (18'183) | (7'278) | – | (31'182) |
| Impairments | – | – | – | – | – | – |
| Disposals | – | 153 | 10'056 | 8'888 | – | 19'097 |
| Reclassifications | – | – | – | – | – | – |
| Change in consolidation scope | – | – | – | – | – | – |
| Currency translation differences | – | 968 | 4'687 | 976 | – | 6'631 |
| Accumulated depreciation and impairment at 31.12.2025 | – | (140'309) | (286'095) | (73'468) | – | (499'872) |
| Net book value at 1.1.2024 | 2'080 | 93'578 | 87'494 | 17'266 | 26'136 | 226'554 |
| Net book value at 31.12.2024 | 2'080 | 89'688 | 86'960 | 16'426 | 38'437 | 233'591 |
| Net book value at 31.12.2025 | 2'080 | 91'789 | 97'755 | 22'723 | 30'136 | 244'483 |

Other equipment includes vehicles as well as IT, testing and measurement equipment.

22 Intangible assets

| | Software | Other | Total |
|--|-----------------|--------------|-----------------|
| Cost at 1.1.2024 | 101'407 | 1'218 | 102'625 |
| Additions | 7'768 | – | 7'768 |
| Disposals | (1'031) | – | (1'031) |
| Change in consolidation scope | – | – | – |
| Currency translation differences | 32 | 42 | 74 |
| Cost at 31.12.2024 | 108'176 | 1'260 | 109'436 |
| Additions | 9'199 | – | 9'199 |
| Disposals | (979) | – | (979) |
| Change in consolidation scope | – | – | – |
| Currency translation differences | (79) | (109) | (188) |
| Cost at 31.12.2025 | 116'317 | 1'151 | 117'468 |
| Accumulated amortisation and impairment at 1.1.2024 | (73'503) | (302) | (73'805) |
| Additions | (4'928) | (28) | (4'956) |
| Disposals | 990 | – | 990 |
| Impairments | – | – | – |
| Change in consolidation scope | – | – | – |
| Currency translation differences | (26) | (13) | (39) |
| Accumulated amortisation and impairment at 31.12.2024 | (77'467) | (343) | (77'810) |
| Additions | (6'809) | (24) | (6'833) |
| Disposals | 979 | – | 979 |
| Impairments | – | – | – |
| Change in consolidation scope | – | – | – |
| Currency translation differences | 66 | 31 | 97 |
| Accumulated amortisation and impairment at 31.12.2025 | (83'231) | (336) | (83'567) |
| Net book value at 1.1.2024 | 27'904 | 916 | 28'820 |
| Net book value at 31.12.2024 | 30'709 | 917 | 31'626 |
| Net book value at 31.12.2025 | 33'086 | 815 | 33'901 |

Other intangible assets include, amongst others, the land use right in Changzhou, China.

Theoretical movement schedule for goodwill

Goodwill from acquisitions is fully offset against equity at the date of acquisition. The theoretical amortisation of goodwill is based on the straight-line method over the useful life of five years. Goodwill from new acquisitions is set in Swiss francs and calculated based on the closing rate at the acquisition date. This procedure means that the movement schedule no longer has to include foreign exchange differences. The impact of the theoretical capitalisation and amortisation of goodwill is presented below:

Cost

| | 2025 | 2024 |
|-----------------------------|----------------|----------------|
| Balance at 1.1. | 146'703 | 146'703 |
| Additions from acquisitions | 1'241 | – |
| Reduction of goodwill | – | – |
| Balance at 31.12. | 147'944 | 146'703 |

For the changes in goodwill see [note 3](#).

Accumulated amortisation

| | 2025 | 2024 |
|---|------------------|------------------|
| Balance at 1.1. | (143'252) | (134'280) |
| Amortisation expense | (1'487) | (8'972) |
| Balance at 31.12. | (144'739) | (143'252) |
| Theoretical net book value at 31.12. | 3'205 | 3'451 |

Impact on balance sheet

| | 31.12.2025 | 31.12.2024 |
|--|----------------|----------------|
| Equity according to the balance sheet | 674'640 | 656'522 |
| Theoretical capitalisation of goodwill | 3'205 | 3'451 |
| Theoretical equity incl. net book value of goodwill | 677'845 | 659'973 |

Impact on income statement

| | 2025 | 2024 |
|-------------------------------|---------------|---------------|
| Net income | 74'871 | 72'274 |
| Amortisation of goodwill | (1'487) | (8'972) |
| Theoretical net income | 73'384 | 63'302 |

23 Financial assets

| | 31.12.2025 | 31.12.2024 |
|---|---------------|---------------|
| Assets from employer contribution reserves | 19'046 | 18'299 |
| Investments in joint ventures and investments | 3 | – |
| Others | 7'053 | 6'804 |
| Total financial assets | 26'102 | 25'103 |

Others include rental deposits and re-insurance from retirement plan obligations.

24 Trade payables

| | 31.12.2025 | 31.12.2024 |
|-----------------------|---------------|----------------|
| Trade payables | 72'265 | 113'611 |

In the reporting year, the decrease is mainly due to the payments to suppliers in relation to a major project in India to expand the mobile communications infrastructure in previous year.

25 Other short-term liabilities

| | 31.12.2025 | 31.12.2024 |
|---|---------------|---------------|
| Accrual for personnel expenses | 35'376 | 32'432 |
| Advance payments from customers | 3'151 | 1'767 |
| Derivative financial instruments | 164 | 358 |
| Current income tax liabilities | 6'814 | 13'091 |
| Other liabilities | 8'094 | 9'587 |
| Total other short-term liabilities | 53'599 | 57'235 |

Other liabilities include indirect tax liabilities and advance payments from other third parties (not customers).

26 Provisions

| | Retire- ment plan obli- gations | Employee- related provisions | Order- related provisions | Other provisions | Total |
|---------------------------------------|---|------------------------------------|---------------------------------|---------------------|---------------|
| Balance at 1.1.2024 | 1'419 | 3'252 | 8'449 | 4'471 | 17'591 |
| Additions | 31 | 1'914 | 1'757 | 737 | 4'439 |
| Releases | (12) | (26) | (1'156) | (198) | (1'392) |
| Utilisation | (91) | (70) | (932) | (22) | (1'115) |
| Change in consolidation scope | - | - | - | - | - |
| Currency translation differences | (1) | (14) | 62 | (27) | 20 |
| Balance at 31.12.2024 | 1'346 | 5'056 | 8'180 | 4'961 | 19'543 |
| Additions | 41 | 2'148 | 3'537 | 707 | 6'433 |
| Releases | - | (200) | (649) | (508) | (1'357) |
| Utilisation | (90) | (672) | (391) | - | (1'153) |
| Change in consolidation scope | - | - | - | - | - |
| Currency translation differences | (26) | (70) | (315) | (31) | (442) |
| Balance at 31.12.2025 | 1'271 | 6'262 | 10'362 | 5'129 | 23'024 |
| Short-term provisions | - | 1'648 | 7'585 | 2'680 | 11'913 |
| Long-term provisions | 1'346 | 3'408 | 595 | 2'281 | 7'630 |
| Total provisions at 31.12.2024 | 1'346 | 5'056 | 8'180 | 4'961 | 19'543 |
| Short-term provisions | - | 2'980 | 9'756 | 2'846 | 15'582 |
| Long-term provisions | 1'271 | 3'282 | 606 | 2'283 | 7'442 |
| Total provisions at 31.12.2025 | 1'271 | 6'262 | 10'362 | 5'129 | 23'024 |

Retirement plan obligations include liabilities in connection with defined contribution plans (pension plans without own assets) and primarily concern specific former employees.

Employee-related provisions mainly include length-of-service rewards and obligations to employees. In 2024, for HUBER+SUHNER AG the amount for length-of-service rewards was benchmarked and improved.

Order-related provisions are directly related to services arising from product deliveries and projects, and are formulated based on the experience and estimation of each project. Order-related provisions relate to warranties, customer claims, penalties and other guarantees.

Other provisions include obligations which do not fit into the aforementioned categories, such as current or possible litigations arising from divestments, licence agreements or duties as well as other constructive or legal obligations.

Due to the nature of the long-term provisions, the timing of the cash outflows is uncertain. However, a partial cash outflow can be expected within two to three years, on average.

In both the reporting and the prior-year period, there were no restructuring provisions.

27 Deferred tax assets and liabilities

| | Deferred tax assets | Deferred tax liabilities |
|----------------------------------|---------------------------|--------------------------------|
| Balance at 1.1.2024 | 13'999 | 21'283 |
| Additions | 3'947 | 464 |
| Releases / utilisation | (540) | (35) |
| Releases through equity | – | – |
| Reclassifications | – | – |
| Change in consolidation scope | – | – |
| Currency translation differences | 466 | 36 |
| Balance at 31.12.2024 | 17'872 | 21'748 |
| Additions | 2'090 | 1'144 |
| Releases / utilisation | (4'578) | (426) |
| Releases through equity | – | – |
| Reclassifications | – | – |
| Change in consolidation scope | – | – |
| Currency translation differences | (1'353) | (60) |
| Balance at 31.12.2025 | 14'031 | 22'406 |

The release in the year 2025 is related to one Group company that was able to use capitalized loss carry forward.

28 Share capital

As at 31 December 2025, 19'190'000 (previous year: 19'190'000) registered shares, with a nominal value of CHF 0.25, were issued. The Company has no authorised or conditional capital. Reserves which are not disposable or distributable amount to CHF 2.4 million as at 31 December 2025 (previous year: CHF 2.4 million).

The following table shows transactions and balances relating to treasury shares:

| | 2025 | | | 2024 | | |
|--|----------------|---|------------------|------------------|---|------------------|
| | Quantity | Trans- action price (Ø) in CHF | Purchase cost | Quantity | Trans- action price (Ø) in CHF | Purchase cost |
| Balance at 1.1. | 736'640 | | 930 | 1'748'640 | | 82'379 |
| Purchases of treasury shares | 24'407 | 92.60 | 2'260 | 22'300 | 73.54 | 1'640 |
| Disposals of treasury shares | (28'557) | 76.62 | (2'188) | (24'300) | 68.81 | (1'672) |
| Cancellation by means of capital reduction | – | – | – | (1'010'000) | 80.61 | (81'417) |
| Balance at 31.12. | 732'490 | | 1'002 | 736'640 | | 930 |

Following approval by the Annual General Meeting on 27 March 2024, the shares acquired as part of the share buyback programme completed in March 2023 have been cancelled by means of a capital reduction. In total 1'010'000 treasury shares were purchased back at an average share price of CHF 80.61, amounting to CHF 81.4 million.

As at the balance sheet date, foundations related to the HUBER+SUHNER Group hold 269'366 shares in HUBER+SUHNER AG (previous year: 274'716). Pension funds connected with the HUBER+SUHNER Group directly hold no shares in HUBER+SUHNER AG.

29 Earnings per share

| | 2025 | 2024 |
|--|-------------|-------------|
| Net income attributable to shareholders of HUBER+SUHNER AG | 74'349 | 71'383 |
| Average number of outstanding shares | 18'458'576 | 18'459'742 |
| Undiluted / diluted earnings per share (CHF) | 4.03 | 3.87 |

The average number of outstanding shares is calculated based on issued shares less the weighted average of treasury shares. There are no conversion or option rights outstanding; therefore, there is no dilution of earnings per share.

30 Future commitments

The Group companies have committed to various capital expenditures essential for the day-to-day business operations. At year-end, there were commitments for the purchase of property, plant and equipment and intangible assets amounting to CHF 29.2 million (previous year: CHF 24.4 million).

31 Contingent liabilities

As at 31 December 2025, parent guarantees in the amount of CHF 4.3 million (previous year: CHF 9.9 million) exist in favour of a third party for a long-term lease agreement. This amount represents the maximum amount of the obligation assumed. HUBER+SUHNER Group has not given any other guarantees in respect of its business relationships with third parties.

32 Events after the balance sheet date

No events occurred between the balance sheet date and the date these consolidated financial statements were approved by the Board of Directors (4 March 2026) which affect the annual results or require any adjustments to the Group's assets and liabilities.

Group Companies

| Companies at 31.12.2025 (all fully consolidated) | | Domicile | | Capital stock | Ownership | Purpose |
|--|---|---------------------------------|-----|---------------|----------------|---------|
| Switzerland | HUBER+SUHNER AG | Herisau | CHF | 4'798 | parent company | ▲ ■ |
| Australia | HUBER+SUHNER (Australia) Pty Ltd. | Frenchs Forest, New South Wales | AUD | 5'000 | 100% | ▲ ■ |
| Brazil | HUBER+SUHNER América Latina Ltda. | São José dos Campos | BRL | 39'197 | 100% | — |
| Canada | HUBER+SUHNER (Canada) Ltd. | Ottawa | CAD | 2'350 | 100% | — |
| China | HUBER+SUHNER (Hong Kong) Ltd. | Hong Kong | HKD | 12'325 | 100% | ◆ ■ |
| | HUBER+SUHNER (Shanghai) Co. Ltd. ¹⁾ | Shanghai | CNY | 19'970 | 100% | ■ |
| | HUBER+SUHNER CCT (Shanghai) Co. Ltd. ¹⁾ | Shanghai | CNY | 27'854 | 100% | ■ |
| | HUBER+SUHNER CCM (Changzhou) Co. Ltd. ¹⁾ | Changzhou | CNY | 126'246 | 100% | ▲ |
| Costa Rica | HUBER+SUHNER Astrolab Costa Rica S.r.l. ²⁾ | San José | USD | — | 100% | ▲ |
| France | BKtel photonics SAS ³⁾ | Lannion | EUR | 10 | 78% | ▲ ■ |
| | HUBER+SUHNER (France) SAS | Voisins-le-Bretonneux | EUR | 200 | 100% | ■ |
| Germany | HUBER+SUHNER BKtel GmbH | Hückelhoven | EUR | 600 | 100% | ▲ ■ |
| | HUBER+SUHNER GmbH | Unterhaching | EUR | 3'068 | 100% | ◆ ■ |
| | HUBER+SUHNER Cube Optics AG ⁴⁾ | Mainz | EUR | 590 | 100% | ▲ ■ |
| India | HUBER+SUHNER Electronics Pvt. Ltd. ⁵⁾ | New Delhi | INR | 170'000 | 100% | ▲ ■ |
| Malaysia | HUBER+SUHNER (Malaysia) Sdn Bhd ⁶⁾ | Kuala Lumpur | MYR | 2'500 | 100% | ▲ ■ |
| Netherlands | HUBER+SUHNER B.V. | Rosmalen | EUR | 200 | 100% | — |
| Poland | HUBER+SUHNER Sp. z o.o. | Tczew | PLN | 5'600 | 100% | ▲ |
| | HUBER+SUHNER Polatis Sp. z o.o. ⁷⁾ | Nawojowa Góra | PLN | 40'235 | 100% | ▲ |
| Singapore | HUBER+SUHNER (Singapore) Pte Ltd. | Singapore | SGD | 3'000 | 100% | ◆ ■ |
| Spain | HUBER+SUHNER (Spain) ⁸⁾ | Madrid | EUR | 3 | 100% | ▲ |
| Tunisia | HUBER+SUHNER (Tunisie) SARL | Sousse | TND | 4'000 | 100% | ▲ |
| United Kingdom | HUBER+SUHNER (UK) Ltd. | Bicester | GBP | 4'000 | 100% | ▲ ■ |
| USA | HUBER+SUHNER Polatis Ltd. | Cambridge | GBP | 28'700 | 100% | ▲ ■ |
| | HUBER+SUHNER Phoenix Dynamics Ltd. ⁹⁾ | Staffordshire | GBP | 10 | 100% | ▲ ■ |
| | HUBER+SUHNER (North America) Corp. | Charlotte, North Carolina | USD | 1 | 100% | ◆ |
| | HUBER+SUHNER, Inc. ¹⁰⁾ | Charlotte, North Carolina | USD | 50 | 100% | ▲ ■ |
| | HUBER+SUHNER Astrolab, Inc. ¹⁰⁾ | Warren, New Jersey | USD | 12'000 | 100% | ▲ ■ |

¹⁾ Subsidiary of HUBER+SUHNER (Hong Kong) Ltd.

³⁾ Subsidiary of HUBER+SUHNER BKtel GmbH. On 28 May 2025, the ownership of BKtel photonics SAS (France) was increased from 57 % to 78 %.

⁵⁾ Subsidiary of HUBER+SUHNER AG and of HUBER+SUHNER B.V.

⁷⁾ Subsidiary of HUBER+SUHNER Polatis Ltd. and HUBER+SUHNER Sp. z o.o.

⁹⁾ Subsidiary of HUBER+SUHNER (UK) Ltd.

²⁾ Subsidiary of HUBER+SUHNER Astrolab, Inc.

⁴⁾ Subsidiary of HUBER+SUHNER GmbH

⁶⁾ Subsidiary of HUBER+SUHNER (Singapore) Pte Ltd.

⁸⁾ Subsidiary of HUBER+SUHNER Cube Optics AG

¹⁰⁾ Subsidiary of HUBER+SUHNER (North America) Corp.

Joint Ventures and Investments

| Company at 31.12.2025 (equity method applied) | | Domicile | | Capital stock | Ownership | Purpose |
|---|-------------------------------|--------------|--|-----------------|-------------------|---------|
| Germany | ARGE Connectivity Systems GbR | Unterhaching | | — ¹⁾ | 50% ²⁾ | ■ |

¹⁾ Partnership under the German Civil Code (Gesellschaft bürgerlichen Rechts [GbR]) has no capital stock.

²⁾ Control of the partnership is 50% : 50% between the partnership parties. Net income distribution of the partnership is 70% (HUBER+SUHNER) : 30% between the partnership parties.

- ◆ Holding/Finance companies
- ▲ Production and assembly plants
- Sales organisations
- Dormant / in liquidation



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To the General Meeting of
Huber+Suhner AG, Herisau

Basle, 4 March 2026

Report of the statutory auditor

Report on the audit of the consolidated financial statements



Opinion

We have audited the consolidated financial statements of HUBER+SUHNER AG and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2025, the consolidated income statement, the consolidated cash flow statement and the consolidated statement of equity for the year then ended, and notes to group financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements (pages 69 to 92) give a true and fair view of the consolidated financial position of the Group as at 31 December 2025 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Swiss GAAP FER and comply with Swiss law.



Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report. We are independent of the Group in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to

address the matter below, provide the basis for our audit opinion on the consolidated financial statements.

Valuation of inventories

Areas of focus As of 31 December 2025, inventories amounted to CHF 165.3 million, representing 19.1% of the Group's total assets.

As indicated in Note 2.7 to the consolidated financial statements, inventories are valued at the lower of cost and net realisable value. Cost is determined according to the standard costing method. For slow-moving and obsolete stock the Group recognizes an inventory allowance based on the inventory turnover.

Due to the significance of the carrying values of inventories and the degree of management judgment involved in determining production costs, write-downs and fair value less cost to sell, this matter was considered significant to our audit.

Our audit response

Our audit procedures included, amongst other:

- We gained an understanding of the inventory valuation process, the valuation method, as well as the underlying assumptions applied.
- On a sample basis we analysed the standard cost calculations and verified the differences between the standard and actual costs.
- We challenged the estimates made by Management regarding write-downs by assessing whether they are in line with historical experience.
- We reviewed inventory ratio's and audited underlying data of the inventory ageing list.
- We verified compliance with the principle of net realisable value for finished goods by comparing production costs with the expected net sale proceeds.

Our audit procedures did not lead to any reservations regarding to the valuation of inventories.



Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the HUBER+SUHNER Group Financial Statements, the Financial Statements of HUBER+SUHNER AG, the tables on page 57 to 64 in the compensation report and our auditor's reports thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.



If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Board of Directors' responsibilities for the consolidated financial statements

The Board of Directors is responsible for the preparation of the consolidated financial statements, which give a true and fair view in accordance with Swiss GAAP FER and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.



Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located on EXPERTsuisse's website at: <https://www.expertsuisse.ch/en/audit-report>. This description forms an integral part of our report.

Report on other legal and regulatory requirements



In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert

Five-Year Financial Summary

| in CHF million | 2021 | 2022 | 2023 | 2024 | 2025 |
|--|--------------|--------------|--------------|--------------|----------------|
| Order intake | 995.6 | 975.4 | 821.4 | 908.0 | 1'032.0 |
| change in % over prior year | 33.1 | (2.0) | (15.8) | 10.5 | 13.7 |
| Order backlog as of 31.12. | 323.4 | 320.0 | 271.9 | 291.0 | 432.2 |
| change in % over prior year | 65.4 | (1.1) | (15.0) | 7.0 | 48.5 |
| Net sales | 862.9 | 954.6 | 851.1 | 893.9 | 864.1 |
| change in % over prior year | 16.9 | 10.6 | (10.8) | 5.0 | (3.3) |
| Gross margin | 38.2% | 35.7% | 35.3% | 35.4% | 37.9% |
| EBITDA | 137.6 | 135.3 | 110.5 | 122.6 | 128.9 |
| as % of net sales | 16.0 | 14.2 | 13.0 | 13.7 | 14.9 |
| EBIT | 104.6 | 103.2 | 77.6 | 86.6 | 90.8 |
| as % of net sales | 12.1 | 10.8 | 9.1 | 9.7 | 10.5 |
| change in % over prior year | 70.9 | (1.3) | (24.8) | 11.7 | 4.9 |
| Financial result | (2.3) | (1.8) | (2.9) | (0.8) | (1.0) |
| Net income | 87.3 | 85.2 | 64.8 | 72.3 | 74.9 |
| as % of net sales | 10.1 | 8.9 | 7.6 | 8.1 | 8.7 |
| change in % over prior year | 66.9 | (2.4) | (23.9) | 11.5 | 3.6 |
| Purchases of PP&E and intangible assets | 50.7 | 45.3 | 51.4 | 44.7 | 55.5 |
| change in % over prior year | 34.6 | (10.8) | 13.6 | (13.1) | 24.2 |
| Cash flow from operating activities | 101.7 | 87.3 | 115.7 | 90.2 | 127.4 |
| change in % over prior year | 17.5 | (14.1) | 32.5 | (22.0) | 41.2 |
| Free operating cash flow | 56.6 | 37.7 | 63.7 | 53.4 | 69.5 |
| change in % over prior year | 12.7 | (33.4) | 69.1 | (16.2) | 30.2 |
| Net liquidity as of 31.12. | 219.8 | 151.1 | 163.1 | 184.1 | 211.1 |
| change in % over prior year | 8.3 | (31.3) | 7.9 | 12.9 | 14.7 |
| Return on invested capital (ROIC) in % | 23.2% | 20.9% | 15.8% | 16.8% | 17.1% |
| Equity as of 31.12. | 643.8 | 606.7 | 609.6 | 656.5 | 674.6 |
| as % of balance sheet total | 77.2 | 74.4 | 78.5 | 73.8 | 77.9 |
| Employees at year-end (permanent employees) | 4'588 | 4'469 | 4'109 | 3'975 | 4'224 |
| change in % over prior year | 4.0 | (2.6) | (8.1) | (3.3) | 6.3 |
| Employees, yearly average (permanent employees) | 4'466 | 4'608 | 4'279 | 4'122 | 4'094 |

Alternative Performance Measures

HUBER+SUHNER uses Alternative Performance Measures as guidance parameters for both internal and external reporting to stakeholders. HUBER+SUHNER uses the following definitions, which may differ from the one other companies use.

This document has been prepared in conformity with the Directive on the Use of Alternative Performance Measures issued by SIX Exchange Regulation Ltd.

Order intake

A new order is recognised as an order intake only when the contract creates enforceable obligations between the Group and its customer. When this condition is met, the order is recognised at the contract value.

Book-to-bill

The book-to-bill is the ratio of order intake to net sales.

Order backlog

The order backlog represents the amount of booked orders not yet delivered/invoiced at a closing date. The order backlog is calculated as follows:

- order backlog at the beginning of the year;
- plus order intake during the reporting period;
- less cancellations of orders recorded;
- less sales recognised during the reporting period.

Organic sales development

The organic sales development is calculated by adjusting the reported net sales for the impact of currency effects, copper price effects as well as portfolio effects (acquisitions and disposals). When determining the currency effects, the functional currency that is valid in the respective country is used.

EBIT

EBIT is calculated by subtracting cost of goods sold and operating expenses from net sales.

| | 2025 | 2024 |
|--|--------------|--------------|
| Net sales | 864.1 | 893.9 |
| Cost of goods sold | (536.7) | (577.7) |
| Gross profit | 327.4 | 316.1 |
| Selling, administrative and research and development expense | (241.8) | (232.5) |
| Other operating expense / income | 5.3 | 3.0 |
| EBIT (= operating profit) | 90.8 | 86.6 |

EBITDA

The EBITDA corresponds to the operating profit (EBIT) before depreciation of property, plant and equipment and amortisation of intangible assets.

| | 2025 | 2024 |
|---|--------------|--------------|
| EBIT (= operating profit) | 90.8 | 86.6 |
| Depreciation of property, plant and equipment | 31.2 | 31.0 |
| Amortisation of intangible assets | 6.8 | 5.0 |
| EBITDA | 128.9 | 122.6 |

Return on invested capital (ROIC)

The return on invested capital (ROIC) measures how efficiently the invested capital is used. It is defined as net operating profit after taxes (NOPAT) divided by the average invested capital. The average is calculated by adding the invested capital at the beginning of the period to that at the end of the period and dividing the sum by two.

Invested capital and NOPAT are defined as follows:

| | 31.12.2025 | 31.12.2024 |
|--|----------------|----------------|
| Trade receivables | 140.5 | 210.5 |
| Other short-term receivables (excl. derivative financial instruments) | 21.7 | 23.5 |
| Inventories | 165.3 | 155.4 |
| Accrued income | 9.4 | 7.3 |
| Property, plant and equipment (excl. undeveloped property) | 242.4 | 231.5 |
| Intangible assets | 33.9 | 31.6 |
| Deferred tax assets | 14.0 | 17.9 |
| Operating assets | 627.2 | 677.8 |
| Trade payables | (72.3) | (113.6) |
| Other short-term liabilities (excl. derivative financial instruments) | (53.4) | (56.9) |
| Short-term provisions | (15.6) | (11.9) |
| Accrued liabilities | (18.7) | (18.3) |
| Other long-term liabilities | (1.9) | (2.2) |
| Long-term provisions (excl. retirement plan obligations) | (6.2) | (6.3) |
| Deferred tax liabilities | (22.4) | (21.7) |
| Operating liabilities | (190.5) | (230.9) |
| Invested capital | 436.7 | 446.8 |
| | 2025 | 2024 |
| Average invested capital | 441.8 | 434.1 |
| EBIT (= operating profit) | 90.8 | 86.6 |
| Effective income tax rate | 16.7% | 15.7% |
| Income taxes | (15.2) | (13.6) |
| NOPAT (= net operating profit after taxes) | 75.7 | 73.0 |
| Return on invested capital (ROIC) in % = NOPAT / average invested capital | 17.1% | 16.8% |

Free operating cash flow

Free operating cash flow is defined as cash flow from operating activities (excl. purchases of marketable securities) less cash flow from investing activities.

| | 2025 | 2024 |
|---|-------------|-------------|
| Cash flow from operating activities | 127.4 | 90.2 |
| Cash flow from investing activities (excl. marketable securities) | (57.9) | (36.8) |
| Free operating cash flow | 69.5 | 53.4 |

Free cash flow

| | 2025 | 2024 |
|---|-------------|-------------|
| Free operating cash flow | 69.5 | 53.4 |
| Payment of dividend | (35.1) | (31.4) |
| Payment of dividend to minority interests | (0.9) | (0.4) |
| Purchase of treasury shares | (2.3) | (1.6) |
| Free cash flow | 31.3 | 19.9 |

Net liquidity

| | 2025 | 2024 |
|----------------------------------|--------------|--------------|
| Cash and cash equivalents | 211.1 | 174.1 |
| Marketable securities | 0 | 10.0 |
| Short-term financial liabilities | 0 | 0 |
| Net liquidity | 211.1 | 184.1 |

Due to rounding, numbers presented throughout this report may not add up precisely to the totals provided. All ratios and deltas are calculated using the underlying amount rather than the presented rounded amount.

Financial Report

Financial Statements HUBER+SUHNER AG

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Income Statement

| in CHF 1'000 | Notes | 2025 | 2024 |
|--|---------------------|------------------|------------------|
| Net Sales | | 453'443 | 427'940 |
| Other operating income | 3.1 | 27'770 | 25'203 |
| Change in semi-finished and finished goods | | 424 | (1'443) |
| Total operating income | | 481'637 | 451'700 |
| Material expenses | | (196'287) | (178'774) |
| Personnel expenses | | (158'323) | (151'982) |
| Other operating expenses | | (65'664) | (62'505) |
| Depreciation and amortisation | | (21'237) | (21'619) |
| Total operating expenses | | (441'511) | (414'880) |
| Operating profit (EBIT) | | 40'126 | 36'820 |
| Financial income | | 4'235 | 5'076 |
| Financial expense | | (4'117) | (118) |
| Income from investments | 3.2 | 24'269 | 18'392 |
| Non-operating income | | 1'310 | 1'342 |
| Non-operating expenses | | (1'024) | (1'040) |
| Income before taxes | | 64'799 | 60'472 |
| Income taxes | | (5'496) | (4'934) |
| Net Income | | 59'303 | 55'538 |

Balance Sheet

| in CHF 1'000 | Notes | 31.12.2025 | % | 31.12.2024 | % |
|--|-------|----------------|--------------|----------------|--------------|
| Assets | | | | | |
| Cash and cash equivalents | | 154'819 | | 137'813 | |
| Marketable securities | | – | | 10'000 | |
| Trade receivables third party | | 27'042 | | 22'592 | |
| Trade receivables group companies | | 37'405 | | 32'106 | |
| Other short-term receivables third party | | 6'240 | | 5'751 | |
| Other short-term receivables group companies | | 1'736 | | 2'070 | |
| Inventories | 3.3 | 34'860 | | 32'340 | |
| Accrued income | | 7'097 | | 4'951 | |
| Current assets | | 269'199 | 44.7 | 247'623 | 43.8 |
| Property, plant, equipment and intangible assets | 3.4 | 106'106 | | 105'398 | |
| Investments in subsidiaries | 3.5 | 197'715 | | 174'144 | |
| Long-term loans group companies | | 28'888 | | 38'343 | |
| Non-current assets | | 332'709 | 55.3 | 317'885 | 56.2 |
| Assets | | 601'908 | 100.0 | 565'508 | 100.0 |
| Liabilities and equity | | | | | |
| Trade payables third party | | 31'163 | | 29'717 | |
| Trade payables group companies | | 10'265 | | 9'732 | |
| Other short-term liabilities third party | | 22'774 | | 18'120 | |
| Short-term provisions | | 1'581 | | 1'098 | |
| Accrued liabilities | | 5'542 | | 3'857 | |
| Current liabilities | | 71'325 | | 62'524 | |
| Long-term provisions | | 37'025 | | 33'249 | |
| Other long-term liabilities | | 1'845 | | 2'095 | |
| Non-current liabilities | | 38'870 | | 35'344 | |
| Liabilities | | 110'195 | 18.3 | 97'868 | 17.3 |
| Share capital | 3.6 | 4'798 | | 4'798 | |
| Legal reserves | | 40'271 | | 40'271 | |
| General reserves | | 91'075 | | 91'154 | |
| Retained earnings | | 356'574 | | 332'351 | |
| Treasury shares | 3.7 | (1'005) | | (934) | |
| Equity | | 491'713 | 81.7 | 467'640 | 82.7 |
| Liabilities and equity | | 601'908 | 100.0 | 565'508 | 100.0 |

Notes to Financial Statements

1 General

The financial statements of HUBER+SUHNER AG, domiciled in Herisau, are prepared in accordance with the Swiss Code of Obligations (OR).

2 Accounting policies

2.1 General

These financial statements were prepared in accordance with the commercial accounting provisions of the Swiss Code of Obligations. The accounting of major balance sheet and income statement positions is disclosed hereinafter.

2.2 Foreign currency translation

All assets and liabilities denominated in foreign currencies are converted into Swiss francs at the year-end exchange rates according to the imparity principle. Income and expenses as well as transactions in foreign currencies are converted at the conversion rate valid at the transaction date. The resulting foreign exchange differences are recognised in the income statement.

2.3 Revenue recognition

HUBER+SUHNER generates revenues mainly from the sale of products, services and systems. Revenues from these sales are recognised upon delivery to the customer. Depending on the terms of the sales contract, delivery is made when the risks and rewards of the sold products are transferred to the customer, when the service has been performed or when the contractual arrangement with the customer has been fulfilled. Sales are shown as a net amount in the income statement. They represent the total value of invoices to third parties less sales taxes, credits for returns and revenue reductions (primarily rebates and discounts).

2.4 Trade receivables

Trade receivables are measured at nominal value less allowances. Indications of impairment are substantial financial problems on the customer side, a declaration of bankruptcy or a material delay in payment. In addition, a fiscally permitted allowance is recognised in the remaining trade receivables.

2.5 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of goods comprises direct material and production costs and related production overheads. The valuation of the inventory is based on standard costs that are verified annually. Slow-moving and obsolete stock that have insufficient inventory turns are systematically revaluated, either partly or fully. In addition, a fiscally permitted allowance is recognised in the remaining inventories.

2.6 Property, plant, equipment and intangible assets

Property, plant, equipment and intangible assets are stated at the purchased or manufactured cost less fiscally permitted accumulated depreciation. If there are indications that the carrying amount is overstated, property, plant, equipment and intangible assets are reviewed for impairment and, where necessary, written down to the recoverable amount.

2.7 Investments in subsidiaries

Investments are initially recognised at cost. Investments are assessed annually and individually.

2.8 Provisions

Provisions are made for warranties, personnel expenses, restructuring costs, as well as legal and other miscellaneous operational risks that meet the recognition criteria. They are recognised when the company has a present legal or constructive obligation as a result of past events and if it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Warranty provisions are generally measured and recognised based on experience values. Additional provisions may be made if permitted under tax regulations.

2.9 Treasury shares

Treasury shares are stated at acquisition cost and presented as a negative position in the shareholders' equity. No subsequent valuation is made. If the treasury shares are disposed of later, the resulting gain or loss is recognised in the reserves.

3 Details to individual positions

3.1 Other operating income

Other operating income includes income from other activities such as the sale of scrap, miscellaneous services, the capitalisation of internally produced capital goods, the release of provisions and miscellaneous, not periodical, operating revenues from third parties.

3.2 Income from investments

Income from investments includes dividend payments from subsidiaries in the amount of TCHF 24'269 (previous year: TCHF 18'392). No impairments of investments were recognised (previous year: no impairment) or reversed (previous year: no reversal).

3.3 Inventories

| in CHF 1'000 | 31.12.2025 | 31.12.2024 |
|----------------------------------|---------------|---------------|
| Raw materials and supplies | 15'434 | 15'553 |
| Work in progress | 9'446 | 6'065 |
| Semi-finished and finished goods | 58'534 | 58'110 |
| Inventory provision | (48'554) | (47'388) |
| Total | 34'860 | 32'340 |

3.4 Property, plant, equipment and intangible assets

| in CHF 1'000 | 31.12.2025 | 31.12.2024 |
|-----------------------------------|----------------|----------------|
| Land | 6'225 | 6'225 |
| Buildings | 38'812 | 40'661 |
| Technical equipment and machinery | 19'751 | 19'184 |
| Other equipment | 592 | 752 |
| Assets under construction | 6'134 | 6'476 |
| Investment property | 2'080 | 2'080 |
| Intangible assets | 32'512 | 30'020 |
| Total | 106'106 | 105'398 |

3.5 Investments in subsidiaries

Directly and indirectly held subsidiaries are listed in chapter [Group Companies](#) of the Group Financial Statements.

3.6 Share capital

Both at 31 December 2025 and at 31 December 2024, the share capital was composed of 19'190'000 registered shares, with a nominal value of CHF 0.25 each.

The composition of capital stock is disclosed in the Notes to the Group Financial Statements (see [Note 28](#)).

The company holds 732'490 treasury shares (726'640 treasury stock and 5'850 other treasury shares for remuneration purposes).

3.7 Treasury shares

| | 2025 | 2024 |
|------------------|----------|-------------|
| Number at 1.1. | 736'640 | 1'748'640 |
| Purchases | 24'407 | 22'300 |
| Allotment | (28'557) | (24'300) |
| Cancellation | – | (1'010'000) |
| Number at 31.12. | 732'490 | 736'640 |

For details of transactions and balances relating to treasury shares see [note 28](#) of the Notes to Group Financial Statements.

4 Contingent liabilities

| in CHF 1'000 | 31.12.2025 | 31.12.2024 |
|--|------------|------------|
| Parent guarantee for long-term lease | 4'344 | 6'303 |
| Parent guarantee for repayment of an advance payment | – | 1'879 |
| Parent guarantee for security of a credit line | – | 1'738 |

5 Liabilities to pension funds

| in CHF 1'000 | 31.12.2025 | 31.12.2024 |
|------------------------------------|------------|------------|
| Total liabilities to pension funds | – | – |

6 Net release of undisclosed reserves

| in CHF 1'000 | 2025 | 2024 |
|---|------|------|
| Total net release of undisclosed reserves | – | 218 |

7 Allotted Shares

Allotted number of shares to:

| | 2025 | 2024 |
|----------------------------|--------|--------|
| Board of Directors | 8'000 | 8'000 |
| Executive Group Management | 11'400 | 14'750 |
| Employees | 4'888 | 5'807 |

Allotted shares

| in CHF 1'000 | 2025 | 2024 |
|-------------------------------------|-------|-------|
| Expensed amount in Income Statement | 3'375 | 2'122 |

The expense amount excluding social security is based on the market price of CHF 73.90 at date of allotment for 2'000 shares allotted during the year and the 2025 year-end share price of CHF 144.80 for outstanding shares (previous year: CHF 74.20). For members of Board of Directors and Executive Group Management, the assignment is subject to approval by the Annual General Meeting. The 2'000 shares that were allotted during the year were assigned to the Board of Directors in turn of the Annual General Meeting held in 2025.

8 Full-time positions

As in the previous year, HUBER+SUHNER AG had over 250 employees (full-time-equivalent) in 2025.

9 Equal pay analysis

HUBER+SUHNER AG performed an equal pay analysis based on the reference month March 2021, as required by Article 13a of the Gender Equality Act. The analysis concluded that the employee pay-related gender effect is clearly within the tolerance threshold. Ernst & Young Ltd certified that all legal requirements had been met in full. In 2025, HUBER+SUHNER AG performed again an equal pay analysis on a voluntary basis, although it would have been exempt from the repetition requirement under Article 13a para. 3 of the Gender Equality Act. The analysis in 2025 confirmed again the results of the analysis in 2021. As a result, HUBER+SUHNER AG received the salary equality certificate for 2025 in Switzerland again.

10 Leasing obligations not recorded in the balance sheet

At the balance sheet date there are neither short-term obligations with a duration of less than one year (previous year: TCHF 0.0) nor obligations in excess of one year (previous year: none).

11 Events after the balance sheet date

There were no events after the balance sheet date which affect the annual results or would require an adjustment to the carrying amounts of the HUBER+SUHNER AG assets and liabilities.

12 Additional disclosures, cash flow statement and management report

Pursuant to Article 961d para. 1 of the Swiss Code of Obligations, no additional disclosures are made, as HUBER+SUHNER AG prepares Group Financial Statements in accordance with generally accepted accounting principles (Swiss GAAP FER).

Recommendation for Appropriation of Earnings

The Board of Directors of HUBER+SUHNER AG recommends to the Annual General Meeting the following appropriation of available earnings for the year 2025:

| in CHF 1'000 | 2025 | 2024 |
|--|-----------------|-----------------|
| Prior-year retained earnings | 297'271 | 357'978 |
| Reserve for treasury shares - netting | – | (81'165) |
| Net income for the year | 59'303 | 55'538 |
| Total retained earnings | 356'574 | 332'351 |
| Dividend | (36'915) | (35'080) |
| Total appropriation | (36'915) | (35'080) |
| Retained earnings carried forward | 319'659 | 297'271 |

If this recommendation is accepted the following amounts will be valid for each registered share, with a nominal value of CHF 0.25 each:

| | CHF | CHF |
|---------------------------|--------------|--------------|
| Gross dividend | 2.000 | 1.900 |
| Less 35 % withholding tax | 0.700 | 0.665 |
| Net dividend | 1.300 | 1.235 |



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To the General Meeting of
Huber+Suhner AG, Herisau

Basle, 4 March 2026

Report of the statutory auditor

Report on the audit of the financial statements



Opinion

We have audited the financial statements of HUBER+SUHNER AG (the Company), which comprise the balance sheet as at 31 December 2025, the income statement for the year then ended and notes to financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 101 to 107) comply with Swiss law and the Company's articles of incorporation.



Basis for opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the "Auditor's responsibilities for the audit of the financial statements" section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the financial statements.



Valuation of inventories

Area of Focus As of 31 December 2025, inventories amounted to CHF 34.9 million, representing 5.8% of HUBER+SUHNER AG's total assets. As indicated in Note 2.5 of the notes to the stand-alone financial statements of HUBER+SUHNER AG, inventories are valued at the lower of cost and net realisable value. Cost is determined according to the standard costing method. For slow-moving and obsolete stock the entity recognizes an inventory allowance based on the inventory turnover. Due to the significance of the carrying values of inventories and the degree of Management judgment involved in determining production costs, write-downs and fair value less cost of sales, this matter was considered significant to our audit.

Our audit response Our audit procedures included, amongst other:

- We gained an understanding of the inventory valuation process, the valuation method, as well as the underlying assumptions applied.
- On a sample basis we analysed the standard cost calculations and verified the differences between the standard and actual costs.
- We challenged the estimates made by Management regarding write-downs by assessing whether they are in line with historical experience.
- We reviewed inventory ratio's and audited underlying data of the inventory ageing list.
- We verified compliance with the principle of net realisable value for finished goods by comparing production costs with the expected net sale proceeds.

Our audit procedures did not lead to any reservations regarding to the valuation of inventories

Valuation of investments to subsidiaries and loans to group companies

Area of Focus As of 31 December 2025, the HUBER+SUHNER AG holds investments in subsidiaries of CHF 197.7 million and loans to group companies of CHF 28.9 million, which corresponds to 32.8% and 4.8% respectively of total assets. The investments in subsidiaries are disclosed in the note "Group Companies" of the consolidated financial statements of HUBER+SUHNER AG. Investments in subsidiaries and loans to group companies are material to the entity and may be subject to changes in value. Accordingly, Management performs regular impairment considerations and calculations to determine the value of each investment and loan. The investments in subsidiaries and the loans to group companies were considered significant to our audit as the amounts concerned are material and the assessments involve judgment in preparing the underlying key assumptions for the valuation.



Our audit response

Our audit work for the valuation of the investments in subsidiaries and loans to group companies consisted of auditing Management's valuation assessments and the underlying key assumptions. We also assessed the historical accuracy of the Company's estimates and long-term business plans.

Our audit procedures did not lead to any reservations regarding to the valuation of investments in subsidiaries and loans to group companies



Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the HUBER+SUHNER Group Financial Statements, the Financial Statements of HUBER+SUHNER AG, the tables on page 57 to 64 in the compensation report and our auditor's reports thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Board of Directors' responsibilities for the financial statements

The Board of Directors is responsible for the preparation of the financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



A further description of our responsibilities for the audit of the financial statements is located on EXPERTsuisse's website at: <https://www.expertsuisse.ch/en/audit-report>. This description forms an integral part of our report.

Report on other legal and regulatory requirements



In accordance with Art. 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of the financial statements according to the instructions of the Board of Directors.

Based on our audit in accordance with Art. 728a para. 1 item 2 CO, we confirm that the proposal of the Board of Directors complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

Ernst & Young Ltd

Iwan Zimmermann
Licensed audit expert
(Auditor in charge)

Erik Zeller
Licensed audit expert

Share Data

HUBER+SUHNER AG is a company listed in Switzerland. The shares are traded on the SIX Swiss Exchange with the following listing details:

| | |
|-------------------|--|
| Registered office | 9100 Herisau, Switzerland |
| Listing | SIX Swiss Exchange, Swiss Reporting Standard |
| Security number | 3'038'073 |
| ISIN | CH0030380734 |
| Security symbol | HUBN |
| Nominal value | CHF 0.25 |

| Registered shares at 31.12. (nominal value CHF 0.25) | 2021 | 2022 | 2023 | 2024 | 2025 |
|---|-------------|-------------|-------------|-------------|--------------------|
| Number of issued shares | 20'200'000 | 20'200'000 | 20'200'000 | 19'190'000 | 19'190'000 |
| Number of shares entitled to a dividend | 19'306'860 | 18'544'201 | 18'451'360 | 18'453'360 | 18'457'210 |
| Number of shareholders at 31.12. | 6'861 | 6'054 | 7'353 | 6'996 | 6'452 |
| Stock market price (in CHF) | 2021 | 2022 | 2023 | 2024 | 2025 |
| high | 88.00 | 95.60 | 92.40 | 89.60 | 158.40 |
| low | 69.00 | 71.50 | 59.90 | 60.40 | 58.00 |
| year-end | 87.00 | 86.30 | 68.00 | 74.20 | 144.80 |
| Amounts per registered share¹⁾ (in CHF) | 2021 | 2022 | 2023 | 2024 | 2025 |
| Net income | 4.45 | 4.47 | 3.48 | 3.87 | 4.03 |
| Dividend | 2.00 | 2.10 | 1.70 | 1.90 | 2.00 ³⁾ |
| Pay-out ratio | 45% | 47% | 49% | 49% | 50% |
| Market capitalisation²⁾ | 2021 | 2022 | 2023 | 2024 | 2025 |
| in CHF million | 1'680 | 1'600 | 1'255 | 1'369 | 2'673 |
| as % of net sales | 195 | 168 | 147 | 153 | 309 |
| as % of shareholders' equity | 262 | 265 | 207 | 209 | 397 |

¹⁾ Based on the average outstanding shares

²⁾ Stock market price at year-end × number of shares entitled to a dividend

³⁾ Proposed dividend

For further information on the HUBER+SUHNER Group, please visit www.hubersuhner.com.

Non-financial Report

HUBER+SUHNER Group Sustainability Statement

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Non-financial key figures

Group

| | 2025 | 2024 | Baseline | 2024 Δ | Baseline Δ |
|--|---------|---------|----------|--------------------|----------------------|
| Scope 1+2 (market-based) in tCO ₂ -eq Target: -55% by 2030 | 6'631 | 6'128 | 7'735 | 8.3% | (14.3%) |
| Scope 3 in tCO ₂ -eq Target: -25% by 2030 | 161'044 | 209'384 | 189'920 | (23.1%) | (15.2%) |
| Intensity waste sent to landfill/incineration (kg/net revenue) Target: -25% by 2030 | 1.7 | 1.7 | 1.8 | 1.5% ¹⁾ | (3.0%) ²⁾ |
| Energy intensity (MWh/net revenue) Target: -15% by 2030 | 61 | 60 | 63.2 | 2.7% ¹⁾ | (3.1%) ²⁾ |
| LTIR (Occupational accidents with lost time per one million hours worked per year) Target: ≤3.0 annually | 6 | 2.6 | n.a. | 3.4 | – |
| Average training per employee per year in hours Target: ≥16 hours | 15 | 17 | n.a. | (12%) | – |
| Management and expert positions filled with with a mix of internal and external talents Target: 40–60% annually | 52% | 54% | n.a. | (2) | – |
| Participation in online compliance training per year Target: ≥95% annually | 98% | 98% | n.a. | – | – |

1) Energy intensity and the intensity of waste sent to landfill/incineration were previously calculated relative to added value. Using added value as the reference, we observe a 6.3% decrease in waste sent to landfill/incineration and a 5.2% decrease in energy intensity.

2) When referenced against added value, waste sent to landfill/incineration declined by 5%, while energy intensity was reduced by 5.5% compared to the baseline.

General information

Basis for preparation of the Group Sustainability Statement

BP-1; BP-2

General basis: This Group Sustainability Statement has been prepared on a consolidated basis for the year ending 31 December 2025, with reference to the European Union's Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS) Sector agnostic Set 1. This report does not claim full compliance with all ESRS requirements, as the standards were under revision at the time of publication. For the 2025 reporting year, we have no legal obligation to report under ESRS and do so voluntarily. The Group Sustainability Statement presents all required disclosures on material matters, supplemented by information on certain non-material topics. The Group Sustainability Statement encompasses upstream and downstream activities, as well as the company's own operations, as illustrated in [Table 1](#).

Unless otherwise stated, the sustainability performance data and information included in this statement are reported based on the same consolidation principles as the financial statements, which include HUBER+SUHNER AG (the parent company) and its controlled subsidiaries. We disclose the list of companies and corresponding geographies included in its consolidation perimeter as part of the [financial statements](#).

For environmental data, all major entities report, at a minimum, their energy consumption and employee commuting figures for carbon footprint calculations. Data from two office locations in France and Spain and one joint venture in France are not included, as their estimated contribution is below 1% of the company's total carbon footprint.

In 2024, we relocated from our former production and warehouse facility in Taufkirchen, DE, to rented office space in Unterhaching, DE. Until the sale of the Taufkirchen site is finalised, data from both locations will continue to be consolidated. Starting in 2025, we will also begin reporting on our new production site in Pisary, PL which serves as an extension of our Krzeszowice, PL, operations and focuses on the same product family. The Pisary facility officially opened in June 2025 and commenced operations in August 2025.

While there were no acquisitions or divestments in 2025, we increased our stake in BKtel Photonics strengthening our strategic position. This change had no impact on reporting.

Confidentiality: We did not use the exemption of omitting the disclosure of information related to intellectual property, know-how, or innovation results. Furthermore, we have not used the exemption for impending developments or matters in course of negotiation.

Time horizons: HUBER+SUHNER has defined specific time horizons for its sustainability statement: short term (up to one year), medium term (one to five years), and long term (over five years). Where appropriate, different time horizons may be applied than those set out in ESRS 1. Specific time intervals have also been established for setting and reviewing sustainability targets.

Significant estimates and judgements: To prepare for the CSRD, we aligned our data reporting with applicable ESRS definitions and requirements. Restatements, if applicable, are detailed in the Methodologies and assumptions sections regarding the relevant data points. This sustainability statement relies on significant estimates and judgments, particularly when data is collected annually, extrapolated, using fast-close methods, or otherwise estimated. Greenhouse gas emissions (GHG) calculations involve inherent uncertainty due to limitations in scientific data, emission factors, and the conversion of different gases into comparable values. Wherever possible, estimates are based on recognised third-party databases and methodologies. All forward-looking information is subject to uncertainty, and estimates are reviewed regularly and updated as needed. For further details on the estimates and judgements applied, please refer to Methodologies and assumptions in topical sections.

Phased-in data points: In 2025, we focused on gathering information for the initially mandatory disclosures and chose to make use of the phased-in approach outlined in [ESRS 1 Appendix C](#). This approach will be reviewed in line with the planned adoption of the revised ESRS in 2026. In addition to the phased-in data points, this also includes upstream pollution impacts (ESRS E-2) and disclosures under Regulation (EU) 2019/2088 (EU Taxonomy).

External assurance: In 2025, the chapters [E1 Climate change](#) and [S1 Own workforce](#) were subject to a voluntary limited assurance. The engagement was conducted by Ernst & Young Ltd in accordance with applicable assurance standards. The scope and results of the engagement are outlined in [Addendum 2](#).

Mandatory reporting requirements: This report has been prepared in accordance with the Swiss Code of Obligations (CO) and includes the non-financial disclosure as required by Article 964a et seq. It also addresses the due diligence and transparency obligations under Articles 964j to 964l, specifically relating to the sourcing of minerals and metals from conflict-affected areas and risks associated with child labour. Climate-related disclosures are governed by the Swiss Ordinance on Climate Disclosures, which sets out the reporting requirements under Article 964b CO. These matters are covered in accordance with the ESRS, specifically ESRS 2 and ESRS E1. For a detailed overview of the disclosures in accordance with the requirements of Art. 964b of the CO please refer to [Addendum 1](#). In the absence of a clear XBRL taxonomy for the evolving ESRS standards, we fulfil the machine-readability requirement set by the Swiss Climate Ordinance by providing this report as an online PDF with clear references to the relevant ESRS standards. We continue to closely monitor regulatory developments at both the Swiss and EU level to ensure compliance with any additional requirements.

Sustainability governance

GOV-1; GOV-2; GOV-3

Our sustainability governance structure ensures that due diligence outcomes, policies, and the effectiveness of actions are transparently communicated and aligned with the company's sustainability objectives.

Board and management composition: The Board of Directors consisted of eight members – three women and five men – with women accounting for 38%. All members were non-executive, and all were independent (i.e., had no role in Executive Group Management, no significant business ties with HUBER+SUHNER, and no service on its EGM or affiliates in the past three financial years). The EGM comprised six members – one woman and five men – with women accounting for 17% of the team. All were executive members. HUBER+SUHNER had no direct representation of employees or workers on the BoD or EGM. For details on our EGM and BoD composition, relevant expertise and skills, please refer to our [Corporate Governance Statement](#).

All members of the EGM and BoD contribute significant expertise in compliance and business conduct, based on their extensive executive experience. This is reinforced by several board members' legal qualifications, as well as academic backgrounds in engineering or sciences, backed by professional experience, and personal interest in environmental topics.

Social, public policy, and economics know-how are also represented, ensuring a well-rounded approach to sustainable and ethical decision-making.

Roles and responsibilities: Sustainability is actively governed by the EGM and BoD through regular, structured engagement. The Head of Global Sustainability reports regularly to the EGM on sustainability issues, the implementation of the sustainability strategy, performance outcomes, and associated risks. An annual management review further assesses global sustainability policies and processes.

Key sustainability matters are presented to the BoD by the Chief Executive of Officer (CEO) or Head of Global Sustainability for information, consultation, and, when necessary, endorsement. Through the Audit Committee, which also oversees the integrity of sustainability processes, controls, audits, and disclosures, the BoD receives biannual updates focused on key performance indicators (KPIs), targets, and reporting obligations. The Nomination and Compensation Committee (NCC) is responsible for ensuring effective succession planning and selection process, overseeing remuneration policies and fostering diversity in governance bodies. Material sustainability topics are regularly reviewed by both the EGM and the BoD to support informed decision-making and strategic planning. Annual risk assessments, including compliance risk, presented to the BoD by the Chief Financial Officer (CFO), further strengthen oversight of legal, regulatory, and sustainability-related risks.

The company's sustainability strategy is fully integrated into its business plan, addressing material impacts, risks, and opportunities (IROs). These factors, including potential trade-offs, are considered in key decisions at the management level. Material sustainability risks are embedded in the company's risk management framework.

Remuneration: As part of our Remuneration policy, the EGM participates in short-term incentive programmes linked to progress on our sustainability strategy, with partial payouts available for partial achievement. In 2025, all members of the EGM were assigned individual sustainability targets. For most, these targets accounted for 10% of their variable compensation within the individual performance component of their incentive plans. These targets are designed to address and manage material sustainability IROs. The BoD and EGM also receive annual long-term compensation in the form of company shares. The number of shares granted is influenced by the company's strategic priorities, with the climate transition plan being a factor.

GOV-4

Statement of due diligence: Our due diligence system is designed to uphold responsible business conduct and promote sustainable practices across all levels of operation. The process is rooted in key governance instruments and aligns with internationally recognised standards. Its core elements include:

- **Embedding responsible business conduct:** Ethical conduct and sustainability principles are integrated into the company's foundational frameworks, including the [Code of Conduct \(CoC\)](#), [Supplier Code of Conduct](#), and Procurement policy. These policies serve as the backbone of our compliance and responsible sourcing strategy, ensuring due diligence is anchored in day-to-day decision-making processes.
- **Identifying and assessing adverse impacts:** We apply a risk-based approach using tools such as the Double Materiality Assessment (DMA), supplier-level evaluations, and an open-access [whistleblowing platform](#). This enables early identification of environmental and human rights risks across the supply chain, guiding the prioritisation of issues that require active management.
- **Engaging with affected stakeholders:** Although our 2025 due diligence did not identify any actual or likely adverse impacts among direct suppliers, we recognise that some risks in the supply chain may not be immediately visible. We continue to monitor our operations, and our grievance mechanism is available to all potentially affected stakeholders.
- **Taking action to address identified impacts:** Concrete measures are implemented to mitigate and manage risks. These include the application of our Supplier Code of Conduct and a structured supplier sustainability rating, supporting continuous improvement and alignment with our expectations.
- **Tracking effectiveness and communicating progress:** Metrics on Key Performance Indicators (KPIs) are collected and reviewed continuously to measure the impact of our actions. These insights promote internal oversight and external transparency, reinforcing accountability and driving refinements where needed.

Core elements of our due diligence assessment, in accordance with Articles 964j to 964l CO, focus on the sourcing of minerals and metals from conflict-affected areas and the risks related to child labour. Based on our assessments and due diligence as outlined above, there are currently no reasonable grounds to suspect child and/or forced labour, nor that metals and minerals originate from conflict-affected or high-risk areas.

GOV-5**Risk management and controls over sustainability reporting:**

Responsibility for data collection is shared across teams. Corporate Controlling oversees social and governance data, while the global sustainability team manages environmental data and consolidates all information into a comprehensive report. This structure, established by the EGM, reflects the company's proactive approach to evolving sustainability reporting requirements. To meet increasing compliance demands, we have allocated dedicated resources to strengthen our sustainability governance and reporting frameworks, particularly by enhancing data collection processes and internal controls. These controls cover planned actions, collected data, and KPIs related to environmental and occupational health and safety topics.

The BoD, Audit Committee, and EGM regularly review material risks and internal controls to ensure the integrity and reliability of our integrated reporting process.

Strategy, business model and value chain**SBM-1; SBM-2; SBM-3**

Information on our business model, strategy, products, and services can be found in the [Management Report](#). Our strategy and business model are designed to be resilient and sustainable. As detailed in the relevant sections of this report, we actively work to minimise our negative impacts while preserving and enhancing positive outcomes in line with our sustainability strategy and defined objectives. Through a diversified supplier base and proactive monitoring of market conditions, we have effectively limited risks related to the supply of raw materials, including copper. At present, these actions have no material financial impact.

HUBER+SUHNER uses a bottom-up approach for sustainability strategy development. This means that sites and functions within the company develop their own strategies with guidance from the global sustainability team, which are then combined at the Group level, where the strategy is approved by the EGM. In this context, we continuously engage with key internal and external stakeholders such as employees, customers, suppliers, investors, and shareholders to gather valuable insights and feedback. The scope and frequency of engagement vary by stakeholder group.

Materiality assessment

IRO-1

In 2024, HUBER+SUHNER with the support of an external consultant initiated the Double Materiality Assessment (DMA) by defining its context and scope. This foundational step included mapping activities, products, services, and locations, and outlining how these elements are interconnected within our business model. A value chain mapping was conducted to prioritise key suppliers and materials. The second step of the DMA process involved identifying the IROs. In line with the European Financial Reporting Advisory Group's (EFRAG) recommendations and guidelines, we used the list of sustainability matters outlined in ERS 1 (AR16), covering environmental, social, and governance (ESG) topics. These sustainability matters were systematically screened against predefined criteria to determine their potential materiality within the defined context and scope. In addition to this, company-specific IROs were identified and incorporated into the list. This screening process was informed by the previous DMA, interviews with key stakeholders, desktop research, and relevant reports. In the third step of the process, both potential and actual negative and positive impacts, along with financial risks and opportunities across multiple time horizons, were assessed and scored, again with the help of relevant internal and external stakeholders. Impact materiality and financial materiality were determined based on the assessment of all positive and negative impacts, as well as opportunities and risks, for each sustainability topic across all covered subsidiaries.

The score of the sustainability topics corresponds with the maximum score on impact materiality and financial materiality of the underlying IROs. This means that a topic is material as soon as at least one underlying IRO exceeds the materiality threshold. A total of 101 IROs were identified, of which eleven were deemed materially important. Overall, the DMA process identified seven sustainability topics of material significance to HUBER+SUHNER.

The fourth step of the process included calibration and validation of assessment of IROs through internal workshops with key stakeholders and the EGM. The calibration of topics included discussions on dependencies and how to account for them during the assessment. Relevant disclosure requirements (DR) and data points were identified based on material matters at the sub-sub-topic level, extending down to individual data points. The results of the DMA were presented to and endorsed by both- the EGM and the BoD.

Table 1 in [Addendum 1](#) outlines all disclosure requirements (DRs) addressed in the preparation of this sustainability statement, along with the corresponding sections where each disclosure can be found.

The table below provides a brief overview of the material IROs. More comprehensive details on the IROs, including their current and anticipated effects, our responses or planned actions, as well as associated policies, targets, and metrics, are discussed in the topical sections of this statement.

Table 1: Presentation of the material IROs

SBM-3

| ESRS | IRO | Time horizon | Value chain | Description |
|---|------------------------|--------------|--|--|
| ESRS E1 Climate change: Climate change mitigation | Actual positive impact | MT | Upstream / Own operations / Downstream | Optimised logistics flow with "regional-for-regional" model, promoting local suppliers sourcing and leading to a positive environmental impact |
| | Actual negative impact | ST | Upstream | Scope 3 emissions linked to operations in upstream value chain from material sourcing |
| | Actual negative impact | ST | Own operations | Direct emissions linked to H+S own operations (related to scope 1 and 2) |
| ESRS E1 Climate change: Energy | Actual positive impact | LT | Own operations | Implementing energy-saving initiatives and the procurement and generation of renewables |
| ESRS E2 Pollution: Pollution of air; Pollution of water; Pollution of soil | Actual negative impact | MT | Upstream | Air pollution from particles (heavy metals) |
| ESRS E5 Circular economy: Resources inflows, including resource use | Risk | MT | Upstream / Own operations | Dependence on virgin copper |

| | | | | |
|---|---------------------------|----|-----------------------------------|---|
| ESRS E5 Circular economy: Waste | Actual negative impact | ST | Own operations / Downstream | Waste generation in manufacturing processes and further processing including scrap waste |
| ESRS G1 Business conduct: Corruption and bribery | Actual positive impact | MT | Own operations | Implementing a comprehensive company-wide compliance training programme on anti-bribery, conflict of interest, and non-competition to reduce organisational risks (especially for at-risk functions) |
| ESRS S1 Own workforce: Working conditions | Actual positive impact | LT | Own operations | Implementing health and safety initiatives for workplace safety and employee well-being |
| ESRS S1 Own workforce: Equal treatment and opportunities for all | Actual positive impact | MT | Own operations | Optimised employee turnover rates across various operating countries |
| ESRS S1 Own workforce: Equal treatment and opportunities for all | Actual positive impact | MT | Own operations | Fostering internal talent and agility through strategic development and role innovation |

*ST= short term < one year; MT = medium term one to five years; LT = long term > five years
The IROs are based on the materiality assessment conducted in 2024

Environment

E1 Climate change

| Topic | Relevant IRO | Key policies | Targets | Management focus |
|------------------------|--|---|--|--|
| ESRS E1 Climate change | <ul style="list-style-type: none"> Climate change mitigation Energy management | Environmental Management Policy; Energy Policy; Supplier Code of Conduct; Code of Conduct; Procurement Policy | <ul style="list-style-type: none"> 55% Scope 1+2 reduction by 2030 and 25% Scope 3 reduction by 2030 from 2023 Net-zero by 2050 15% reduction in energy intensity by 2030 from 2021 | <ul style="list-style-type: none"> Addressing climate change Lowering energy intensity |

Policies

ESRS 2 MDR-P; E1-2

Decarbonisation is a strategic priority for us, driven by our Environmental Management- and Energy Policies, which align with International Organization for Standardization (ISO) 14001 and ISO 50001 standards. These policies are the foundation of our efforts to mitigate climate change, enhance resource and energy efficiency, and promote the use of renewable energy. Our commitment extends across the entire value chain and is reinforced through our [Procurement Policy](#), [Supplier Code of Conduct](#) and Product Evolution Process (PEP). We collaborate closely with suppliers and customers to address climate impacts. We evaluate the effectiveness of our policies using clearly defined metrics and targets. Progress is continuously reviewed through site-level meetings, process reviews, and audits to ensure continuous improvement.

Targets

ESRS 2 MDRT-T; E1-1; E1-3; E1-4

In 2016, we committed to a science-based GHG reduction target for Scope 1+2 and 3 emissions by 2025, validated by Science Based Targets initiative (SBTi) experts. Originally aligned with the 2 °C goal, the target for Scope 1+2 was revised in 2019 to meet the stricter 1.5 °C criteria. As the original target period concludes in 2025, we submitted updated targets covering all three scopes in 2024. These were approved by the SBTi in January 2025 and set us on a clear path toward achieving net-zero emissions by 2050. To support our climate targets, we employ a 1.5 °C climate scenario as a strategic framework to navigate developments across dimensions, like technology, market, and policy. This scenario informs key decarbonisation levers, such as efficiency of our own operations, sustainable supply chain, and our product portfolio.

Table 2: GHG emissions reduction targets

| Net-zero target (2050) (2023 baseline) | | Baseline | 2024 | 2025 | Baseline Δ abs. | Baseline Δ [%] | SBTi vali- dated |
|--|--------------------------------|----------|-------------------|---------|--------------------|-------------------|---------------------|
| -90% in Scope 1+2 (market-based) 1.5 °C trajectory | tCO2-eq | 7'735 | 6'128 | 6'631 | (1'104) | (14%) | Yes |
| -90% in Scope 3 1.5 °C trajectory | tCO2-eq | 248'141 | 267'605 | 226'044 | (22'097) | (9%) | Yes |
| 2030 (near-term) (2023 baseline) | | | | | | | |
| -55% absolute emissions Scope 1+2 (market-based) 1.5 °C trajectory | tCO2-eq | 7'735 | 6'128 | 6'631 | (1'104) | (14%) | Yes |
| -25% absolute emissions Scope 3 2 °C trajectory | tCO2-eq | 189'920 | 209'384 | 161'044 | (28'876) | (15%) | Yes |
| 2025 target (2015 baseline) | | | | | | | |
| -50% emission intensity Scope 1+2 (market-based) 1.5 °C trajectory | tCO2-eq/ MCHF ¹⁾ | 56 | 15 | 16 | (41) | (73%) | Yes |
| -30% emission intensity Scope 3 2 °C trajectory | tCO2-eq/ MCHF ¹⁾ | 158 | 495 ²⁾ | 359 | 201 | 128% | Yes |

1) The first SBTi target used added value (VA) as a basis; Scope 3 increased due to refined accounting since 2017.

2) Updated post-publication weight calculations corrected the prior value (513).

In addition to our emissions reduction targets, we have committed to reducing our global energy intensity by 15% by 2030, using 2021 as the baseline year.

In 2024, we set 2023 as our baseline year for the new near-term climate targets. The baseline – 7735 tCO₂eq in Scope 1+2, 189'920 tCO₂eq in Scope 3 – reflects our current organisational structure and strategic direction, enabling more accurate progress tracking. It covers 99% of Scope 1+2 emissions and 74% of Scope 3 emissions across our global upstream and downstream operations. The target boundary includes land-related emissions and removals from bioenergy feedstocks.

In 2023, we conducted a comprehensive Scope 3 screening covering 97% of our total emissions. Due to data quality limitations, we exclude capital goods, use phase, and end-of-life (EOL) from our SBTi-approved 2030 Scope 3 target, though we remain committed to improving data accuracy. Unlike many electronics firms, we primarily supply passive components with minimal use-phase emissions – mainly power cables used in Europe's low-emission rail sector. Active components, such as antennas and optical equipment, represent a small portion of our portfolio. The baseline for our net-zero target is 248'141 tCO₂-eq and also covers the use-phase.

Our ability to meet the 2030 target for Scope 3 depends on several external factors beyond our direct control. These include the pace of transformation across the value chain, the availability and demand for low-carbon materials, and access to reliable supplier data. These elements are critical in shaping our emissions reduction pathway and underscore the importance of collaboration and transparency throughout our supply chain.

Actions and resources: climate transition plan

ESRS 2 MDR-A; E1-1; E1-2; E1-3; E1-4; E1-6; E1-7; E1-8

Our climate transition plan, which was approved by the EGM and BoD in 2024, is fully embedded in our business strategy. The plan initially focuses on reducing emissions in line with our validated SBTi targets by 2030, and from 2040 to 2050, we will address remaining emissions through targeted reductions and carbon removals. All significant financial requirements, including capital allocation for targeted reduction measures, are embedded within our standard budgeting and investment processes. This ensures that consistent decision-making criteria are applied across all initiatives.

To determine targeted decarbonisation measures for our Scope 1 and 2 emissions, a cross-functional team conducted a detailed assessment of our five largest and highest-emitting sites. The team identified a range of emission reduction opportunities with the potential to reduce emissions by approximately 5'500 tCO₂-eq by 2030, along with the corresponding emissions reduction costs. As a result of this initiative, we plan to invest CHF 3 million in capital expenditures (CAPEX) through 2030, along with an additional annual operating investment of CHF 450'000 to upgrade production processes and infrastructure and further reduce emissions. Our Scope 1+2 target focus on renewable energy generation, waste heat recovery for heat integration, energy efficiency improvements, as well as process redesign and electrification. In 2025, we implemented transition plan projects with an investment of CHF 1.25 million. The resulting Scope 1 and 2 emission reductions could not yet be reliably quantified for 2025, as several measures will only deliver measurable impacts in subsequent years. We align our Scope 3 reduction efforts with our sourcing policies, focusing on Purchased goods and services, the largest contributor. Our regional-for-regional sourcing strategy helps keep transport emissions low, while continuous improvement initiatives under our lean management programme support material reduction.

We have mitigated the risk of locked-in emissions in our product portfolio, as we have no significant capital expenditure (CAPEX) investments in fossil fuel-related economic activities. On the infrastructure side, we have ceased investments in fossil fuel heating systems and are phasing out existing ones.

We apply a shadow carbon price to guide the Group's broader decision-making process, assessing the financial impact of carbon emissions and influencing decisions accordingly. The fixed price was increased to CHF 750 per ton CO₂ in 2022, reflecting the cost of permanent removal. The carbon price serves exclusively as a management tool to guide decision-making. Being indicative and not based on actual emission costs, the GHG volumes in Scopes 1 to 3 covered by the scheme cannot yet be disclosed; however, we are refining the methodology to enable more detailed and transparent reporting in the future.

In 2025, our largest Polish factory achieved ISO 50001 certification, enhancing energy efficiency and reducing costs. We do not currently plan to systematically use biofuels and therefore report no relevant biogenic Scope 1 emissions. 75% of location-based Scope 2 emissions were offset by EACs, fully comprised of unbundled Renewable Energy Certificates.

Table 3: Climate mitigation actions

| Decarbonisation levers | Description | Actions 2025 | Base year [tCO ₂ -eq] | Change 2025 [tCO ₂ -eq] |
|---|---|---|----------------------------------|------------------------------------|
| Reduction of process emissions: Monitoring SF ₆ and other process chemical emissions | <ul style="list-style-type: none"> Advanced SF₆ monitoring and data collection Overall maintenance of extrusion chillers due to machine ageing, to reduce risk of refrigerant leakage | Advanced monitoring system for early leak detection | 344 | (259) |
| Material efficiency and consumption reduction: Refrigerants | <ul style="list-style-type: none"> Replacement of existing refrigerants | Continuous maintenance | 828 | n.a. ¹⁾ |
| Electrification in own operations: Electrifying heating systems and recovering waste heat | Investing in electrification, with a particular emphasis on heating systems, and prioritising heat pumps with heat recovery where feasible | Feasibility study new heating Tczew, PL | 1'486 | n.a. |
| Electrification in own operations: Fleet decarbonisation | Decarbonising our fleet: pool vehicles, sales cars, forklifts, and small trucks | CHF 370'000 invested in fleet vehicles and charging infrastructure | 481 | (140) ¹⁾ |
| Renewable electricity usage in own operations: Global renewable sourcing and generation | <ul style="list-style-type: none"> Commit to sourcing 100% renewable electricity by 2030 Onsite generation through PV installations | Consumed electricity now 92% renewable; additional PV in Pfäffikon, CH | 4'097 | (1'374) |
| Supply chain decarbonisation: Supplier engagement | <ul style="list-style-type: none"> Supplier engagement programme to collect data on climate actions and product details Increasing the use of recycled content Substituting materials with lower carbon alternatives | Engagement with 140 suppliers; strategic sourcing of lower-carbon materials for testing | 156'920 | (3'800) |
| Supply chain decarbonisation: Regional supply | We aim to follow the "regional-for-regional" approach to strengthen local supplier relationships and shorten transport routes | 88–96% of suppliers were regional to our receiving site | 13'744 | (1'448) |
| Material efficiency and consumption reduction: Scrap reduction | Ongoing operational improvements to cut resource use | 5 projects to reduce material use | 156'920 | (500) ²⁾ |

1) Actions are planned for 2025 to 2030; although some were implemented in 2025, further emission reductions are expected as of 2026.

2) Estimated emission reductions from scrap reduction are derived from avoided material use and the related cost savings at sites where this data is available.

Metrics

ESRS 2 MDR-M; E1-5

Energy consumption and mix

We have set a target to reduce our energy intensity by 15% by 2030 compared with 2021 levels. Since 2021, energy intensity decreased by 3% relative to net revenue, and by 6% relative to value added compared with the baseline year. These results were achieved in a context of increased energy demand resulting from the ramp-up of additional energy-intensive production lines at two sites. At the same time, global renewable energy consumption rose by 9%, reaching 76%.

Table 4: Energy consumption and mix

| Energy consumption and mix | | 2024 | 2025 | Change |
|---|------------|---------------|---------------|-------------|
| Fuel consumption from coal and coal products | MWh | – | – | – |
| Fuel consumption from crude oil and petroleum products | MWh | 3'578 | 2'790 | (22%) |
| Fuel consumption from natural gas | MWh | 4'382 | 4'796 | 9% |
| Other fossil sources | MWh | – | – | – |
| Purchased or acquired electricity, heat, steam, and cooling from fossil sources | MWh | 5'337 | 5'159 | (3%) |
| Total fossil energy consumption | MWh | 13'297 | 12'744 | (4%) |

| | | | | |
|---|------------|---------------|---------------|---------------|
| Share of fossil sources | % | 25 | 24 | -1 |
| Consumption from nuclear sources | MWh | 3'495 | 5 | (100%) |
| Share of consumption from nuclear sources | % | 7 | - | (7) |
| Fuel consumption for renewable sources | MWh | 563 | 579 | 3% |
| Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources | MWh | 33'929 | 37'325 | 10% |
| Consumption of self-generated non-fuel renewable energy | MWh | 2'084 | 2'261 | 9% |
| Total renewable energy consumption | MWh | 36'576 | 40'165 | 10% |
| Share of renewable sources | % | 69 | 76 | 7 |
| Total energy consumption | MWh | 53'368 | 52'915 | (1%) |

Energy intensity in high climate impact sectors

Table 5: Energy intensity per net revenue

| Energy intensity per revenue | | 2024 | 2025 |
|---|----------|-------------|-------------|
| Net revenue from high impact activities | MCHF | 894 | 864 |
| Energy consumption high climate impact activities ¹⁾ | MWh | 53368 | 52915 |
| Energy intensity in high climate impact activities | MWh/MCHF | 60 | 61 |

1) Encompasses all production activities: electronic wires, fiber-optic cables, and other electrical equipment.

GHG emissions

ESRS 2 MDR-M; E1-6

In 2025, we reduced our absolute GHG emissions by 22% compared with the prior year. This was driven by decreases in Scope 2 and Scope 3 emissions in line with our climate targets. Scope 1 emissions increased due to higher use of emission-intensive production materials at one of our sites. As shown in [Table 2](#), we achieved a 73% reduction in Scope 1+2 emissions intensity against our SBTi near-term target (2017).

Table 6: GHG emissions

| GHG emissions | | 2024 | 2025 | Change |
|--|-------------------------------------|----------------|----------------|---------------|
| Scope 1 | tCO₂-eq | 3'150 | 3'909 | 24% |
| Thereof GHG emissions from regulated emission trading scheme | tCO ₂ -eq | - | - | - |
| Scope 2 (market-based) | tCO₂-eq | 2'978 | 2'723 | (9%) |
| Scope 2 (location-based) | tCO₂-eq | 10'016 | 10'759 | 7% |
| (Significant) Scope 3 | tCO₂-eq | 209'384 | 161'044 | (23%) |
| 1: Purchased goods and services | tCO ₂ -eq | 177'306 | 128'001 | (28%) |
| 3: Fuel and energy-related activities | tCO ₂ -eq | 2'542 | 2'010 | (21%) |
| 4: Upstream transportation and distribution | tCO ₂ -eq | 15'693 | 14'245 | (9%) |
| 5: Waste generated in operations | tCO ₂ -eq | 1'262 | 1'028 | (19%) |
| 6: Business traveling | tCO ₂ -eq | 1'819 | 2'833 | 56% |
| 7: Employee commuting | tCO ₂ -eq | 6'973 | 7'656 | 10% |
| 9: Downstream transport | tCO ₂ -eq | 3'790 | 5'271 | 39% |
| Total market-based | tCO₂-eq | 215'512 | 167'676 | (22%) |
| Total location-based | tCO₂-eq | 222'550 | 175'712 | (21%) |
| Total net revenue | MCHF | 894 | 864 | (3%) |
| Total GHG emissions (location-based) per net revenue | tCO₂-eq/ MCHF | 246 | 203 | (17%) |
| Total GHG emissions (market-based) per net revenue | tCO₂-eq/ MCHF | 238 | 194 | (18%) |

Not included: Capital Goods, Processing of sold products, Use of sold products, End of life treatment of sold products, Downstream leased assets, Franchises, Investments, Other. Further details are included in the methodologies and assumptions. In accordance with ESRS 1 Chapter 3.7 and AR 41, we have assessed the potential for disaggregating GHG emissions by operational or geographical dimensions. Given the integrated structure and nature of our operations, we do not believe such a split would provide meaningful additional information.

Biogenic emissions of CO₂ from combustion of biomass not included in Scope 1+2 were 516 tCO₂-eq.

Methodologies and assumptions

E1-5; E1-6

Our reporting period is the calendar year 2025. In cases of expected disproportionate delays in evaluation, the data for December 2025 were estimated. We estimate the deviation from the calendar year period to be less than $\pm 5\%$. We continuously strive to improve data quality and granularity.

In 2025, the definition of "intensity value" was updated from "added value" to "net revenue" ("net sales" in the financial report). Previously, "added value" was used to calculate GHG and energy intensity.

All entities under the full operational control of HUBER+SUHNER Group have reported at a minimum their energy consumption and employee commuting data for carbon footprint calculations. Energy consumption reporting includes all fuels used in manufacturing processes, heating, and in both owned and leased vehicles. For certain rented buildings, energy usage is estimated based on floor area. The electricity mix is estimated based on the mix declared by suppliers, using the previous year as a proxy, along with the EACs procured. We apply an inventory analysis based on input-output models. Each production site is considered a unit into which energy and materials enter (input) and from which emissions, waste, wastewater, and products are generated (output).

Based on our 2023 screening, we report only the material Scope 3 categories that meet sufficient data quality standards with a reasonable level of certainty. Seven of the 15 categories are included in our emissions inventory (see [Table 6](#)). The remaining categories – also excluded from our SBTi target – each contribute less than 5% of total Scope 3 emissions but carry high uncertainties, particularly regarding the use-phase emissions of power cables, where end-use applications are unclear. Additionally, some categories are not applicable, as we do not engage in franchising and have no leases or investments.

For Scope 3 emissions, we apply tailored, data-driven methods to each category, ensuring accurate, transparent reporting that reflects the unique characteristics of each source. Purchased goods and services are primarily sourced externally, with certain plastic compounds produced in Pfäffikon (CH) and processed in Pfäffikon (CH), Changzhou (CN) and Herisau (CH). Quantities are tracked through the Enterprise Resource Planning (ERP) system.

Upstream transport and distribution emissions are calculated based on transport distances between supplier sites and our locations, determined using postal codes. Air freight is the primary source of emissions in this category. Emissions from waste are calculated based on site-level waste volumes, categorised by type, using 100% company-specific data to ensure accuracy and consistency. Data for business travel is collected via a centralised travel system and spend management tools, using 100% activity-specific data from transport providers. Commuting emissions are driven mainly by car use, with site-specific patterns and home-office setups taken into account. Emissions from downstream transport are calculated based on centralised supply chain data, covering air, rail, road, and marine transport. Air freight and trucking are the main contributors. We use the latest activity data to measure and disclose emissions. Relevant data is provided to an external service that calculates the carbon footprint.

Global warming potentials (GWP) factors from the Sixth Assessment Report of the UN Intergovernmental Panel on Climate Change (IPCC) have been applied, in line with recommendations from the Greenhouse Gas (GHG) Protocol and Carbon Disclosure Project (CDP). The GHGs accounted for include carbon dioxide (CO₂), methane (CH₄), nitrous oxide (N₂O), hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride (SF₆), and nitrogen trifluoride (NF₃), as listed in the amended Annex A of the Kyoto Protocol. Emissions are expressed in tCO₂-eq for standardised reporting. Calculations are performed using the expert system REGIS. Emission factors are derived from published GHG inventories and current ecoinvent versions, with IPCC2013 used before 2022 and IPCC2021 from 2022 onwards. We updated the 2025 background data using v3.12 of the ecoinvent data, released at the end of 2025. The percentage of Scope 3 GHG emissions calculated using primary data is 36%.

The Group does not have any GHG emissions subject to regulated emissions trading schemes. However, HUBER+SUHNER AG is a participant in the Swiss Energie-Agentur der Wirtschaft (EnAW) programme, which supports long-term agreements focused on energy efficiency and CO₂ reduction targets.

We quantify CAPEX based on actions in our transition plan and major investments outside it. Ongoing upgrades to processes and infrastructure at all sites, aimed at improving resource efficiency, are not captured within this CAPEX. We are not yet able to quantify the impact of these measures on operational expenditures (OPEX). Future disclosures will provide greater transparency.

E5 Resource use and circular economy

| Topic | Relevant IRO | Key policies | Targets | Management focus |
|---|--|--|--|--|
| ESRS E5 Resource use and circular economy | <ul style="list-style-type: none"> Resources inflows, including resource use Waste | Environmental Policy; Procurement Policy | 25% reduction of waste sent to landfill and incineration by 2030 | Lowering intensity of resource use by 2030 |

Policies

ESRS 2 MDR-P; E5-1

We engaged diverse stakeholders across the value chain to map the Group’s IRO landscape. The DMA identified key issues: reliance on virgin copper and waste from production. Details are in the [General information](#).

HUBER+SUHNER manages resource use and circular economy impacts through its [Environmental Policy](#), which promotes the efficient use of materials, energy and water. The policy incorporates life cycle assessment (LCA) to evaluate environmental impacts across the entire value chain, including internal operations as well as upstream and downstream activities. Eco-design principles are embedded into our product development process to support innovation, reduce material consumption, lower environmental impacts, and promote the adoption of more sustainable materials. While our [Procurement Policy](#) does not explicitly reference resource use or the circular economy, it aligns with our [Supplier Code of Conduct](#), which requires suppliers to apply principles of resource efficiency, including for raw materials and packaging. The Code also outlines supplier obligations to manage waste responsibly and to avoid environmentally harmful disposal practices.

We ensure compliance with Restriction of Hazardous Substances (RoHS), Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH), and Waste Electrical and Electronic Equipment (WEEE) regulations through a range of measures. We maintain up-to-date substance usage records and manage material safety by leveraging supplier data and cross-functional collaboration. To support transparency and regulatory compliance, documentation is made available to relevant customers.

Targets

ESRS 2 MDRT-T; E5-3

We are committed to increasing the proportion of waste diverted from disposal, with the goal of reducing reliance on landfill and incineration. To support this commitment, we have set a target to reduce the intensity of waste sent to landfill or incineration by 25% by 2030, using 2021 as the baseline year (see [Table 8](#)).

As part of our product development process, we are committed to decreasing the use of primary raw materials. We closely collaborate with suppliers to improve the measurement of material inflows, optimise the amount and the associated environmental impacts. These efforts support the development of future targets for resource efficiency. Furthermore, we are defining new objectives to reduce the environmental footprint of our packaging and packaging waste, in alignment with the EU Packaging and Packaging Waste Regulation (PPWR).

Actions and resources

ESRS 2 MDR-A; E5-2; E5-6

We are committed to reducing resource consumption through targeted initiatives. Our efforts center on eco-design and material efficiency to ensure responsible resource use across the value chain. For each key area outlined below, we set specific objectives and maintain a consolidated action plan at the group level.

Eco-design and material efficiency in our

products: Although our cables and cable systems typically are designed for long lifecycles, we continuously strive to extend product longevity to enhance quality, safety, and reliability while also reducing environmental impact. Our products are designed to be lightweight to minimise material use wherever possible. In 2025, we launched cables made from 100% recycled copper. These cables meet industry standards while significantly reducing environmental impact without compromising performance.

Eco-design and material efficiency in packaging:

We apply the same eco-design and material efficiency principles to packaging development as we do to product design. Our ecoPack project specifically targets the creation of more sustainable, resource-efficient, and cost-effective secondary packaging. This is achieved by using eco-friendly materials and optimising space through a “Tetris” approach that strategically arranges items to maximise efficiency. In addition to secondary packaging, we are reducing the environmental impact of primary packaging by gradually replacing single-use plastics with more sustainable materials such as paper and cardboard.

Many of our cable products are delivered on cable drums designed for up to eight reuses, making their integration into a circular system a natural and sustainable choice. In 2025, HUBER+SUHNER, in collaboration with Axjo, launched a pilot project in Germany for a circular system of cable drums used in cable transportation. By returning, repairing, and recycling drums, we significantly reduce material consumption, waste, and emissions throughout the value chain.

Waste minimisation, in particular hazardous waste: For several years, HUBER+SUHNER has established internal and external targets to increase the proportion of recycled waste, thereby reducing the volume sent to landfill or incineration. As part of our continuous improvement efforts, we also focus on the conscious use of resources to minimise scrap generated throughout every production process.

Anticipated financial effects from material resource

use: Copper is a key resource in our power cables. However, global copper demand may exceed mine production in the future, a situation compounded by declining ore grades, regulatory and environmental challenges, and weather-related disruptions. Additionally, the availability of high-quality scrap copper is currently limited. These factors could impact the global supply and pricing of copper, potentially leading to supply chain disruptions and increased costs. To mitigate this risk, we employ a proactive, risk-based sourcing strategy and long-term supply agreements. In parallel, we are working on copper replacement solutions for certain applications. Copper availability posed no constraints in 2025 and consequently had no financial implications.

Metrics

ESRS 2 MDR-M; E5-4

Resource inflow

The company has identified its major resource inflows across operations as follows: metals, in particular copper, as well as plastics and glass fibre. For product packaging, the primary materials are wood and cardboard.

Water plays only a limited role in the company's global operations. Based on the European Union's definition of critical raw materials, the company uses significant amounts of copper and aluminium. HUBER+SUHNER has not identified any significant amounts of rare earth elements under this definition.

Table 7: Material inflow

| Materials | | 2024 | 2025 |
|------------------------|----------|---------------|---------------|
| Metals | t | 7'107 | 7'504 |
| | Copper | 6'801 | 7'172 |
| | Brass | 210 | 225 |
| | Tin | 23 | 32 |
| | Other | 73 | 75 |
| Plastics | t | 4'165 | 4'444 |
| Glass fibre | t | 153 | 230 |
| Packaging | t | 4'533 | 3'800 |
| Chemicals | t | 547 | 558 |
| Commercial products | t | 14'314 | 8'349 |
| Total materials | t | 30'819 | 24'885 |

Material consumption declined by 19% in 2025, largely as a result of the completion of a major project in India.

The estimated recycled content for key materials is as follows: approximately 30% for copper, based on the standard copper grades we source; approximately 99.9% for the standard tin used; 0% for glass fibre; approximately 80% for silver; and approximately 72% for gold. All brass scrap and certain compounds are reprocessed through a closed-loop supplier take-back arrangement and are therefore diverted from disposal. Renewable resources are currently only accounted for in packaging, with an assumed share of 72% (PY 71%).

Resource outflow

E5-5

In 2025, the intensity of waste sent to landfill or incineration increased by 1% relative to net revenue compared with the previous year (the prior year was measured relative to value added: -6%). Overall, waste sent to landfill/incineration decreased by 3% compared with the 2021 baseline (-5% on a value-added basis). Despite the current trend, ongoing development projects are expected to deliver the necessary improvements, and we remain confident in achieving our target to reduce the intensity of waste sent to landfill/incineration by 25%.

Table 8: Waste from own operations

| Waste type | | 2024 | 2025 | Change |
|--|----------|--------------|--------------|--------------|
| Waste generated | t | 3'811 | 3'864 | 1% |
| Hazardous waste generated | t | 482 | 386 | (20%) |
| Hazardous waste diverted from disposal | t | - | - | - |
| -diverted from disposal due to preparation for reuse | t | - | - | - |
| -diverted from disposal due to recycling | t | - | - | - |
| -diverted from disposal due to other recovery operations | t | - | - | - |
| Hazardous waste directed to disposal | t | 482 | 386 | (20%) |
| -directed to disposal by incineration | t | - | - | - |
| -directed to disposal by landfilling | t | - | - | - |
| -directed to disposal by other disposal operations | t | - | - | - |
| Non-hazardous waste generated | t | 3'330 | 3'478 | 4% |
| Non-hazardous waste diverted from disposal | t | 2'965 | 3'158 | 6% |
| -diverted from disposal due to preparation for reuse | t | - | - | - |
| -diverted from disposal due to recycling | t | 2'312 | 2'394 | 4% |
| -diverted from disposal due to other recovery operations | t | 653 | 763 | 17% |
| Non-hazardous waste directed to disposal | t | 364 | 321 | (12%) |
| -directed to disposal by incineration | t | 185 | 148 | (20%) |
| -directed to disposal by landfilling | t | 180 | 173 | (4%) |
| -directed to disposal by other disposal operations | t | - | - | - |
| Non-recycled waste | t | 1'500 | 1'470 | (2%) |
| Percentage of non-recycled waste (%) | % | 39% | 38% | (1) |

Methodologies and assumptions

E5-4; E5-5

Our reporting period aligns with the calendar year 2025. In cases where significant delays in evaluation were anticipated, data for December 2025 were estimated. We estimate the deviation from the calendar-year period to be less than $\pm 5\%$. We are committed to continuously improving the quality and granularity of our data.

For material inflow, the disclosure is based on the recorded purchases of HUBER+SUHNER main raw materials during the reporting period. The percentage of renewable materials, such as wood, used is calculated using the total weight of biological materials and the total weight of raw materials.

Due to the diversity of our product portfolio and supplier base, we are currently unable to reliably quantify the total weight and proportion of secondary materials used in the manufacture of our products. This limitation reflects incomplete supplier-level data rather than an absence of secondary material use. We remain committed to improving data availability and quality through ongoing supplier engagement, with the aim of enabling more comprehensive disclosure in future reporting periods.

The proportion of recycled components in purchased raw materials reported here is based on primary data provided by suppliers. However, certification of recycled content remains limited, and the data is subject to uncertainty.

Waste data was gathered from our production and office sites. Based on feedback from these locations, we estimate that 90% of the reported data reflects actual measured weights, while 10% is estimated using data from comparable sites, activities, and employee numbers. Treatment methods are determined using a combination of reported treatment categories and type-based assumptions, particularly for smaller facilities where detailed data may be limited. Our waste prevention efforts include process optimization, product design enhancements, and a spool return program; however, precise quantification of waste prevented remains challenging at this time.

In 2025, the definition of "intensity value" was revised from "added value" to "net revenue" ("net sales" in the [Financial Report](#)).

Social

S1 Own workforce

| Topic | Relevant IRO | Key policies | Targets | Management focus |
|-----------------------|--|---|---|---|
| ESRS S1 Own Workforce | <ul style="list-style-type: none"> • Implementing health and safety-initiatives for workplace safety and employee well-being • Fostering internal talent and agility through strategic development and role innovation • Optimised employee turnover rates across various operating countries | Health and Safety Policy; Social and Human Resource Policy; Code of Conduct | <ul style="list-style-type: none"> • Lost-time injury rate (LTIR) ≤3 • ≥16 training hours per employee annually • Fill management and expert positions with a 40 to 60% mix of internal and external talents | <ul style="list-style-type: none"> • Healthy and safe work environment • Fostering a skilled workforce with an agile mindset • Maintaining a workforce with a balanced mix of internal and external career paths |

Policies

ESRS 2 MDR-P; ESRS 2 SBM 3; G1-1; S1-1; S1-2

At HUBER+SUHNER, we are committed to managing material impacts on our workforce through a comprehensive range of policies. They are designed to identify, prevent, and mitigate potential risks and impacts, while also addressing potential opportunities for improvement. Each policy is owned and approved by the relevant functions.

Our [Code of Conduct](#) as well as Social and Human Resource Policy emphasise our commitment to fostering respectful interaction and preventing any misconduct in the workplace. We are also dedicated to upholding fundamental human and labour rights, guided by international standards such as the International Bill of Human Rights, the International Labour Organisation (ILO), Declaration on Fundamental Principles and Rights at Work, the UN Guiding Principles on Business and Human Rights, and the Organisation for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises. These commitments include freedom of association and collective bargaining, the elimination of forced and child labour, non-discrimination and equal opportunity, fair wages, and secure employment.

The Social and Human Resource Policy is reinforced through regular communication on our intranet and other channels. Our Code of Conduct is supported by training and regular internal and external communication to ensure all employees understand and adhere to our ethical standards and practices.

We are committed to ensuring the health and safety of all employees by adhering to international principles and local requirements, while continuously improving our occupational health and safety (OHS) management system. The company proactively identifies and mitigates workplace accidents and promotes safety both in and outside of the workplace. Our OHS system and [policy](#) adhere to the ISO 45001 standard, ensuring continuous improvement of our health and safety practices. The policy outlines a structured approach to hazard identification, risk assessment, and proactive management.

Our compliance system also includes a [grievance mechanism](#) via an independent and secure whistleblowing platform provided by a third party. The platform offers all employees worldwide a reporting channel to easily raise alleged violations or breaches of the Code of Conduct or our Social and Human Resource Policy by phone or in writing. For further information on grievance mechanism refer to [G1-1](#).

Targets

ESRS 2 MDR-T; S1-5

Our strategy was developed with input from the Human Resources (HR) department, employee representatives, the EGM, and the the BoD. Where relevant, targets were discussed within the relevant sustainability communities that include representatives from various sites. Alongside our day-to-day activities, we prioritise three key management objectives aligned with the identified IROs, each

supported by specific targets. All our IROs positively impact our employees.

Ensuring a healthy and safe work environment: In 2021, we set a target to reduce our LTIR to ≤ 3 and remain committed to maintaining this goal annually going forward.

Fostering a skilled workforce with an agile mindset: In support of our commitment to employee development, we have set an annual target of ≥ 16 training hours per employee annually.

Maintaining a workforce with a balanced mix of internal and external career paths: We aim to fill 40–60% of management and expert roles through internal promotions each year, with the remainder recruited externally. This balanced approach supports the development of internal talent while adding new ideas and skills from outside the company.

Actions and resources

ESRS 2 MDR-A; ESRS 2 MDR-M; S1-4

Our policies and processes provide a clear framework for minimising risks and driving positive outcomes. To support our key management objectives, we not only set clear targets but also maintain a Group-level activity list, reviewed quarterly, to track progress and performance.

For these initiatives, we leverage various organisational resources such as HR and talent management, dedicated training, and OHS teams to create a positive work environment and attract and retain skilled employees. As these efforts are part of daily operations, they are classified as operating expenses (OpEx), not capital expenditures (CAPEX).

Fostering a healthy and safe work environment: We are dedicated to protecting our workforce by promoting a strong safety culture, enhancing hazard identification and risk management, and aligning globally with ISO 45001 standards. OHS training is embedded in onboarding and reinforced through regular training and awareness campaigns. We use a standardised process for hazard identification and implement site-specific action plans to mitigate risks. Continuous employee engagement and routine safety drills drive ongoing improvement across sites. Global knowledge sharing and adherence to local regulations support consistent and effective safety practices.

Fostering a skilled workforce with an agile mindset: To develop and maintain a skilled and agile workforce, we focus on effective onboarding, continuous training, career development, and retention initiatives. These include internal mobility opportunities and ongoing learning programmes that equip our employees with the core skills and knowledge needed for both current and future roles. We support new hires with structured onboarding, while our internships and apprenticeship programmes are designed to develop early-career talent.

A diverse, multi-stream training portfolio fosters a learning culture, combining technical, soft skills, and leadership development.

Among many other trainings, regular cybersecurity training helps employees stay informed on evolving threats, protecting both company and personal data. Programmes like GoLean! promote operational excellence and digital adoption.

Maintaining a workforce with a balanced mix of internal and external career paths: We are committed to creating a workplace where employees feel valued, supported, and empowered to grow. Our efforts focus on enhancing engagement and satisfaction while addressing the root causes of unwanted turnover.

Targeted retention strategies, informed by exit interview insights and regular salary benchmarking at our larger sites, help address turnover and strengthen employee engagement. Additionally, individual development paths and talent initiatives support both retention and employee growth. Regular employee surveys and open feedback channels guide improvements, while our corporate values and leadership principles shape a strong, inclusive culture. To support well-being and engagement, we offer competitive benefits and a platform for continuous improvement through employee-driven ideas, with a special focus on our production teams. Community engagement initiatives connect employees to a broader purpose.

Community engagement: We aim to ensure that our practices do not cause or contribute to significant negative impacts on our workforce and the communities where we operate. Local teams lead community initiatives tailored to regional needs, following our global framework. In 2025, 217 community projects were supported with 17 of HUBER+SUHNER Group companies participating. The projects were funded with CHF 521'000 from both the operating business and the HUBER+SUHNER Foundation.

Engagement

ESRS 2 MDR-A; S1-1; S1-2; S1-3

Engaging with our employees is a priority for HUBER+SUHNER. Engagement for us comes in various forms and taking into account different local operating conditions and regulations, we create and maintain trust with trade unions via collective bargaining and works council agreements. Employee representatives are engaged at local levels, with dedicated meetings represent interests of workers on workplace-related issues and negotiate with management. The CHRO, part of the EGM, oversees all engagement initiatives.

We value employee feedback and regularly gather insights through a biannual global survey. The results are analysed by the EGM, managers, and teams to identify strengths and areas for improvement. In addition, we have a sounding board comprising of employees from various levels across segments and corporate functions. This group meets at least once a year with the EGM to provide diverse perspectives and insights, helping to identify potential challenges and opportunities, and supporting informed decision-making.

As part of our continuous improvement efforts, employees in production are encouraged to submit ideas, which are reviewed by department heads and local idea management teams. Decisions are communicated transparently through idea boards, and effectiveness is monitored based on participation levels, implementation rates, and timelines. In particular, we promote strong health and safety practices by actively involving employees in consultation processes at all production and warehousing sites.

Metrics

We track effectiveness of our actions through KPIs such as training hours, management and expert-level positions filled by internal candidates, and LTIR. Quarterly sustainability community meetings review these outcomes, fostering transparency, accountability, and ongoing dialogue across the organisation.

Employee characteristics

ESRS 2 MDR-M; S1-6

The following section provides an overview of the characteristics of HUBER+SUHNER employees (headcount (HC)). For related information, refer to the [Key Figures](#) in the financial statements.

Table 9: Number of employees (HC) by country

| 2025 | |
|---------------------------|--------------|
| Country | HC |
| Switzerland | 1'099 |
| Poland | 970 |
| China | 471 |
| Germany | 294 |
| United Kingdom | 244 |
| United States of America | 199 |
| Tunisia | 381 |
| Costa Rica | 97 |
| Malaysia | 79 |
| India | 211 |
| Other ¹⁾ | 111 |
| Total²⁾ | 4'156 |

1) Other: This excludes Australia, France, Singapore, and Spain which are below the threshold of 50 employees.

2) Unlike the financial and management reports, the headcount reported here excludes apprentices but includes other temporary employees, provided they hold a HUBER+SUHNER contract.

The number of employees who left the company in 2025 was 595. Our employee turnover rate is 15%.

In 2025, we achieved our target by filling 52% of management and expert-level positions through internal promotions, in line with our objective of 40–60%.

Table 10: Employee (HC) by contract type and gender

| 2025 | | |
|--------------|-----------|--------------|
| | Temporary | Permanent |
| Male | 16 | 2'344 |
| Female | 23 | 1'773 |
| Total | 39 | 4'117 |

Our workforce is to a large extent made up of permanent employees, which supports attracting and retaining a knowledgeable and experienced workforce. This structure enables us to consistently invest in employee development, ensuring continuity and operational efficiency.

Table 11: Employee (HC) by employment type and gender

| 2025 | | | |
|--------------|--------------|------------|---------------------|
| | Full-time | Part-time | Non-guarantee hours |
| Male | 2'268 | 92 | 1 |
| Female | 1'682 | 114 | 4 |
| Total | 3'950 | 206 | 5 |

Diversity

ESRS 2 MDR-M; S1-9

In 2025, women accounted for 43% of the workforce. Women held approximately 31% of managerial positions, with representation also above 30% at Board and top management levels.

Table 12: Employee gender distribution

| 2025 | | |
|--------------------------------------|----------|-------|
| Board of Directors | | |
| | Total HC | 5 |
| Male | % | 63 |
| | Total HC | 3 |
| Female | % | 38 |
| Extended executive management | | |
| | Total HC | 6 |
| Male | % | 67 |
| | Total HC | 3 |
| Female | % | 33 |
| Managerial positions | | |
| | Total HC | 384 |
| Male | % | 69 |
| | Total HC | 171 |
| Female | % | 31 |
| Total employees | | |
| | Total HC | 2'360 |
| Male | % | 57 |
| | Total HC | 1'796 |
| Female | % | 43 |

Table 13: Employees (HC) by age groups

| 2025 | |
|----------------|--------------|
| Age groups | HC |
| <30 years | 602 |
| 30 to 50 years | 2'519 |
| >50 years | 1'035 |
| Total | 4'156 |

Social protection

ESRS 2 MDR-M; S1-11

Both employees and non-employees in our workforce are covered by social protection programmes or specific benefits for income loss from sickness, unemployment, injury, disability, parental leave, and retirement, with limited exceptions. In India, (11% of the workforce), no governmental unemployment and retirement coverage exists, and HUBER+SUHNER offers no alternative programme.

Working hours at all our sites comply with or are less than the legal work week or industry standards. HUBER+SUHNER has implemented flexible working hours in most production sites, determining working hours on an annual or multi-year basis.

Training and skill development

ESRS 2 MDR-M; S1-13

As part of our regular performance and career development process, we regularly assess each employee's internal and external training needs.

Table 14: Participation in regular performance and career development review

| 2025 | | |
|--------------|-----------------|------------------------|
| Male | Total HC | 2'174 |
| Female | Total HC | 1'568 |
| | Total HC | 3'742 |
| Total | % | 90¹⁾ |

1) Minor deviations arise from fluctuations during the five-month period in which these reviews are conducted. The figures presented here refer to the period from Nov. 2024 to Mar. 2025.

In line with our 2025 goal of providing each employee with 16 hours of annual training, we delivered an average of 15 hours per employee and remain committed to meeting this target.

Table 15: Average number of training hours per employee

| | 2024 | 2025 |
|--------------|--------------------|-----------|
| Male | n.a. ¹⁾ | 14 |
| Female | n.a. ¹⁾ | 16 |
| Total | 17 | 15 |

1) Data was collected globally for the first time in 2025.

Non-employee characteristics

ESRS 2 MDR-M; S1-7

The total number of non-employees in the workforce at HUBER+SUHNER was 976. The total number of self-employed people was 14 and the number of temporary employees from an employment agency in the workforce was 962. The temporary agency workers, who are not part of the core workforce, primarily serve in production roles. They were engaged to support periods of increased workload or to cover for employee absences due to illness or vacation.

Health and safety

ESRS 2 MDR-M; S1-14

In 2025, an LTIR of 6 was recorded, exceeding the target of ≤3.0 and representing a significant increase compared with 2024, primarily attributable to two sites. The severity rate decreased to 60, indicating a general reduction in injury severity. We take this matter seriously and are reviewing the contributing factors and initiating targeted actions at the relevant sites.

In 2025, our entire workforce was covered by an OHS management system. Of these, 35% were covered by an externally certified system, with two additional sites having achieved certification in 2025.

Table 16: Occupational health and safety metrics

| | | 2024 | 2025 |
|---|-------|--------------------|--------|
| Workforce covered by OHS management system | % | n.a. ¹⁾ | 100 |
| Workforce covered by externally certified OHS management system | % | 12 | 35 |
| Number of fatalities among employees | HC | – | – |
| Number of fatalities among workers working at our sites | HC | – | – |
| Total number of LTIs | Total | 19 | 45 |
| Lost days from injuries | Total | 454 | 453 |
| LTIR total | Total | 2.6 | 6 |
| Total number of cases of work-related ill health | Total | n.a. ¹⁾ | 7 |
| Lost days from sickness | Total | 34'187 | 37'365 |
| Absence rate due to sickness | % | 3.3 | 4 |

1) Data was collected globally for the first time in 2025.

Methodologies and assumptions

ESRS 2 MDR-A; G1-1; S1-3; S1-6; S1-11; S1-13; S1-14

Headcount data – by country, gender, contract type, and employment type – is based on figures from our internal HR management system recorded in December of the reporting period. This number encompasses both permanent and temporary HUBER+SUHNER staff, including individuals who are currently on leave. Temporary employees refer to those with a HUBER+SUHNER employment contract for a limited duration or to those working on project-based work, typically under 1'000 hours or one year. Unlike the Financial and Management Reports, we include temporary agency workers with a HUBER+SUHNER contract, but exclude apprentices from the employee count.

Countries where HUBER+SUHNER has at least 50 employees are listed separately in [Table 10](#). The remaining employees are consolidated under the category “Other.”

Non-employee workers include internships, apprenticeships and persons provided by companies mainly engaged in employment activities. Headcount data for non-employees is equally recorded in our HR management system.

Managerial positions are roles where a person oversees the job functions of another person or a group of people. Top Management refers to our Extended EGM, comprising the CEO, the three market segment Chief Operating Officers (COO)s, the CFO, Chief Human Resources Officer (CHRO), Chief Information Officer (CIO), Chief Communications Officer (CCO), and the Head of M&A and Group Strategy.

Turnover calculations are based on the December headcount of the reporting year. The annual employee turnover rate is calculated by dividing the number of employees who left the group during the reporting period by the average number of employees for the same period.

Participation in performance and career development reviews is tracked through our HR management system. Where complete data on training hours, especially for external programmes, is unavailable, estimates are derived from associated costs.

We report the total number of lost-time injuries (LTI) sustained by our employees during working hours. An LTI is defined as any injury sustained by an employee while on the job that prevents them from performing their duties for at least one full day or shift. The number of days lost to work-related injuries represents the total calendar days our workforce was absent due to injuries or fatalities resulting from work-related accidents. This includes both the first and last full days of absence. The LTIR is calculated by multiplying the number of LTIs during the reporting period by 1'000'000, then dividing by the total number of hours worked by production employees. The absence rate due to sickness is calculated by dividing the total number of hours absent due to sickness by the total planned working hours. Fatalities refer to the number of employees and other workers at our sites who have lost their lives due to work-related incidents or occupational illnesses. We are currently unable to reliably capture non-lost-time injuries globally and will continue improving our data quality. OHS data, particularly LTIs, are continuously monitored at the site level and reported to headquarters on a quarterly basis.

Governance

G1 Governance

| Topic | Relevant IRO | Key policies | Targets | Management focus |
|--------------------|--|---|--|---|
| ESRS G1 Governance | Addressing corruption and bribery through prevention and detection measures including training | Code of Conduct Anti-Bribery and Anti-Corruption Policy Compliance system | >95% of employees globally participate in the annual compliance training | <ul style="list-style-type: none"> Maintaining a workforce with a balanced mix of internal and external career paths Combating corruption and bribery |

Policies

ESRS 2 MDR-P; ESRS 2 GOV-1; S1-3; S1-8; G1-1

Our commitment to ethics is anchored in a comprehensive set of internal policies and processes that establish clear expectations and promote responsible business practices. These policies ensure compliance with all applicable laws and regulations while fostering a culture of integrity and accountability and include our [Code of Conduct](#), [Supplier Code of Conduct](#), Anti-Bribery and Anti-Corruption Policy, Compliance System, Fair Competition Policy, Data Governance Policy, Social and Human Resources Policy, Data Protection Policy and [SpeakUp Guidelines](#). All policies are implemented by means of a management system and accessible via our intranet and, when relevant, are shared externally through our website. Our commitment to ethical business conduct applies to all aspects of our operations, including internal processes and our interactions with customers and suppliers.

Our Group-wide compliance programme offers a structured framework to prevent compliance risks and detect potential violations. Key compliance areas relevant to the group are organised within our “Compliance House”. Designated compliance officers, alongside site management at the subsidiary level, regularly review the applicable rules for their specific compliance topics, ensuring alignment with our internal commitments and requirements. Each year, key compliance topics are summarised in a compliance report, which is incorporated into our risk report and presented to the BoD by the Group Compliance Officer.

HUBER+SUHNER requires all office employees to complete mandatory onboarding compliance training, tailored specifically for our organisation. Delivered through e-learning, this training provides a comprehensive introduction to the Code of Conduct and the compliance programme, highlighting key ethical principles and best practices. Upon completion, employees must pass an assessment to demonstrate their understanding.

To uphold our governance standards and ensure effective oversight, we maintain an [independent grievance mechanism](#) enabling early identification of and accountability for all forms of misconduct, including human rights and labour law violations and other breaches of ethical business practice. Implemented through a whistleblowing platform, it allows employees and external stakeholders to report concerns anonymously, safely and without fear of retaliation. The whistleblowing platform is accessible 24/7 and supports multiple languages. Upon receiving a report, and if it is deemed admissible, the Whistleblowing Steering Committee promptly initiates an investigation. The committee includes representatives from Legal, Human Resources, and Corporate Communications. All cases are addressed promptly, independently, and with objectivity. The committee provides feedback to the relevant managers, who are responsible for reviewing and approving the final case resolutions and any remediation measures. A monthly report is compiled to track all potential violations of the Code of Conduct. Relevant cases are reviewed during biannual compliance meetings and, when applicable, documented in the annual compliance report. For further information on our grievance mechanism refer to [S1-3](#).

Targets

Each year, a key compliance topic is selected based on its relevance for a company-wide online training. The goal is to achieve a participation rate of over 95% among all office and indirect production employees. We exceeded our goal, achieving 98% participation among office and indirect production employees.

Actions and resources

ESRS 2 MDR-A; ESRS 2 GOV 1; G1-1; G1-3

HUBER+SUHNER has a zero-tolerance policy towards corruption and bribery. Our anti-bribery, anti-corruption, and compliance policies include clear procedures for the prevention, detection, and resolution of potential violations. The Whistleblowing Steering Committee is dedicated to promptly and thoroughly investigating all allegations of bribery or corruption.

The EGM oversees compliance with ethical business practices and the bribery and corruption risk system. As part of our ongoing commitment to mitigating corruption and bribery risks, sites are required to develop gift and hospitality guidelines, establish a gift register along with a registration and approval process. Our internal audit team verifies approvals, scrutinises transactions, and evaluates controls to identify unusual payments or potential conflicts of interest. They also investigate discrepancies and gather insights to uncover signs of corruption and bribery.

We have identified certain functions with elevated corruption risks. Sales activities are particularly vulnerable due to high transaction volumes and frequent interactions with government and public sector entities across multiple countries. Procurement processes also carry inherent risks given the scale and value of transactions. To mitigate these risks, both areas are governed by robust policies that ensure transparency, integrity, and regulatory compliance. Third-party sales agents are subject to strict controls and oversight. Additionally, mergers and acquisitions undergo enhanced due diligence to prevent acquiring corruption liabilities and to avoid conflicts of interest.

In 2025, we conducted a company-wide training on bribery and corruption, which included management and covered all risk functions. The Board did not undergo mandatory anti-corruption and anti-bribery training in 2025, as compliance expertise is a core requirement for its members.

Following the company-wide training on corruption and bribery conducted in 2025, which included at-risk functions, the focus remains on implementing regular, targeted trainings to address identified risks.

Metrics

ESRS 2 MDR-M; G1-4

Incidents of corruption or bribery: in 2025, HUBER+SUHNER reported no incidents, convictions, or fines related to violations of anti-corruption or anti-bribery laws, nor any breaches of related procedures and standards. Consequently, no actions such as dismissals or disciplinary measures were necessary.

Table 17: Company-wide annual compliance training

| Compliance focus topics | Year | Participation [%] |
|--|------|-------------------|
| Data protection | 2022 | 97% |
| Human rights due diligence | 2023 | 97% |
| Sexual harassment | 2024 | 98% |
| Anti-bribery and Anti-corruption ¹⁾ | 2025 | 98% |

1) Includes all functions identified as being at risk for bribery and corruption.

Table 18: Reported cases of misconduct

| 2025 | |
|---|--------|
| Reports of non-compliance with the CoC | Number |
| Total number of reports | 24 |
| Substantiated reports of non-compliance | 2 |
| Non-substantiated reports of non-compliance | 21 |
| Reports still under investigation ¹⁾ | 1 |

1) Reports still under investigation as per 31 December 2025.

Methodologies and assumptions

The number of employees participating in the annual company-wide compliance training is derived from the training platform and calculated as the percentage of all office and indirect production employees.

Reports of non-compliance include all cases received through our grievance mechanism. These are categorised into substantiated and non-substantiated reports. Any reports still under investigation as of 31 December 2025 are classified as pending investigation.

Glossary Non-financial Report

| Abbreviation | Definition |
|---------------------|--|
| BoD | Board of Directors |
| CAPEX | capital expenditure |
| CDP | global non-profit that runs the world's environmental disclosure system for companies (formerly Carbon Disclosure Project) |
| CEO | Chief Executive Officer |
| CH ₄ | methane |
| CFO | Chief Financial Officer |
| CHRO | Chief Human Resources Officer |
| CIO | Chief Information Officer |
| CCO | Chief Communications Officer |
| CoC | Code of Conduct |
| COO/COOs | Chief Operating Officer(s) |
| CO ₂ | carbon dioxide |
| CO ₂ -eq | carbon dioxide equivalent |
| CSRD | Corporate Sustainability Reporting Directive |
| DMA | double materiality assessment |
| DR/ DRs | disclosure requirements |
| EACs | energy attribute certificates |
| EFRAG | European Financial Reporting Advisory Group's |
| EGM | Executive Group Management |
| EnaW | Swiss Energie-Agentur der Wirtschaft |
| EOL | end-of-life |
| ERP | Enterprise Resource Planning |
| ESG | environmental, social and governance |
| ESRS | European Sustainability Reporting Standards |
| EU | European Union |
| GHG/ GHGs | greenhouse gas |
| GOV | governance |
| GWP | global warming potentials |
| HC | headcount |
| HFCs | hydrofluorocarbons |
| HR | human resources |
| ILO | International Labour Organisation |
| IPCC | Intergovernmental Panels on Climate Change |
| IRO/IROs | Impacts, Risks, and Opportunities |
| ISO | International Organization for Standardization |
| KPIs | Key Performance Indicators |
| LCA | life cycle assessment |
| LTI/LTIs | lost-time injury/ lost-time injuries |
| LTIR | lost-time injury rate |
| M&A | mergers and acquisitions |
| MDR-A | minimum disclosure requirements regarding action |
| MDR-M | minimum disclosure requirements regarding metrics |
| MDR-P | minimum disclosure requirements regarding policies |
| MDR-T | minimum disclosure requirements regarding targets |
| MWH | megawatt hours |
| NCC | The Nomination and Compensation Committee |
| N ₂ O | nitrous oxide |
| NF ₃ | nitrogen trifluoride |
| OECD | Organisation for Economic Co-operation and Development |
| OHS | occupational health and safety |
| OpEx | operating expense |

| | |
|---------|--|
| PEP | product evolution process |
| PFCs | perfluorocarbons |
| PPWR | Packaging and Packaging Waste Regulation |
| PV | photovoltaic |
| PY | previous year |
| REACH | registration, evaluation, authorisation and restriction of chemicals |
| RoHS | Restriction of Hazardous Substances |
| SBM | strategy, business model and value chain |
| SBTI | Science Based Target initiative |
| SF6 | sulphur hexafluoride |
| CO | Swiss Code of Obligations |
| t | tons |
| TCFD | Task Force on Climate-related Financial Disclosures |
| T/CHF | tons/Swiss francs |
| tCO2-eq | tons/carbon dioxide equivalent |
| TÜV | Technischer Überwachungsverein |
| WEEE | Waste Electrical and Electronic Equipment |
| XBRL | eXtensible Business Reporting Language |

Addendum

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Addendum 1: Sustainability Indices

Table 1: ESRS index

List of disclosure requirements (DRs) and references

The table below outlines the material DRs that have informed the preparation of this sustainability statement. It serves as a guide to help locate information within the statement related to specific disclosure requirements.

BP-2; IRO 2

| DR | Location of reference |
|---|--|
| General information | |
| BP-1; BP-2 | General information: Basis for preparation of the Group Sustainability Statement |
| GOV-1; GOV-2; GOV-3 | General information: Sustainability governance; Corporate governance: Board of Directors (BoD) ; Corporate governance: Executive Group Management (EGM) |
| GOV-4 | General information: Statement of due diligence |
| GOV-5 | General information: Risk management and controls over sustainability reporting |
| SBM-1; SBM-2; SBM-3 | General information: Strategy, business model and value chain |
| IRO-1 | General information: Materiality assessment |
| IRO-2 | General information: Table 1 Presentation of the material IROs |
| Environment | |
| E1 Climate change | |
| ESRS 2 IRO-1 | Climate change |
| E1-1 | Climate change: Actions and resources |
| E1-2 | Climate change: Policies |
| E1-3 | Climate change: Table 3 Climate mitigation actions |
| E1-4 | Climate change: Targets |
| E1-5 | Climate change: Energy consumption and mix |
| E1-6 | Climate change: GHG emissions |
| E1-7 | Climate change: Actions and resources |
| E1-8 | Climate change: Actions and resources |
| E2 Pollution | |
| ESRS 2 IRO-1; E2-1; E2-2; E2-3; E2-4; E2-6 | General information: Basis for preparation of the Group Sustainability Statement |
| E5 Resource use and circular economy | |
| ESRS 2 IRO-1 | Resource use and circular economy |
| E5-1 | Resource use and circular economy: Policies |
| E5-2 | Resource use and circular economy: Actions and resources |
| E5-3 | Resource use and circular economy: Targets |
| E5-4 | Resource use and circular economy: Resource inflow |
| E5-5 | Resource use and circular economy: Waste |
| E5-6 | Resource use and circular economy: Actions and resources |
| Social | |
| S1 Own workforce | |
| ESRS 2 IRO-1 | Own workforce |
| S1-1; ESRS 2 SBM-3 | Own workforce: Policies |
| S1-2 | Own workforce: Engagement |
| S1-3 | Own workforce: Methodologies and assumptions |
| S1-4 | Own workforce: Actions and resources |
| S1-5 | Own workforce: Targets |
| S1-6 | Own workforce: Employee characteristics |
| S1-7 | Own workforce: Non-employee characteristics |
| S1-9 | Own workforce: Diversity |
| S1-11 | Own workforce: Social protection |
| S1-13 | Own workforce: Training and skill development |
| S1-14 | Own workforce: Health and safety |

| Governance | |
|---------------------|---|
| G1 Business conduct | |
| ESRS 2 GOV-1 | General information: Sustainability governance ; Corporate governance ; Board of Directors ; Corporate governance: Executive Group Management |
| ESRS 2 IRO-1 | Business conduct |
| G1-1 | Business conduct: Policies |
| G1-3 | Business conduct: Actions and resources |
| G1-4 | Business conduct: Metrics |

Table 2: Index Swiss Code of Obligations Art. 964 b

The table below shows the disclosures reported in accordance with the requirements of Art. 964b of the Swiss Code of Obligations (CO).

| Topics | Disclosure | Location |
|-----------------------------|--------------------------------------|---|
| General Requirements | | |
| Business model | Description of the business model | General information: Basis for preparation of the Group Sustainability Statement Our fundamentals |
| | Policies adopted | Environment: Climate change Policies Environment: Resource use and circular economy Policies |
| | Measures taken to implement policies | Environment - Climate change: Actions and resources Environment - Resource use and circular economy: Actions and resources |
| | Risks related | General information: Materiality assessment |
| Environmental matters | Performance indicators | Environment - Climate change: Metrics Environment - Resource use and circular economy: Metrics |
| | Policies adopted | Social: Policies |
| | Measures taken to implement policies | Social: Actions and resources |
| Social issues | Risks related | General information: Materiality assessment |
| | Performance indicators | Social: Metrics |
| | Policies adopted | Social: Policies |
| | Measures taken to implement policies | Social: Actions and resources |
| Employee-related issues | Risks related | General information: Materiality assessment |
| | Performance indicators | Social: Metrics |
| | Policies adopted | Social: Policies |
| | Measures taken to implement policies | Social: Actions and resources |
| Respect for human rights | Risks related | General information: Materiality assessment |
| | Performance indicators | Social: Metrics |
| | Policies adopted | Governance: Policies |
| | Measures taken to implement policies | Governance: Actions and resources |
| Combating corruption | Risks related | General information: Materiality assessment |
| | Performance indicators | Governance: Metrics |

Note: Applying Art. 964b of the CO, the topics listed below were identified as being material under the CO. Based on CO Art. 964b paragraph 1, HUBER+SUHNER considers all topics in scope for non-financial reporting that are material from an impact and financial perspective (see [materiality matrix](#)).

Table 3: Index Framework ‘Recommendations of the Task Force on Climate-related Financial Disclosures’

The table below presents the disclosures made in compliance with the Swiss Ordinance on Climate Disclosures. This ordinance mandates, under Article 964b of the Swiss Code of Obligations (CO), that organisations disclose climate-related risks in alignment with the recommendations of the Task Force on Climate-related Financial Disclosures (Article 3).

| TCFD recommendation | Recommended disclosures | Location |
|---|---|---|
| Governance | | |
| Disclose the organisation’s governance around climate-related risks and opportunities. | a. Describe the Board’s oversight of climate-related risks and opportunities. | General information: Sustainability governance |
| | b. Describe management’s role in assessing and managing climate-related risks and opportunities. | General information: Sustainability governance |
| Strategy | | |
| Disclose the actual and potential impacts of climate-related risks and opportunities on the organisation’s businesses, strategy and financial planning. | a. Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term. | Risk management General information: Materiality assessment |
| | b. Describe the impact of climate-related risks and opportunities on the organisation’s businesses, strategy and financial planning. | Risk management General information: Materiality assessment |
| | c. Describe the resilience of the organisation’s strategy, taking into consideration different climate-related scenarios, including a 2 °C or lower scenario. | Risk management Environment |
| Risk management | | |
| Disclose how the organisation identifies, assesses and manages climate-related risks. | a. Describe the organisation’s processes for identifying and assessing climate-related risks. | Risk management General information: Materiality assessment |
| | b. Describe the organisation’s processes for managing climate-related risks. | Risk management General information: Materiality assessment |
| | c. Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation’s overall risk management. | Risk management General information: Materiality assessment |
| Metrics and targets | | |
| Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities. | a. Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process. | Risk management General information: Materiality assessment |
| | b. Disclose scope 1, scope 2 and, if appropriate, scope 3 greenhouse gas (GHG) emissions, and the related risks. | General information: Materiality assessment Environment |
| | c. Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets. | General information: Basis for preparation of the Group Sustainability Statement Environment |

Addendum 2: Scope for limited assurance

Table 1: Disclosures included in limited assurance

Limited assurance on selected sustainability information was performed by Ernst & Young Ltd (EY). The table below summarizes the disclosure requirements included in the scope of the limited assurance engagement. The data points are aligned with the ESRS [implementation guidance](#) issued by EFRAG. Further details on the procedures performed and the conclusion of the engagement are provided in the independent assurance report ([Addendum 3](#)).

| ID | Description | P. | ID | Description | P. |
|----------------|--|-----|---------|--|---------|
| E1.IRO-1_01 | Description of process in relation to impacts on climate change | 121 | E1-3_01 | Decarbonisation lever type | 123 |
| E1-1_01 | Disclosure of transition plan for climate change mitigation | 122 | E1-3_03 | Achieved GHG emission reductions | 123 |
| E1-1_02 | Explanation of how targets are compatible with limiting of global warming to 1.5° C in line with Paris Agreement | 121 | E1-3_04 | Expected GHG emission reductions | 123 |
| E1-1_03 | Disclosure of decarbonisation levers and key actions | 123 | E1-3_05 | Explanation of extent to which ability to implement action depends on availability and allocation of resources | 121-122 |
| E1-1_04 | Disclosure of significant operational expenditures (OpEx) and (or) capital expenditures (Capex) required for implementation of action plan | 122 | E1-4_01 | Disclosure of whether and how GHG emissions reduction targets and (or) any other targets have been set to manage material climate-related impacts, risks and opportunities | 121-122 |
| E1-1_05 | Financial resources allocated to action plan (OpEx) & Financial resources allocated to action plan (Capex) & Explanation of how transition plan is embedded in and aligned with overall business strategy and financial planning | 125 | E1-4_02 | Tables: Multiple Dimensions (baseline year and targets; GHG Types, Scope 3 Categories, Decarbonisation levers, entity-specific denominators for intensity value) | 121-124 |
| E1-1_06 | Financial resources allocated to action plan (Capex) | 122 | E1-4_05 | Intensity value of total Greenhouse gas emissions reduction | 121 |
| E1-1_07 | Explanation of potential locked-in GHG emissions from key assets and products and of how locked-in GHG emissions may jeopardise achievement of GHG emission reduction targets and drive transition risk | 122 | E1-4_06 | Absolute value of Scope 1 Greenhouse gas emissions reduction | 121 |
| E1-1_13 | Explanation of how transition plan is embedded in and aligned with overall business strategy and financial planning | 122 | E1-4_12 | Absolute value of market-based Scope 2 Greenhouse gas emissions reduction | 121 |
| E1-1_14 | Transition plan is approved by administrative, management and supervisory bodies | 122 | E1-4_15 | Absolute value of Scope 3 Greenhouse gas emissions reduction | 121 |
| E1-1_15 | Explanation of progress in implementing transition plan | 122 | E1-4_16 | Percentage of Scope 3 Greenhouse gas emissions reduction (as of emissions of base year) | 121 |
| E1.MDR-P_01-06 | Policies in place to manage its material impacts, risks and opportunities related to climate change mitigation and adaptation | 121 | E1-4_17 | Intensity value of Scope 3 Greenhouse gas emissions reduction | 121 |
| E1-2_01 | Sustainability matters addressed by policy for climate change | 121 | E1-4_18 | Explanation of how consistency of GHG emission reduction targets with GHG inventory boundaries has been ensured | 122 |
| E1.MDR-T_01-13 | Tracking effectiveness of policies and actions through targets | 121 | E1-4_20 | Description of how it has been ensured that baseline value is representative in terms of activities covered and influences from external factors | 122 |
| E1.MDR-A_01-12 | Actions and Resources related to climate change mitigation and adaptation | 122 | E1-4_22 | GHG emission reduction target is science based and compatible with limiting global warming to 1.5° C | 121 |

| | | | | | |
|---------|---|---------|---------|---|-----|
| E1-4_23 | Description of expected decarbonisation levers and their overall quantitative contributions to achieve GHG emission reduction target | 121-123 | E1-5_21 | Disclosure of reconciliation to relevant line item or notes in financial statements of net revenue from activities in high climate impact sectors | 124 |
| E1-4_24 | Diverse range of climate scenarios have been considered to detect relevant environmental, societal, technology, market and policy-related developments and determine decarbonisation levers | 121-123 | E1-6_01 | Gross Scopes 1, 2, 3 and Total GHG emissions - GHG emissions per scope [table] | 124 |
| E1-5_01 | Total energy consumption related to own operations | 124 | E1-6_02 | Gross Scopes 1, 2, 3 and Total GHG emissions - financial and operational control [table] | 124 |
| E1-5_02 | Total energy consumption from fossil sources | 123 | E1-6_03 | Disaggregation of GHG emissions - by country, operating segments, economic activity, subsidiary, GHG category or source type | 124 |
| E1-5_03 | Total energy consumption from nuclear sources | 124 | E1-6_04 | Gross Scopes 1, 2, 3 and Total GHG emissions - Scope 3 GHG emissions (GHG Protocol) [table] | 124 |
| E1-5_04 | Percentage of energy consumption from nuclear sources in total energy consumption | 124 | E1-6_06 | Gross Scopes 1, 2, 3 and Total GHG emissions - total GHG emissions - value chain [table] | 124 |
| E1-5_05 | Total energy consumption from renewable sources | 124 | E1-6_07 | Gross Scope 1 greenhouse gas emissions | 124 |
| E1-5_06 | Fuel consumption from renewable sources | 124 | E1-6_08 | Percentage of Scope 1 GHG emissions from regulated emission trading schemes | 124 |
| E1-5_07 | Consumption of purchased or acquired electricity, heat, steam, and cooling from renewable sources | 124 | E1-6_09 | Gross location-based Scope 2 greenhouse gas emissions | 124 |
| E1-5_08 | Consumption of self-generated non-fuel renewable energy | 124 | E1-6_10 | Gross market-based Scope 2 greenhouse gas emissions | 124 |
| E1-5_09 | Percentage of renewable sources in total energy consumption | 124 | E1-6_11 | Gross Scope 3 greenhouse gas emissions | 124 |
| E1-5_10 | Fuel consumption from coal and coal products | 123 | E1-6_12 | Total GHG emissions location based | 124 |
| E1-5_11 | Fuel consumption from crude oil and petroleum products | 123 | E1-6_13 | Total GHG emissions market based | 124 |
| E1-5_12 | Fuel consumption from natural gas | 123 | E1-6_14 | Disclosure of significant changes in definition of what constitutes reporting undertaking and its value chain and explanation of their effect on year-to-year comparability of reported GHG emissions | 125 |
| E1-5_14 | Consumption of purchased or acquired electricity, heat, steam, or cooling from fossil sources | 123 | E1-6_15 | Disclosure of methodologies, significant assumptions and emissions factors used to calculate or measure GHG emissions | 125 |
| E1-5_15 | Percentage of fossil sources in total energy consumption | 124 | E1-6_16 | Disclosure of the effects of significant events and changes in circumstances (relevant to its GHG emissions) that occur between the reporting dates of the entities in its value chain and the date of the undertaking's general purpose financial statements | 125 |
| E1-5_18 | Energy intensity from activities in high climate impact sectors (total energy consumption per net revenue) | 124 | E1-6_17 | Biogenic emissions of CO2 from the combustion or biodegradation of biomass not included in Scope 1 GHG emissions | 124 |
| E1-5_19 | Total energy consumption from activities in high climate impact sectors | 124 | | | |
| E1-5_20 | High climate impact sectors used to determine energy intensity | 124 | E1-6_18 | Percentage of contractual instruments, Scope 2 GHG emissions | 122 |

| | | | | | |
|---------|--|---------|---------|--|---------|
| E1-6_19 | Disclosure of types of contractual instruments, Scope 2 GHG emissions | 122 | E1-8_05 | Description of critical assumptions made to determine carbon price applied | 122 |
| E1-6_21 | Percentage of contractual instruments used for sale and purchase of energy bundled with attributes about energy generation in relation to Scope 2 GHG emissions | 122 | E1-8_09 | Disclosure of whether and how carbon price used in internal carbon pricing scheme is consistent with carbon price used in financial statements | 122 |
| E1-6_23 | Disclosure of types of contractual instruments used for sale and purchase of energy bundled with attributes about energy generation or for unbundled energy attribute claims | 122 | S1-1_01 | Policies to manage material impacts, risks and opportunities related to its own workforce Policies to manage material impacts, risks and opportunities related to own workforce, including for specific groups within workforce or all own workforce | 129 |
| E1-6_24 | Biogenic emissions of CO2 from combustion or bio-degradation of biomass not included in Scope 2 GHG emissions | 124 | S1-1_03 | Description of relevant human rights policy commitments relevant to own workforce | 129 |
| E1-6_25 | Percentage of GHG Scope 3 calculated using primary data | 125 | S1-1_04 | Disclosure of general approach in relation to respect for human rights including labour rights, of people in its own workforce | 129 |
| E1-6_26 | Disclosure of why Scope 3 GHG emissions category has been excluded | 124-125 | S1-1_05 | Disclosure of general approach in relation to engagement with people in its own workforce | 131 |
| E1-6_27 | List of Scope 3 GHG emissions categories included in inventory | 124 | S1-1_06 | Disclosure of general approach in relation to measures to provide and (or) enable remedy for human rights impacts | 129 |
| E1-6_29 | Disclosure of reporting boundaries considered and calculation methods for estimating Scope 3 GHG emissions | 125 | S1-1_07 | Disclosure of whether and how policies are aligned with relevant internationally recognised instruments | 129 |
| E1-6_30 | GHG emissions intensity, location-based (total GHG emissions per net revenue) | 124 | S1-1_09 | Workplace accident prevention policy or management system is in place | 129 |
| E1-6_31 | GHG emissions intensity, market-based (total GHG emissions per net revenue) | 124 | S1-2_01 | Disclosure of whether and how perspectives of own workforce inform decisions or activities aimed at managing actual and potential impacts | 131 |
| E1-6_32 | Disclosure of reconciliation to financial statements of net revenue used for calculation of GHG emissions intensity | 125 | S1-2_02 | Engagement occurs with own workforce or their representatives | 131 |
| E1-6_33 | Net revenue | 124 | S1-2_03 | Disclosure of stage at which engagement occurs, type of engagement and frequency of engagement | 131 |
| E1-6_34 | Net revenue used to calculate GHG intensity | 124-125 | S1-2_04 | Disclosure of function and most senior role within undertaking that has operational responsibility for ensuring that engagement happens and that results inform undertakings approach | 131 |
| E1-8_01 | Carbon pricing scheme by type | 122 | S1-2_05 | Disclosure of Global Framework Agreement or other agreements related to respect of human rights of workers | 129 |
| E1-8_02 | Type of internal carbon pricing scheme | 122 | S1-2_06 | Disclosure of how effectiveness of engagement with its own workforce is assessed | 131 |
| E1-8_03 | Description of specific scope of application of carbon pricing scheme | 122 | S1-3_01 | Disclosure of general approach to and processes for providing or contributing to remedy where undertaking has caused or contributed to a material negative impact on people in its own workforce | 129-131 |
| E1-8_04 | Carbon price applied for each metric tonne of greenhouse gas emission | 122 | S1-3_02 | Disclosure of specific channels in place for its own workforce to raise concerns or needs directly with undertaking and have them addressed & Disclosure of processes through which undertaking supports or requires availability of channels | 129 |

| | | | | | |
|----------------|---|---------|---------|--|-----|
| S1-3_05 | Grievance or complaints handling mechanisms related to employee matters exist | 129 | S1-6_05 | Characteristics of undertaking's employees - information on employees by contract type and gender [table] | 131 |
| S1-3_07 | Disclosure of how issues raised and addressed are tracked and monitored and how effectiveness of channels is ensured | 129 | S1-6_12 | Percentage of employee turnover | 131 |
| S1-3_08 | Disclosure of whether and how it is assessed that its own workforce is aware of and trust structures or processes as way to raise their concerns or needs and have them addressed | 129 | S1-6_13 | Description of methodologies and assumptions used to compile data (employees) | 133 |
| S1-3_09 | Policies regarding protection against retaliation for individuals that use channels to raise concerns or needs are in place | 129 | S1-6_14 | Employees numbers are reported in head count or full-time equivalent | 131 |
| S1.MDR-A_01-12 | Action plans and resources to manage its material impacts, risks, and opportunities related to its own workforce [see ESRS 2 - MDR-A] | 130 | S1-6_15 | Employees numbers are reported at end of reporting period/average/other methodology | 131 |
| S1-4_03 | Description of additional initiatives or actions with primary purpose of delivering positive impacts for own workforce | 130 | S1-6_17 | Disclosure of cross-reference of information reported under paragraph 50 (a) [number of employees] to most representative number in financial statements | 133 |
| S1-4_04 | Description of how effectiveness of actions and initiatives in delivering outcomes for own workforce is tracked and assessed | 130 | S1-7_01 | Number of non-employees in own workforce | 132 |
| S1-4_09 | Description of how effectiveness of actions and initiatives in delivering outcomes for own workforce is tracked and assessed | 130 | S1-7_02 | Number of non-employees in own workforce - self-employed people | 132 |
| S1.MDR-T_01-13 | Targets set to manage material impacts, risks and opportunities related to own workforce [see ESRS 2 - MDR-T] | 129-130 | S1-7_03 | Number of non-employees in own workforce - people provided by undertakings primarily engaged in employment activities | 132 |
| S1-5_01 | Disclosure of whether and how own workforce or workforce' representatives were engaged directly in setting targets | 129-130 | S1-7_06 | Description of methodologies and assumptions used to compile data (nonemployees) | 133 |
| S1-5_02 | Disclosure of whether and how own workforce or workforce' representatives were engaged directly in tracking performance against targets | 129-130 | S1-7_07 | Non-employees numbers are reported in head count/full time equivalent | 132 |
| S1-5_03 | Disclosure of whether and how own workforce or workforce' representatives were engaged directly in identifying lessons or improvements as result of undertakings performance | 129-130 | S1-7_08 | Non-employees numbers are reported at end of reporting period/average/other methodology | 132 |
| S1-6_01 | Characteristics of undertaking's employees - number of employees by gender [table] | 131 | S1-7_09 | Disclosure of contextual information necessary to understand data (non-employee workers) | 133 |
| S1-6_04 | Characteristics of undertaking's employees - number of employees in countries with 50 or more employees representing at least 10% of total number of employees [table] | 131 | S1-7_10 | Description of basis of preparation of non-employees estimated number | 133 |

| | | | | | |
|----------|---|-----|----------|---|-----|
| S1-9_01 | Gender distribution Number of employees (head count) at top management level | 132 | S1-11_09 | Disclosure of types of employees who are not covered by social protection, through public programs or through benefits offered, against loss of income due to employment injury and acquired disability | 132 |
| S1-9_02 | Percentage of employees at top management level | 132 | S1-11_10 | Disclosure of types of employees who are not covered by social protection, through public programs or through benefits offered, against loss of income due to maternity leave | 132 |
| S1-9_03 | Distribution of employees (head count) under 30 years old | 132 | S1-11_11 | Disclosure of types of employees who are not covered by social protection, through public programs or through benefits offered, against loss of income due to retirement | 132 |
| S1-9_04 | Distribution of employees (head count) between 30 and 50 years old | 132 | S1-13_01 | Training and skills development indicators gender [table] | 132 |
| S1-9_05 | Distribution of employees (head count) over 50 years old | 132 | S1-13_02 | Percentage of employees that participated in regular performance and career development reviews | 132 |
| S1-9_06 | Disclosure of own definition of top management used | 133 | S1-13_03 | Average number of training hours by gender [table] | 132 |
| S1-11_01 | All employees in own workforce are covered by social protection, through public programs or through benefits offered, against loss of income due to sickness | 132 | S1-13_04 | Average number of training hours per person for employees | 132 |
| S1-11_02 | All employees in own workforce are covered by social protection, through public programs or through benefits offered, against loss of income due to unemployment starting from when own worker is working for undertaking | 132 | S1-14_01 | People covered by Health and management systems | 133 |
| S1-11_03 | All employees in own workforce are covered by social protection, through public programs or through benefits offered, against loss of income due to employment injury and acquired disability | 132 | S1-14_02 | Number of fatalities due to work-related injuries and work-related ill health (own workforce) | 133 |
| S1-11_04 | All employees in own workforce are covered by social protection, through public programs or through benefits offered, against loss of income due to parental leave | 132 | S1-14_03 | Number of fatalities as result of work-related injuries and work-related ill health of other workers | 133 |
| S1-11_05 | All employees in own workforce are covered by social protection, through public programs or through benefits offered, against loss of income due to retirement | 132 | S1-14_04 | Number of recordable work-related accidents (own workforce) | 133 |
| S1-11_06 | Social protection employees by country by types of events and type of employees [including non-employees] | 132 | S1-14_05 | Rate of recordable work-related accidents | 133 |
| S1-11_07 | Disclosure of types of employees who are not covered by social protection, through public programs or through benefits offered, against loss of income due to sickness | 132 | S1-14_06 | Number of cases of recordable work-related ill health of employees | 133 |
| S1-11_08 | Disclosure of types of employees who are not covered by social protection, through public programs or through benefits offered, against loss of income due to unemployment starting from when own worker is working for undertaking | 132 | S1-14_07 | Number of days lost to work-related injuries and fatalities from work-related accidents, work-related ill health and fatalities from ill health related to employees | 133 |



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To the Management of
Huber+Suhner AG, Herisau

Basle, 4 March 2026

Independent assurance report on selected sustainability disclosures and indicators in the annual report

We have been engaged to perform assurance procedures to provide limited assurance on selected disclosures and indicators included in HUBER+SUHNER AG's (the Company's) Annual Report 2025 for the reporting period from 1 January 2025 to 31 December 2025 (the Report).

Our limited assurance engagement focused on selected disclosures and indicators (including GHG emissions) presented in the Addendum 2: Scope for limited assurance on page 142 and 146 of the Non-financial Report 2025 included in the Annual Report.

We did not perform assurance procedures on other information included in the Report, other than as described in the preceding paragraph, and accordingly, we do not express a conclusion on that information.

Applicable criteria

The Company defined as applicable criteria (the Applicable Criteria):

- European Sustainability Reporting Standards (Sector agnostic Set 1 ESRS) presented on the ESRS homepage.

Inherent limitations

The accuracy and completeness of selected disclosures and indicators (including GHG emissions) are subject to inherent limitations given their nature and methods for determining, calculating and estimating such data. In addition, the quantification of the non-financial matters indicators is subject to inherent uncertainty because of incomplete scientific knowledge used to determine factors related to the emissions factors and the values needed to combine e.g. emissions of different gases. Our assurance report should therefore be read in connection with the Company's non-financial report, its definitions and procedures on non-financial matters reporting therein.

Responsibility of the Management

The Management is responsible for the selection of the Applicable Criteria and for the preparation and presentation, in all material respects, of the selected disclosures and indicators (including GHG emissions) in accordance with the Applicable Criteria. This responsibility includes the design, implementation, and maintenance of internal control relevant to the preparation of the selected disclosures and indicators that are free from material misstatement, whether due to fraud or error.

**Independence and quality management**

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) of the International Ethics Standards Board for Accountants (IESBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Our firm applies ISQM 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our responsibility

Our responsibility is to express a conclusion on the disclosures and indicators (including GHG emissions) based on the evidence we have obtained.

We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 Assurance Engagements Other than Audits or Reviews of Historical Financial Information (Revised). This standard requires that we plan and perform this engagement to obtain limited assurance about whether the disclosures, indicators and non-financial information (including GHG emissions) are free from material misstatement, whether due to fraud or error.

Summary of work performed

Procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our procedures were designed to obtain a limited level of assurance on which to base our conclusion and do not provide all the evidence that would be required to provide a reasonable level of assurance.

Although we considered management's internal controls when determining the nature and extent of our procedures, our assurance engagement was not designed to provide assurance on internal controls. Our procedures did not include testing controls or performing procedures relating to checking aggregation or calculation of data within IT systems.

The Greenhouse Gas (GHG) quantification process is subject to scientific uncertainty, which arises because of incomplete scientific knowledge about the measurement of GHGs. Additionally, GHG procedures are subject to estimation (or measurement) uncertainty resulting from the measurement and calculation processes used to quantify emissions within the bounds of existing scientific knowledge.



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Our limited assurance procedures included, amongst others, the following work:

- Assessment of the suitability of the Applicable Criteria and their consistent application
- Interviews with relevant personnel to understand the business and reporting process, including the sustainability strategy, principles and management
- Interviews with the Company's key personnel to understand the non-financial reporting system during the reporting period, including the process for collecting, collating and reporting the disclosures and indicators
- Checking that the calculation criteria have been correctly applied in accordance with the methodologies outlined in the Applicable Criteria
- Analytical review procedures to support the reasonableness of the data
- Identifying and testing assumptions supporting calculations
- Testing, on a sample basis, underlying source information to check the accuracy of the data

We have not carried out any work on data other than outlined in the paragraph above. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our assurance conclusions.

Conclusion

Based on the procedures performed and the evidence obtained, nothing has come to our attention that causes us to believe that the selected disclosures and indicators (including GHG emissions) in the Report of the Company have not been prepared, in all material respects, in accordance with the Applicable Criteria.

Ernst & Young Ltd

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