Investor Dialogue on Governance / Sustainability

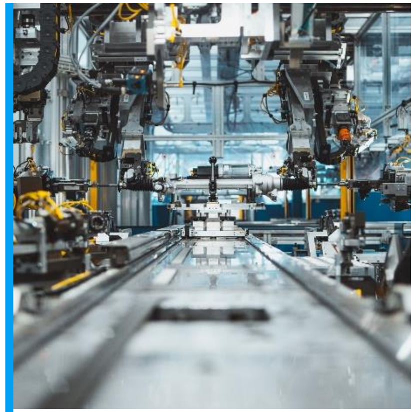
thyssenkrupp Investor Relations

December 2025 (Update June 2026)

Content

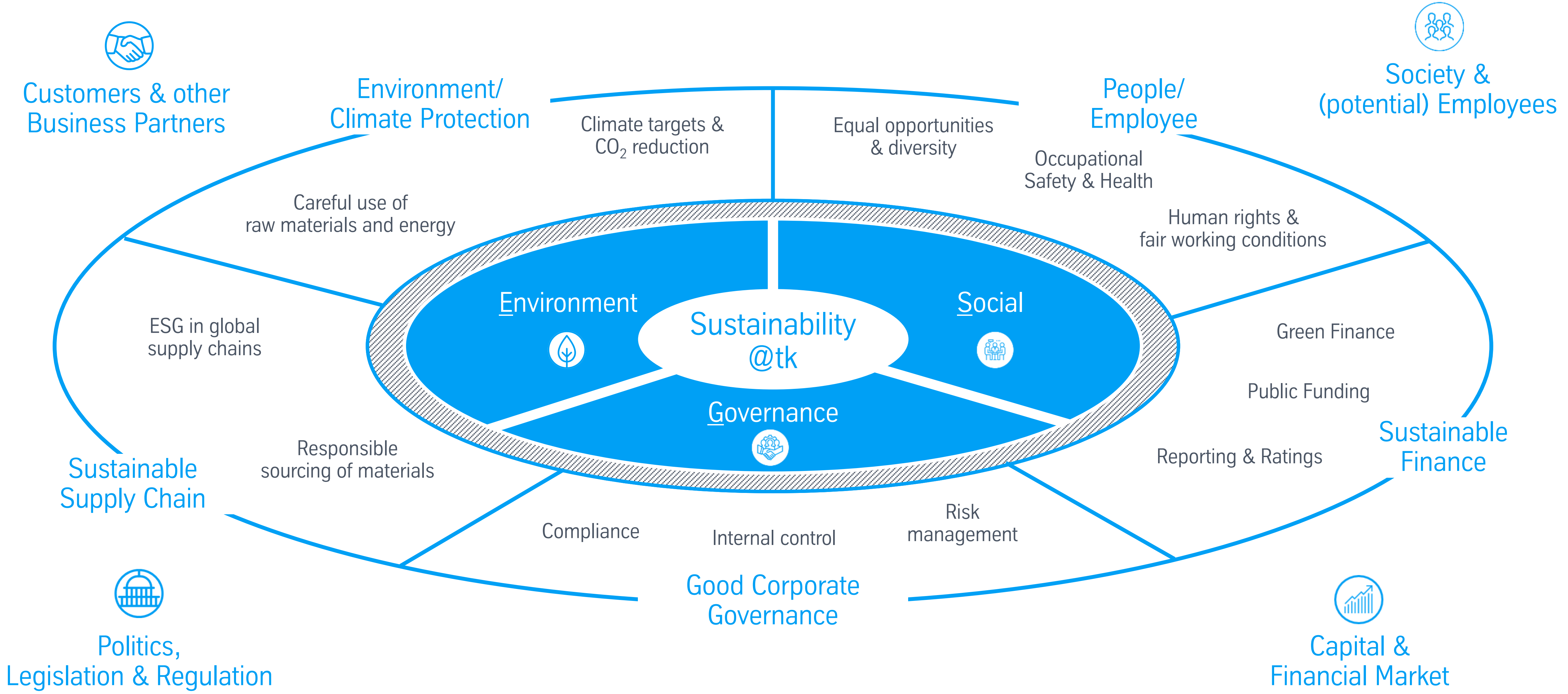
Snapshot FY 24/25 and mid-term targets

Group: Sales of €32.8 bn, EBIT adj. of €640 mn (1.9% margin)

	Automotive Technology (AT)	Decarbon Technologies (DT)	Materials Services (MX)	Marine Systems (MS)	Steel Europe (SE)
					
Sales	€7.0 bn	€3.5 bn	€11.4 bn	€2.2 bn	€9.8 bn
EBIT adj.	€187 mn 2.7% margin	€71 mn 2.1% margin	€132 mn 1.2% margin	€127 mn 5.8% margin	€337 mn 3.4% margin
Mid-term target	7-8% EBIT adj. margin	>5% EBIT adj. margin	2-3% EBIT adj. margin	>7% EBIT adj. margin	Under review EBIT adj. margin

Mid-term targets for the Group: EBIT adj. in the range of 4-6%, sig. positive FCF bef. M&A and reliable dividend payments

thyssenkrupp pursues a holistic approach to sustainability on Group and Business level and manages Stakeholder expectations actively by transparency, communication and strategic positioning



Content

thyssenkrupp Supervisory Board – Priorities and Standards

“Advance thyssenkrupp’s transformation to a performance-driven and agile organisation with clear accountability at all management positions and with higher speed and quality in decision making.”

Prof. Dr.-Ing. Dr.-Ing. E.h. Siegfried Russwurm
Chairman of the Supervisory Board
thyssenkrupp AG

Priorities

- Supporting thyssenkrupp in transforming to sustained value creation with a future-proof portfolio
- Frequent monitoring of reporting and risk management (incl. Internal Control System; Compliance)
- Capital investment planning

Standards

Supervisory Board (Control):
- Oversees and advises Executive Board
- Directly involved in decisions on matters of fundamental importance to the company
- Involvement in discussion and approval of Group strategy
- Responsible for the remuneration system of the Executive Board

Reports

Advises, Oversees

Appoints, Dismisses

Executive Board (Operative):
- Develops and executes Group strategy
- Operates the company within frame set by Supervisory Board
- Full operational accountability

thyssenkrupp Supervisory Board – Shareholder Representatives

Prof. Dr.-Ing. Dr.-Ing. E.h.

Siegfried Russwurm

Chairman

Born 1963, German
Member since 2019

Consultant

Prof. Dr. Dr. h.c. Ursula Gather

Born 1953, German
Member[1] since 2018
Chair of the Board of Trustees of AKBH-Foundation

Dr. Ingo Luge

Born 1957, German
Member since 2019
Former CEO E.ON Deutschland, E.ON SE, Management Consultant

Birgit A. Behrendt

Born 1959, German
Member since 2020
Director and Management Consultant

Stefan E. Buchner

Born 1960, German
Member[1] since 2021
Former Member of the Board of Management of Daimler Truck AG

Angelika Gifford

Born 1965, German
Member since 2019
Consultant

Dr. Verena Volpert

Born 1960, German
Member since 2020
Tax consultant

Dr. Patrick Berard

Born 1953, French
Member since 2023
Management Consultant

Dr. Wolfgang Colberg

Born 1959, German
Member since 2018
Management Consultant and Independent Director

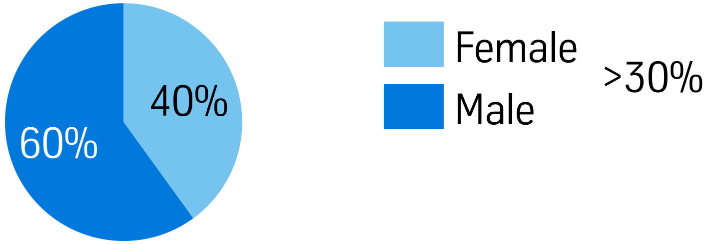
Dr. Bernhard Günther

Born 1967, German
Member since 2020
Chairman of the Management Board of BWI GmbH (since Oct 1, 2025)

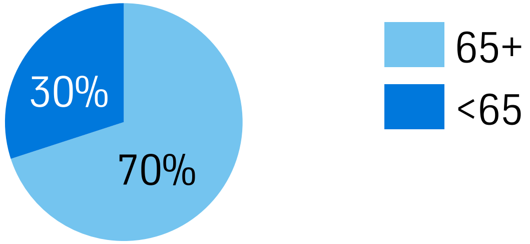
1. Designated by the Alfried Krupp von Bohlen und Halbach Foundation (AKBH)

thyssenkrupp Supervisory Board – Facts on Shareholder Representatives

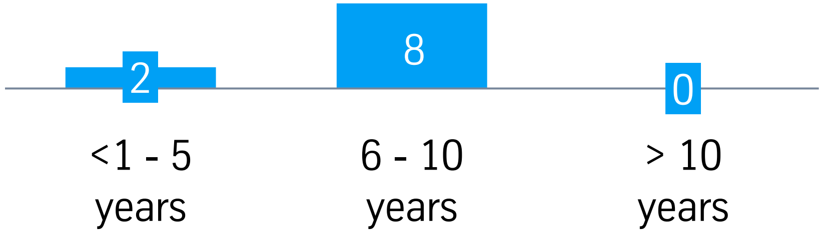
Gender



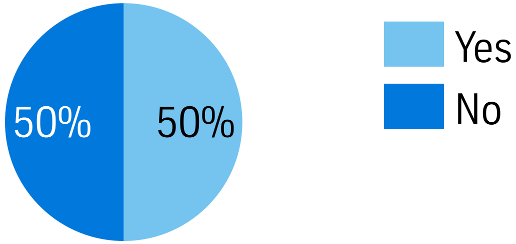
Age



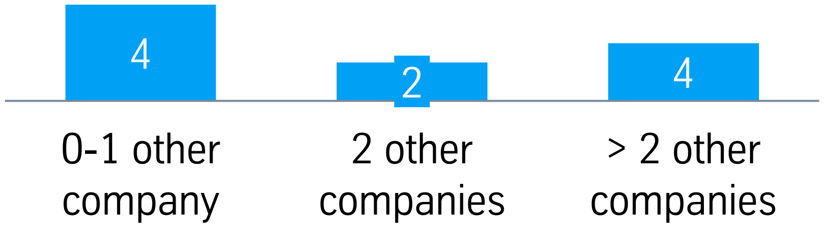
Board tenure in years (max. 12 years)



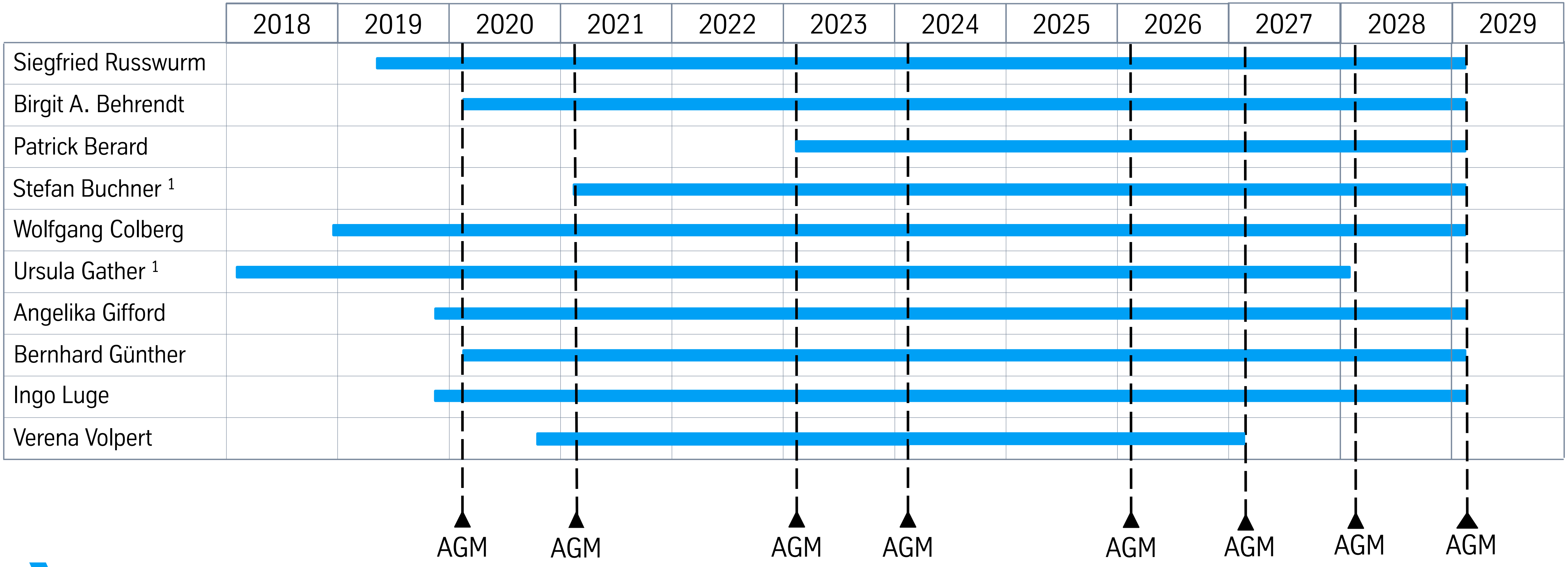
International Management Experience



No. of mandates



Terms of Shareholder Representatives in Supervisory Board



- Reduced terms of 3 years; shareholders agreed at AGM 2020 to proposal by Supervisory Board
- In case of re-election individual terms will prolong 3 further years

1. Designated by the Alfried Krupp von Bohlen und Halbach Foundation (AKBH); According to § 9 (1) of the Articles of Association of thyssenkrupp AG the AKBH Foundation maintains the 5-year-terms for their representatives.

thyssenkrupp Supervisory Board – Employee Representatives

Jürgen Kerner[1]
Vice Chairman

Born 1969, German
Member since 2020

Member of the Executive Committee and 2nd Chairman of IG Metall

Andreas Demtröder[1]

Born 1969, German
Member since 2026
Chair of Works Council of thyssenkrupp Millservices & Systems GmbH; Chair of Works Council Working Group of thyssenkrupp Materials Services GmbH

Tanja Jacquemin[1]

Born 1972, German
Member since 2016
Lecturer at the “Supervisory Boards and Corporate Codetermination” department, Academy of Labour, Frankfurt/M.

Daniela Jansen[1]

Born 1977, German
Member since 2021
Political Secretary at the IG Metall Executive Board

Christian Julius[1]

Born 1968, German
Member since 2022
Employee of thyssenkrupp rothe erde GmbH Germany

André Kannenberg[1]

Born 1986, German
Member since 2026
Member of the Works Council of TKMS GmbH, Kiel

Thorsten Koch[1]

Born 1977, German
Member since 2022
Chair of the Works Council of thyssenkrupp Automotive Body Solutions GmbH – Plant Lockweiler

Katrin Goebel-Krawinkel[1]

Born 1987, German
Member since 2023
Chairwoman of the Executive Staff Representative Committee of thyssenkrupp AG

Tekin Nasikkol[1]

Born 1968, German
Member since 2020
Chair of the Works Council and Chair of the General Works Council of Steel Europe
Chair of the Group Works Council

Marc Winter[1]

Born 1974, German
Member since 2026
Chair of the Works Council of thyssenkrupp Rasselstein GmbH
Chair of the European Works Council of thyssenkrupp AG

Organization: 1. IG Metall (Industrial Union of Metalworkers)

Nomination process for new Supervisory Board candidates

Step 1 – Definition of required profile[1]

Skills

- Industry expertise / Sector knowledge
- Management of co-determined companies
- Corporate development, organization and structuring
- Corporate strategy and management of portfolio companies
- Operational Excellence
- Human Resources
- Digitalization and IT
- Sustainability
- Financing and Capital Market
- Accounting and Auditing
- Legal and Compliance / Corporate Governance

Other

- International management experience
- No conflict of interests
- Max. age 75 years
- Independence
- Max. 12 years on Board
- Representation of men/women (≥ 30%)

Step 2

Nomination Committee

- Identify potential candidates
- Propose candidates to Supervisory Board

Step 3

Supervisory Board

- Confirm candidates
- Propose candidates to shareholders (AGM)

Step 4

Shareholders at AGM

- Vote/approve candidates at AGM

1. Objectives of the supervisory board for its composition 2021 incl. competence profile and diversity concept

Supervisory Board Committees – covering ESG topics in an integrated approach

Executive Committee

- Prepares the agenda of the SB meetings (nucleus of EC debate)
- ESG: ensuring consideration of ESG topics in strategy and transformation

Members

- S. Russwurm (Chairman; SR)
  B. Günther (SR), J. Kerner (ER), T. Nasikkol (ER)

Strategy, Finance and Investment Committee

- Prepares major decisions on e.g. strategic developments, financing, investments
- ESG: considering proper embedding of Sustainability in strategy and related capex

Members

- S. Russwurm (Chairman; SR)
  S. Buchner (ER), U. Gather (SR), D. Jansen (SR), J. Kerner (ER), T. Koch (ER), I. Luge (SR), T. Nasikkol (ER)

Audit Committee

- Monitors the accounting process and internal control systems
- ESG: monitoring risks and Sustainability reporting, e.g. EU Taxonomy Reporting
- ESG: supervising Compliance + Cyber Security

Members

- V. Volpert (Chairwoman; SR)
  W. Colberg (SR), B. Günther (SR), T. Jacquemin (ER), T. Nasikkol (ER), M. Winter (ER)

Nomination Committee

- Proposes SB candidates to SB
- ESG: considers SB Sustainability skills

Members

- S. Russwurm (Chairman; SR)
  B. Behrendt (SR), U. Gather (SR), B. Günther (SR), I. Luge (SR)

Personnel Committee

- Proposes Executive Board candidates to SB
- ESG: considers EB Sustainability skills
- Develops & proposes EB remuneration
- ESG: reflects ESG in EB remuneration system

Members

- S. Russwurm (Chairman; SR)
  B. Günther (SR), J. Kerner (ER), T. Nasikkol (ER)

Mediation Committee[1]

- Makes proposals for the appointment and dismissal of the Executive Board members in case when there is no majority of at least 2/3

Members

- S. Russwurm (Chairman; SR)
  B. Günther (SR), J. Kerner (ER), T. Nasikkol (ER)

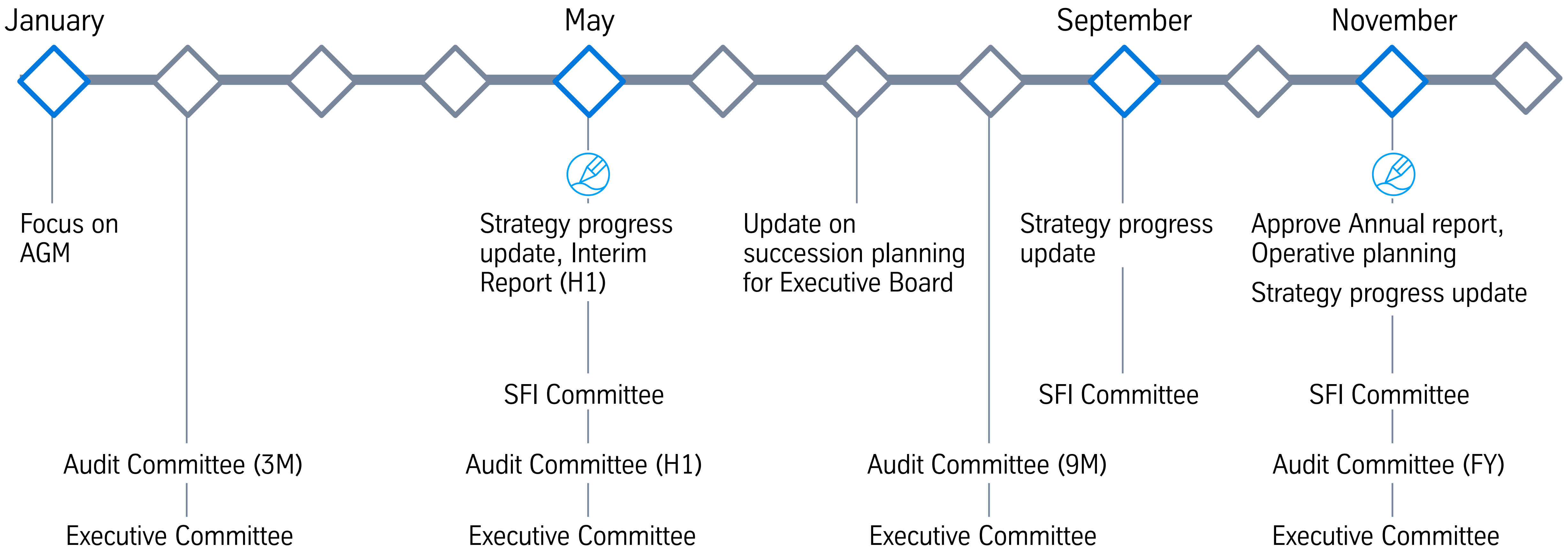
1. Required by law

(SR) Shareholder Representative | (ER) Employee Representative

Regular schedule and topics of Supervisory Board and Committee meetings

Supervisory Board meeting

Supervisory Board decision



Additional meetings possible, if necessary

Transformation and pandemic require high intensity of SB and Committee work

Meetings in FY 2020/21	Meetings in FY 2021/22	Meetings in FY 2022/23	Meetings in FY 2023/24	Meetings in FY 2024/25	
4x	6x	7x	6x	6x	Supervisory Board
7x	8x	6x	8x	9x	Personnel Committee
2x	3x	1x	2x	2x	Nomination Committee
16x	16x	14x	12x	12x	Executive Committee
5x	5x	5x	5x	5x	Audit Committee
4x	3x	5x	3x	3x	SFI Committee

Note: The work of the Supervisory Board that is conducted outside of Supervisory Board meetings has not been considered

Supervisory Board – Topics:
- Situation of the Group
- Transformation of thyssenkrupp
- Board matters and special topics

Executive Committee:
- Monthly; focus of meeting on transformation topics „Portfolio“ and „Performance“
- Option of „Guests/experts“ by invitation:
  - Supervisory Board members
  - Executive Board members
  - External consultants for Supervisory Board only
- „Discussion and debate“ culture

The last self-assessment was monitored by an external and independent party in fiscal year 2022/2023

Individual disclosure of Supervisory Board members’ attendance at meetings of the Supervisory Board of thyssenkrupp AG and its committees in the fiscal year 2024/2025*

Members of the Supervisory Board	Supervisory Board Meetings			Committee Meetings		
	Meetings	Attended	Attendance rate in %	Meetings	Attended	Attendance rate in %
Prof. Dr.-Ing. Dr.-Ing. E.h. Siegfried Russwurm, Chairman	6	6	100.00%	27	27	100.00%
Jürgen Kerner, Vice Chairman	6	6	100.00%	25	24	96.00%
Birgit A. Behrendt	6	6	100.00%	2	2	100.00%
Dr. Patrick Berard	6	6	100.00%	./.	./.	./.
Stefan Erwin Buchner	6	6	100.00%	3	3	100.00%
Dr. Wolfgang Colberg	6	6	100.00%	5	5	100.00%
Prof. Dr. Dr. h.c. Ursula Gather	6	6	100.00%	5	5	100.00%
Angelika Gifford	6	6	100.00%	./.	./.	./.
Dr. Bernhard Günther	6	6	100.00%	29	29	100.00%
Achim Hass	6	6	100.00%	./.	./.	./.
Tanja Jacquemin	6	6	100.00%	5	5	100.00%
Daniela Jansen	6	6	100.00%	3	3	100.00%
Christian Julius	6	6	100.00%	./.	./.	./.
Thorsten Koch	6	6	100.00%	3	3	100.00%
Katrin Goebel-Krawinkel	6	6	100.00%	./.	./.	./.
Dr. Ingo Luge	6	6	100.00%	5	5	100.00%
Tekin Nasikkol	6	6	100.00%	30	30	100.00%
Dr. Verena Volpert	6	6	100.00%	5	5	100.00%
Ulrich Wilsberg	6	6	100.00%	5	5	100.00%
Kirstin Zeidler	6	6	100.00%	./.	./.	./.
Total 99.63%	120	120	100.00%	152	151	99.34%

Total attendance rate increased:

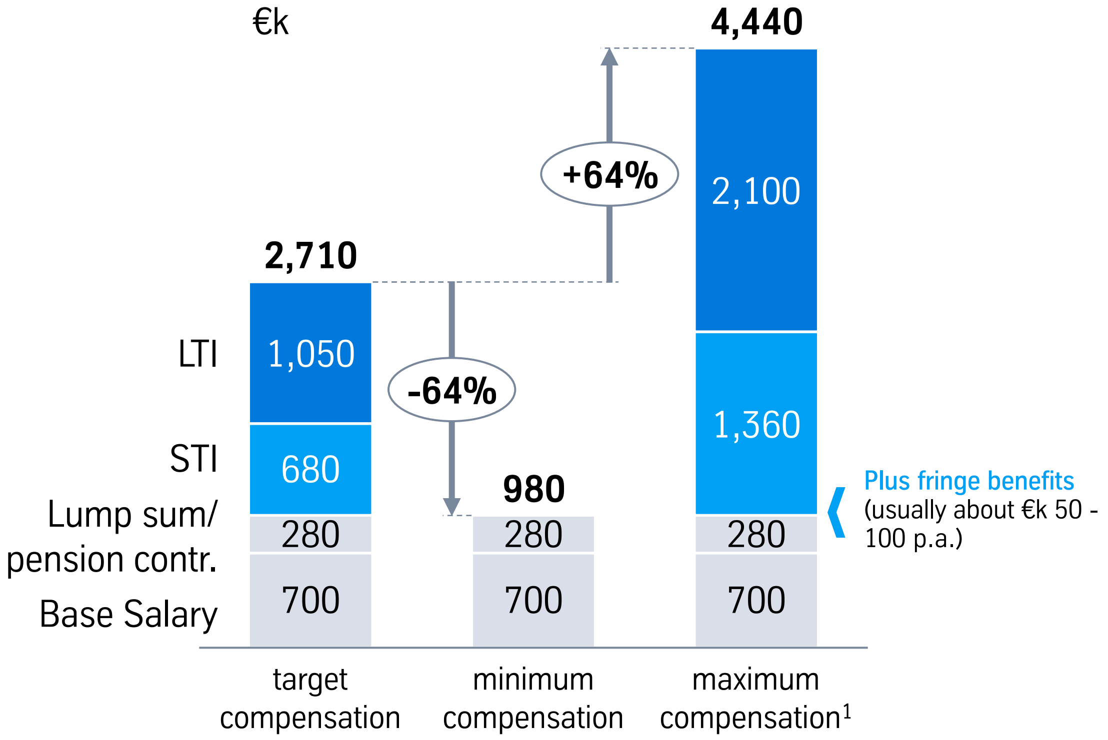
99.63%

(2023/2024: 98.48%)

*The work of the supervisory board that is conducted outside of supervisory board meetings has not been considered

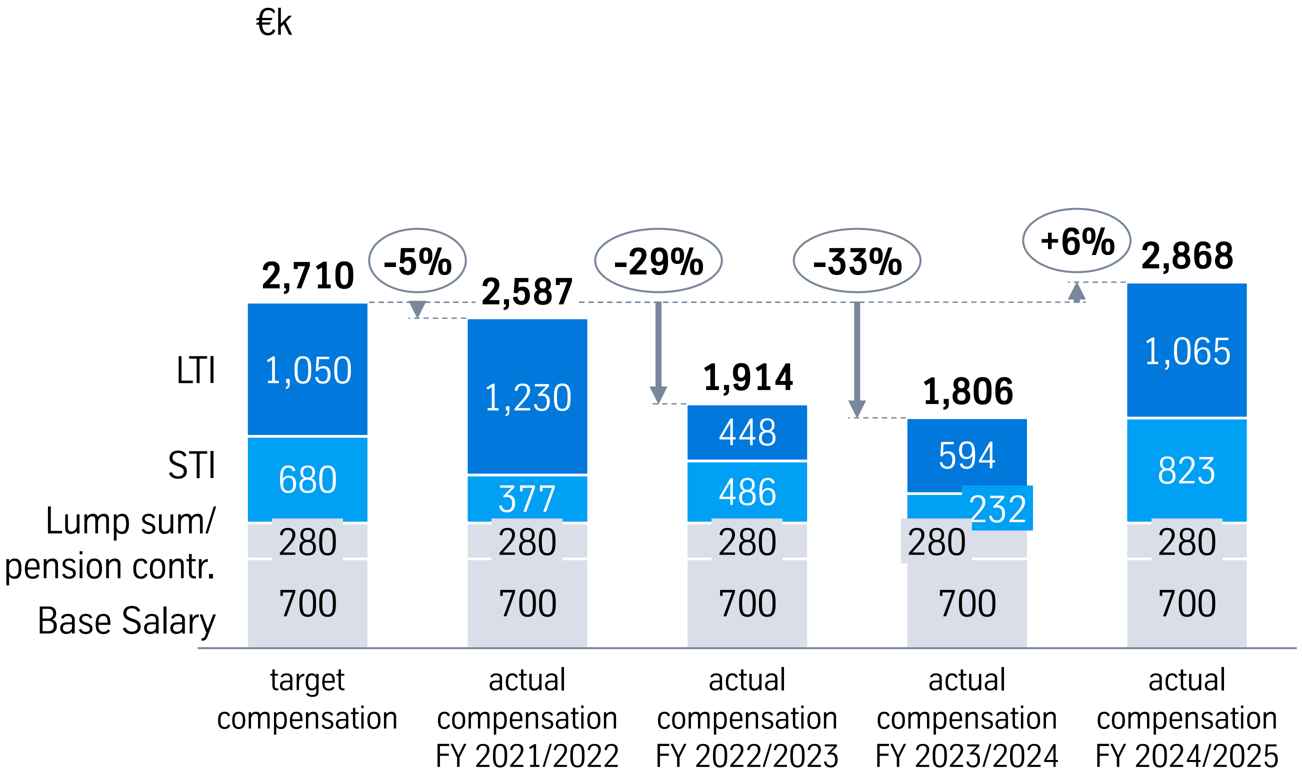
Target / Minimum / Maximum / Actual Compensation for Ordinary Board Member

Target / Minimum / Maximum Compensation



Overall cap for total compensation[2] €k 4,500

Target Compensation and Actual Compensation FYs 2021/2022 to 2024/2025



1. By addition of individual caps (STI/LTI max. 200%) | 2. Both Section 87a of the German Stock Corporation Act and recommendation G.1 of GCGC 2019 require the stipulation of an overall cap for total compensation as part of the compensation system

Everyone is asked to stand up for our Compliance values!

Our values

Mission Statement

Code of Conduct

Compliance Commitment

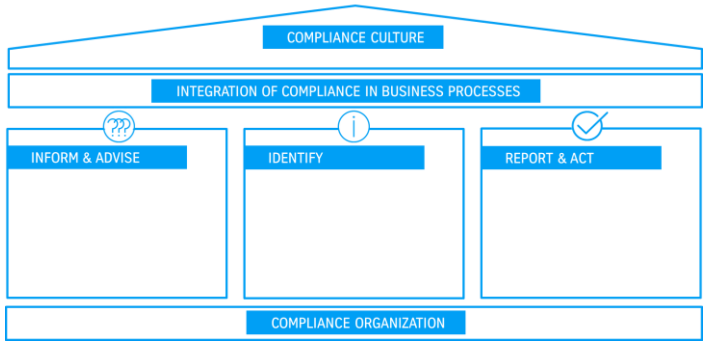
Employees and Executives

Personal responsibility of all employees and executives to comply with the law and tk Group Regulations

Additional entrepreneurial Compliance responsibility of thyssenkrupp executives[1]

Supported by Compliance Function

- Compliance as a Strategic Business Partner
- Set-up, steering and further development of the thyssenkrupp CMS

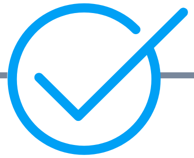


The Compliance Function empowers and supports employees and executives, who are personally accountable for Compliance!

[1] Resolution of the Executive Board of thyssenkrupp AG from June 6, 2024, reaffirming its resolution re. Entrepreneurial Compliance Responsibility

What does Compliance mean at thyssenkrupp?

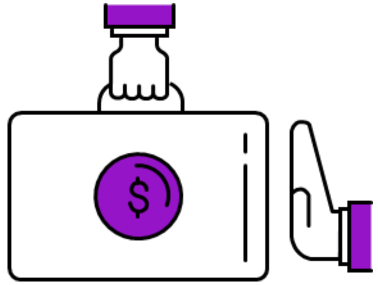
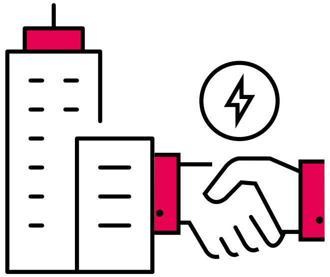
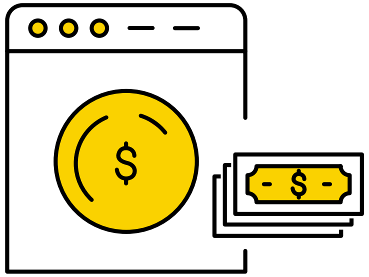
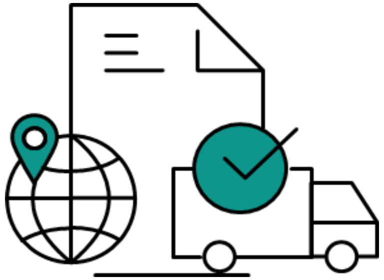
All measures to ensure adherence to laws and Group regulations



Adherence to rules by the Company and all its employees

Compliance is part of the Company's risk management system

COMPLIANCE

Anti-corruption	Antitrust law	Data Compliance	Anti-money laundering	Trade Compliance
				

External certification of the thyssenkrupp Compliance Management System

Certification of the tk CMS in accordance with auditing standard 980 (IDW AsS 980)

Voluntary external audit and (re-)certification of the tk Compliance Management System (CMS) in accordance with audit standard 980 of the „Institut der Wirtschaftsprüfer in Deutschland e.V.“ (IDW AsS 980) in 2024 by KPMG

Result

- KPMG confirmed that the Compliance Management Systems for Anti-Money Laundering, Trade Compliance and Data Protection are appropriate, suitable and implemented.
- In addition, KPMG confirmed the appropriateness, implementation and effectiveness of the Compliance Management System for Anti-corruption and Antitrust Law.
- Where recommendations for the CMS were made on the basis of the audit results, their implementation is currently under review.

KPMG's reports for the individual areas are available for download on our website:
External review of our Compliance Management System

Content

Sustainability Committee is anchoring sustainability in our Group

Sustainability Committee

Executive Board of thyssenkrupp AG

Responsibility for Sustainability & Climate Change

CEOs of segments

- Automotive Technology
- Decarbon Technologies
- Materials Services
- Steel Europe
- Marine Systems

Heads of Group Functions and Experts

- Communi-cations
- Controlling, Accounting & Risk
- Human Relations Management
- Investor Relations Management
- Legal & Compliance
- Strategy, Markets & Portfolio
- Procurement & Supply Management
- Sustainability

→ Definition of sustainability strategy & targets

→ Monitoring of sustainability performance

\+ Implementation of strategy led by Group Function Sustainability

Non-financial targets included in Long-Term Incentive with a weighting of 30%

Targets	FY 2023/24	FY 2024/25	Target FY 2025/26	
Energy efficiency gains	366 GWh	162 GWh	110 GWh	
Annual reduction of emissions by 1 t CO_2 per mn € sales to 34.5 t CO_2 per mn € sales in FY 2024/25	31.2 t CO_2 per mn € sales	31.4 t CO_2 per mn € sales	Target closed New NFT for climate in place	Part of LTI
Adjusted R&D intensity ~3.0%	2.9%	3.2%	~3.0%	
Increase at least +1.0% p.a. share of females in A-L3 positions and until FY 29/30 to 22.0%	16.1%	17.5%	17.0%	Part of LTI
Reduce the accident frequency rate to 1.9 by FY 2027/28	2.4	2.7	2.0	Part of LTI
Achievement of an Employee Net Promoter Score of >0 by FY 2025/26	-5	-6	+1	Part of LTI
Reduction of the relative proportion of suppliers in the population of potentially high-risk suppliers of 36.4% in FY 2026/27	57.0%	43.9%	43.9%	Part of LTI

Achievements: FY 2023/24, FY 2024/25, Target FY 2025/26

Decarbon Technologies bundles key technologies for Green Transformation

Rothe Erde

- Global No. 1 supplier for mission critical components for wind energy
- >2,500 multimegawatt main bearings manufactured
- Enormous opportunities from global expansion plans for wind energy

thyssenkrupp nucera[1]

- Technology leader in electrolysis plants to produce green hydrogen
- High revenue growth and industry-leading project pipeline
- Well-positioned to unlock the huge hydrogen market potential and strong balance sheet to finance future growth

Polysius

- Paving the way for climate-neutral transformation of the cement and lime industry
- Solutions to reduce CO_2 within production process (e.g. clinker factor reduction, carbon capture)
- More than 800 cement plants and over 17,600 machines & systems built worldwide – huge potential for service and oxyfuel technology

Uhde

- Technology leader and global plant engineering capabilities
- Wide range of technology portfolio to support industrywide green transition (e.g. ammonia, methanol, ammonia cracking)
- >2,000 chemical & process plants built worldwide – essential know-how for growing hydrogen transport need and applications

1. Publicly listed company with thyssenkrupp AG as majority shareholder

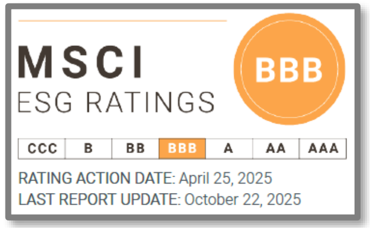
Current overview of ESG rating results for the thyssenkrupp Group

CDP A Rating

For the 10th time in a row on Climate A List and among the top 4% of companies in 2025 in CDP's best category

MSCI rating "BBB"

Among the top 43% of steel companies in 2025



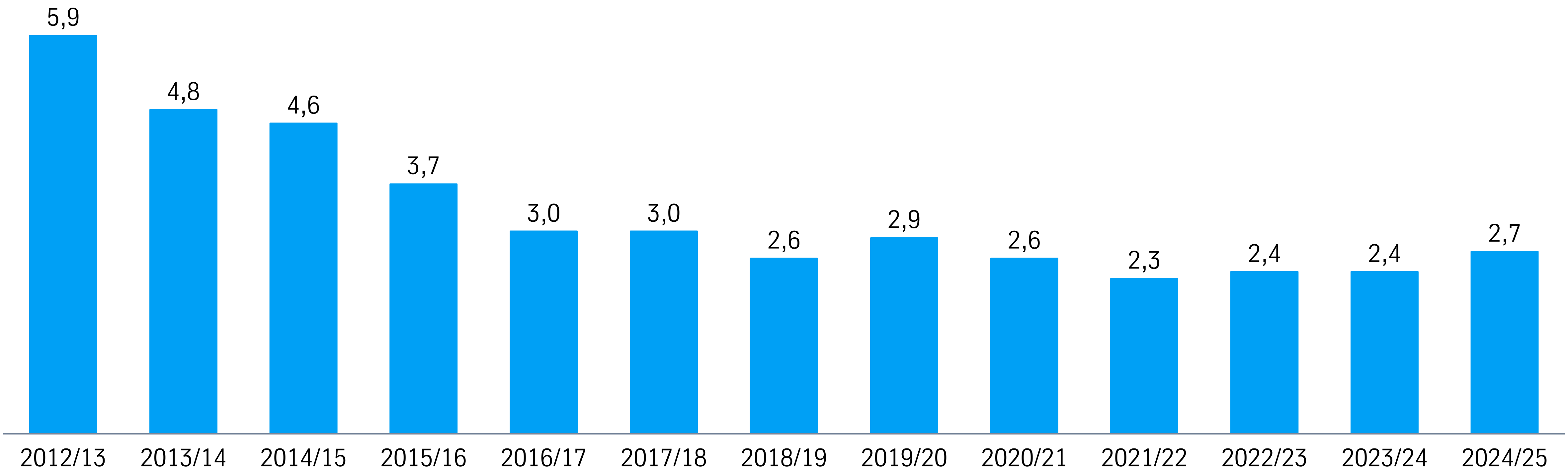
Ecovadis

Awarded a silver medal among the top 15% of companies assessed with a score of 74/100 points in 2026

Sustainalytics

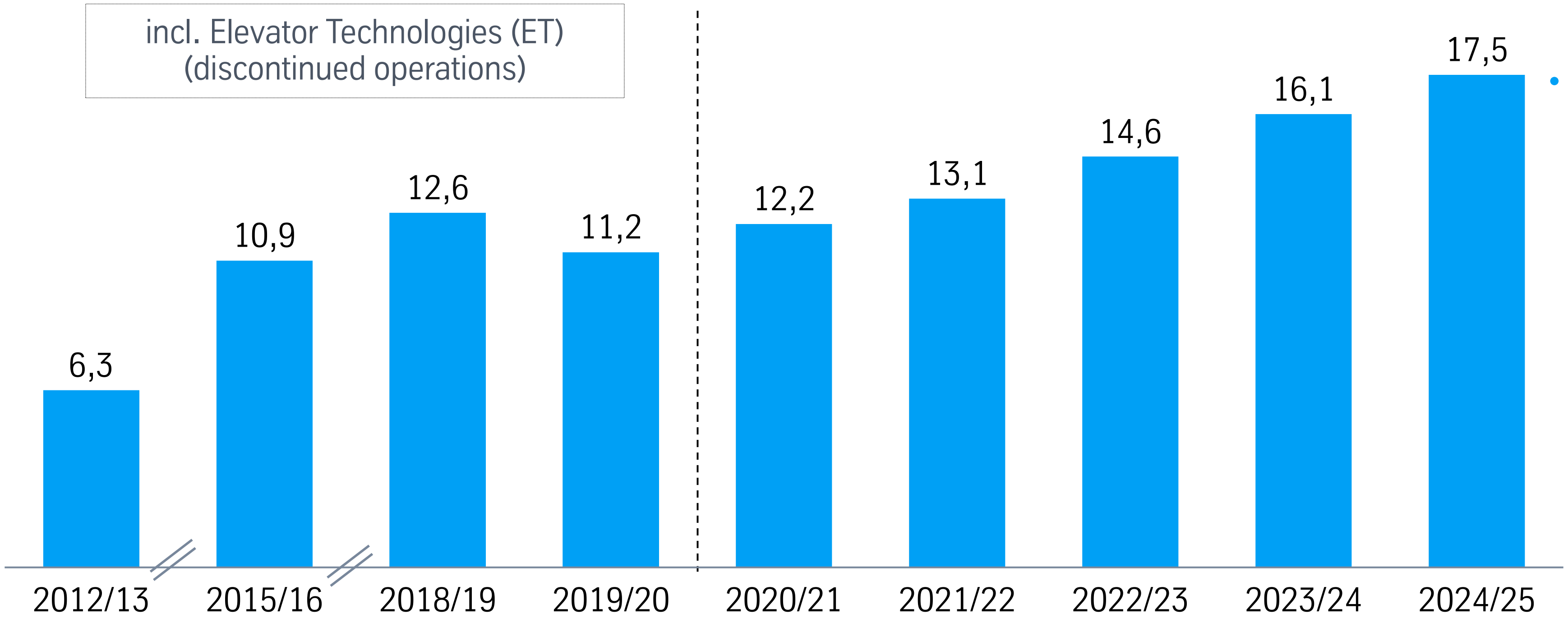
2025 in the upper half of the "Industrial Conglomerates" sector

thyssenkrupp monitors accident trends and strives to steadily reduce the Group Accident Frequency Rate



Women in leadership positions:

Target of 17% set for FY 2025/26 already achieved, new 5-year target in place



New 5-year target of 22% women in leadership positions until the end of FY 2029/30

- New ambitious 5-year target according to "Fair Share"(= women in leadership positions mirror women in total workforce)
- High share of female leaders already achieved and further progressing
  - Corp: 33% female leaders / 52% women of all employees
  - AT: female CHRO
  - Automotive Body Solutions (AT): female CFO
  - DT: female CFO, female COO
  - Uhde: female CEO
  - Polysius: female CFO
  - Rothe Erde: female CFO
  - Processing (MX): female CEO
  - SE: female CEO
  - MS: female CHRO
- Attractive offers to women established
  - Specific leadership and mentoring programs
  - Job sharing for female leaders working in part-time
  - Work-life balance tools

Content

Status of implementation of the competency profile – shareholder representatives

	Russwurm	Behrendt	Berard	Buchner	Colberg	Gather	Gifford	Günther	Luge	Volpert
Length of service										
Member since	2019	2020	2023	2021	2018	2018	2019	2020	2019	2020
Diversity										
Year of birth	1963	1959	1953	1960	1959	1953	1965	1967	1957	1960
Gender	m	f	m	m	m	f	f	m	m	f
Nationality	German	German	French	German	German	German	German	German	German	German
Professional background	Engineer	Business administrator	Economist	Industrial engineer	Business administrator /business information systems expert	Mathe-matician/ business adminis-trator	Banking adminis-trator	Economist	Lawyer	Business adminis-trator
Professional expertise										
Corporate management and control[1]	X	X	X	X	X	X	X	X	X	-
HR[2]	X	-	-	-	X	X	-	X	X	-
Finance and the capital market	-	-	-	-	X	-	X	X	-	X
Sustainability	X	X	-	X	-	X	X	-	X	X
Digitalization and IT	X	-	X	-	X	X	X	X	-	-
Accounting and auditing	-	-	-	-	X	-	-	X	X	X
Law/compliance and corporate governance	X	X	-	-	-	X	X	-	X	-
Knowledge of the business areas										
Steel Europe	X	-	-	X	X	X	-	-	-	-
Materials Services	-	X	X	-	X	-	X	-	X	-
Automotive Technology	X	X	-	X	X	-	X	-	-	-
Marine Systems	-	-	-	-	X	-	-	-	-	-
Decarbon Technologies	X	-	-	-	-	X	-	-	X	-

[1] Corporate management and control comprises the area of corporate management, management of companies subject to codetermination legislation, corporate development, organization and structuring, corporate strategy, management of affiliated companies (portfolio management) and operational excellence.
[2] HR comprises the areas of personnel leadership, people development and HR work.

Status of implementation of the competency profile – employee representatives

	Hass	Jacquemin	Jansen	Julius	Kerner	Koch	Goebel-Krawinkel	Nasikkol	Wilsberg	Zeidler
Length of service										
Member since	2017	2016	2021	2022	2020	2022	2023	2020	2023	2023
Diversity										
Year of birth	1965	1972	1977	1968	1969	1977	1987	1968	1964	1968
Gender	m	f	f	m	m	m	f	m	m	f
Nationality	German	German	German	German	German	German	German	German	German	German
Professional background	Energy systems engineer	Business administrator	Political scientist	Fitter	Information systems engineer	Toolmaker	Lawyer	Business admini-strator	Wholesale and foreign trade clerk	Drafts-person, specialization mechanical engineering
Professional expertise										
Corporate management and control[1]	X	-	-	-	X	X	-	X	-	-
HR[2]	X	X	-	-	X	X	X	X	X	X
Finance and the capital market	-	-	-	-	X	-	-	X	-	-
Sustainability	X	X	X	-	X	-	X	-	-	X
Digitalization and IT	X	-	X	-	-	-	-	-	-	X
Accounting and auditing	-	X	-	X	-	-	-	-	-	-
Law/compliance and corporate governance	X	-	-	-	X	-	X	X	-	X
Knowledge of the business areas										
Steel Europe	X	-	X	-	-	-	-	X	-	X
Materials Services	X	-	-	-	-	-	-	-	X	-
Automotive Technology	X	-	X	X	-	X	-	-	-	-
Marine Systems	X	-	-	-	-	-	-	-	-	-
Decarbon Technologies	X	-	X	X	-	-	-	-	-	-

[1] Corporate management and control comprises the area of corporate management, management of companies subject to codetermination legislation, corporate development, organization and structuring, corporate strategy, management of affiliated companies (portfolio management) and operational excellence.
[2] HR comprises the areas of personnel leadership, people development and HR work.

Memberships and other board work and functions

Shareholder representatives; in addition to thyssenkrupp (as of October 1, 2025)

Prof. Dr.-Ing. Dr.-Ing. E. h. Siegfried Russwurm, Michelau
Consultant
Chair
appointed until 2026 // German

- ■ DR. JOHANNES HEIDENHAIN GmbH
- ■ Voith GmbH & Co. KGaA
  (Chair Supervisory Board and Shareholders' committee)

Birgit A. Behrendt, Cologne
Director, Management Consultant
appointed until 2026 // German

- ● KION GROUP AG
- □ Infinium Holdings, Inc., USA
- ○ Rolls Royce Holdings plc, Großbritannien
- □ Stulz Verwaltungs GmbH & Co.KG
- □ Umicore S.A., Belgien

Dr. Patrick Berard, Boulogne / France
Consultant
appointed until 2026 // French

- □ Geodis S.A., Frankreich
- ● LKQ Corporation, USA

Stefan Erwin Buchner, Bietigheim-Bissingen
Former Member of the Board of Management of Daimler Truck AG
appointed until 2026 // German

- ● AUMOVIO SE (Chair)
- ■ DRX Management SE
- ■ Mosolf Verwaltungen SE

Dr. Wolfgang Colberg, Munich
Consultant, Independent Director
appointed until 2026 // German

- □ AMSilk GmbH (Chair)
- ○ Burelle S.A., Frankreich
- ○ Solvay S.A., Belgien

Prof. Dr. Dr. h.c. Ursula Gather, Essen
Chair of the Board of Trustees of AKBH-Foundation
appointed until 2028 // German

Angelika Gifford, Kranzberg
Consultant
appointed until 2026 // German

Dr. Bernhard Günther, Haan
Chairman of the Management Board of BWI GmbH
appointed until 2026 // German

Dr. Ingo Luge, Hanover
Consultant
appointed until 2026 // German

- ■ Avacon AG
- ■ E.ON Energie Deutschland GmbH
- ■ PreussenElektra GmbH (Chair)

Dr. Verena Volpert, Lennestadt
Tax consultant
appointed until 2027 // German

- ■ Vibracoustic SE

■ Membership of supervisory boards within the meaning of § 125 of the German Stock Corporation Act (AktG)

□ Membership of comparable German and non-German control bodies of business enterprises within the meaning of § 125 of the German Stock Corporation Act (AktG)

● / ○ Company listed on the stock exchange

Independence of Supervisory Board members

At least six shareholder representatives should be independent of the company and the Executive Board

The following criteria have been defined to evaluate the independence of shareholder representatives:

- No personal or business relationship with thyssenkrupp AG or its Executive Board which could constitute a significant and non-temporary conflict of interest
- The Supervisory Board member or a close relative of the Supervisory Board member was not a member of the Executive Board of thyssenkrupp AG in the two years prior to appointment, does not currently or did not in the year prior to appointment, either directly or as a shareholder or in a responsible function at a non-group company, maintain a material business relationship with thyssenkrupp AG or one of its dependent companies (e.g. as a customer, supplier, lender or advisor), is not a close relative of an Executive Board member and has not been a member of the Supervisory Board for more than 12 years

No board role or consultancy duties at key competitors of thyssenkrupp AG and its group companies and no personal relationship to a key competitor

The Supervisory Board should not include more than two former Executive Board members

The Chairs of the Supervisory Board, the Audit Committee and the Personnel Committee should be independent of the Company and the Executive Board

Following the self-assessment of the shareholder representatives on the Supervisory Board 2023, all shareholder representatives meet the defined criteria for independence.

Supervisory Board remuneration is fixed and based on committee work

Supervisory Board remuneration

Base compensation:

- Chairman €200,000
- Deputy chairman €150,000
- Ordinary members €70,000

Additionally:

Committee chair

- Audit committee €60,000
- Other committees €35,000

Committee member

- Audit committee €30,000
- Other committees €17,500

Attendance fee: €1,000 per day with meeting(s)

Characteristics

- Remuneration system and levels defined in §14 of the Articles of Association of thyssenkrupp AG
- Remuneration fixed with differentiation on special functions and committee work according to recommendations of German Corporate Governance Code 2022
- Last time approved by AGM: February 2, 2024

Management team

Dedicated management responsibilities for the segments

Miguel Ángel López Borrego
CEO

Born 1965, Spanish
Since June 1, 2023
Appointed until 05/2031

Main responsibilities:
- Decarbon Technologies
- Steel Europe
- Communications
- Investor Relations
- Legal & Compliance
- Strategy, Markets & Portfolio

Dr. Volkmar Dinstuhl

Born 1972, German
Since January 1, 2024
Appointed until 12/2031

Main responsibilities:
- Automotive Technology
- TKMS
- Mergers & Acquisitions

Dr. Axel Hamann
CFO

Born 1974, German
Since May 1, 2025
Appointed until 04/2028

Main responsibilities:
- Controlling, Accounting and Risk
- Finance
- Internal Auditing
- Taxes & Customs

Ilse Henne

Born 1972, Belgian
Since January 1, 2024
Appointed until 12/2031

Main responsibilities:
- Materials Services
- Sustainability
- Cyber Defense Center
- IT Strategy & Governance

Wilfried von Rath
CHRO

Born 1964, German
Since April 1, 2025
Appointed until 03/2028

Main responsibilities:
- CHRO and Labor Director (tkAG and Steel Europe)

Compensation System for Executive Board

Key objectives

- Strengthen performance culture and shareholder orientation
- Support strategy execution
- Compliance with regulatory requirements and market practice

Compensation Elements

Fixed compensation (~26%)

- Current annual base salaries: €1,340,000 (CEO) / €700,000 (ordinary board member)

+

Short Term Incentive (~24%)

- Annual performance bonus
- Financial targets: 35% Net income; 35% FCF bef. M&A
- 30% Individual performance, based on targets derived from strategy
- Payout in cash; range: 0% - 200% of initial value

+

Long Term Incentive (~38%)

- Performance Share Plan with 4 FYs perf. period
- Criteria: 30% TSR relative to STOXX Europe 600 Basic Resources, 40% ROCE, 30% sustainability/ indirect financial targets
- Payout in cash and/or in shares; range: 0% - 200% of initial value

+

Pension & Fringe benefits (~12%)

- Pension (~10%): Annual lump-sum payment during contract period instead of pension commitment
- Fringe benefits (~2%): Mostly company car, security services, insurance premiums & health checks

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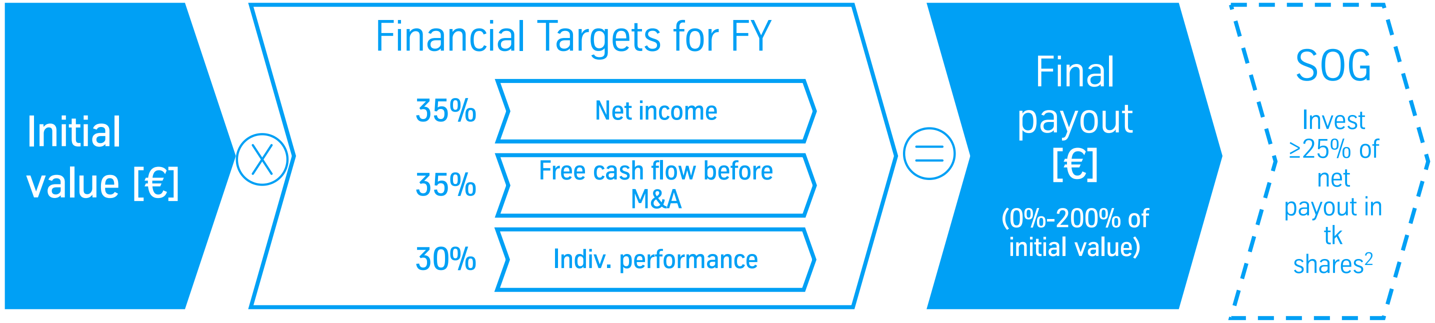
Share Ownership Guideline

- One annual base salary (gross) as target amount
- Obligation to invest at least 25% of annual net payout from STI and LTI in tk shares until target amount is reached

Malus & Clawback

- Contractual Malus and Clawback clauses on STI and LTI: Payouts can be reduced or reclaimed

Short Term Incentive (Annual Bonus)

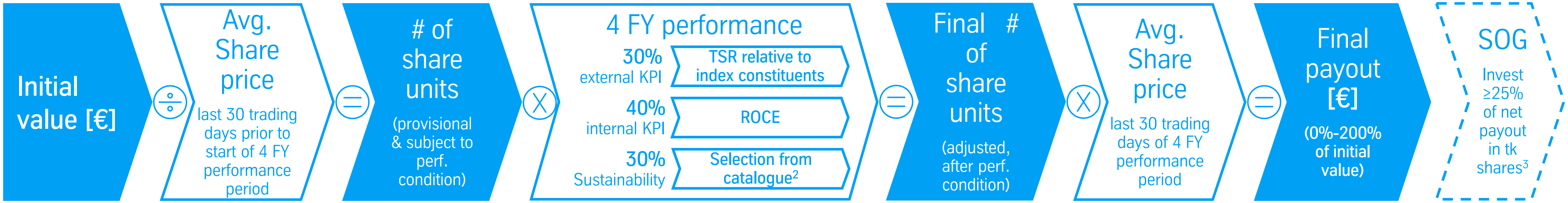


Configuration

- Annual performance bonus
- Performance period: one FY
- Financial Targets: Net income and Free Cash Flow before M&A as the Group's most relevant indicators for financial performance
- Individual performance: Supervisory Board will set relevant criteria for each FY; focus on transformation and turnaround targets derived from tk strategy
- Performance conditions and standards[1]
  - Financial targets: Actual vs. Budget
  - Individual performance: Predefined objectives are met (individual targets set by the Supervisory Board)
- Payout range: 0% - 200% of initial value
- Share Ownership Guideline (SOG): Mandatory investment of at least 25% of net payout in tk shares until SOG target (one annual gross base salary) fulfilled

1. Performance standard for determination of target achievement | 2. Until SOG target (one annual gross base salary) fulfilled

Long Term Incentive



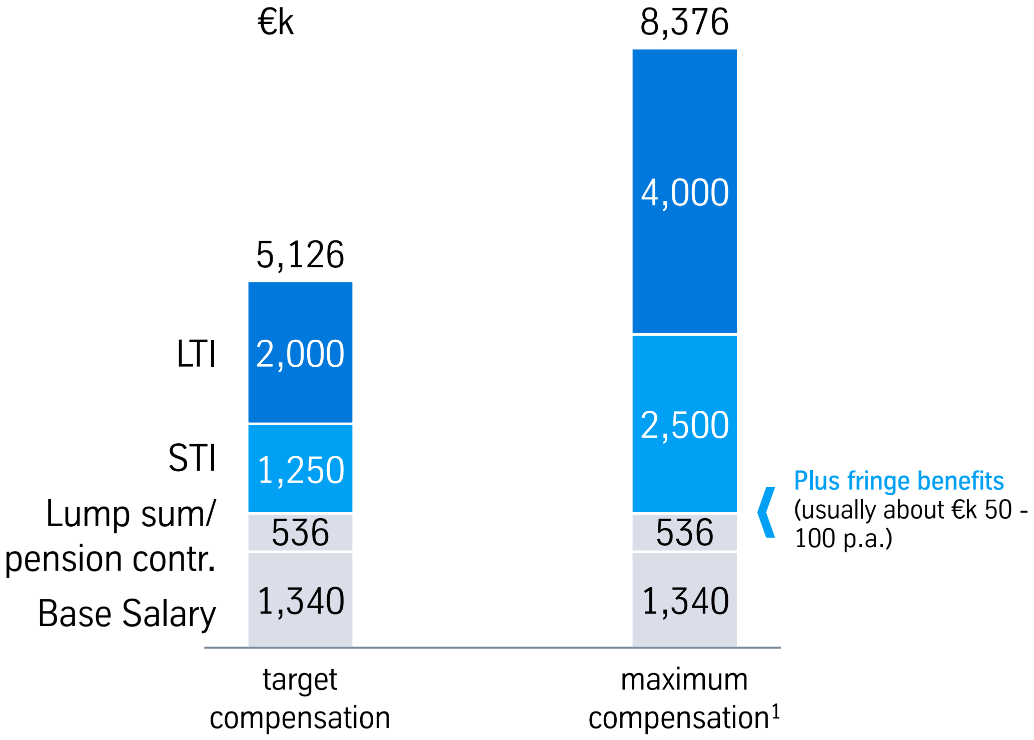
Configuration

- Performance share plan
- Performance period: four FYs
- Performance conditions and standards[1]
  - Absolute share performance: Increase in share price
  - TSR: Performance rank vs. median of index constituents (STOXX Europe 600 Basic Resources)
  - ROCE: Actual vs. target set by the Supervisory Board
  - Sustainability/indirect financial targets: Predefined objectives are met
- Payout range: 0% - 200% of initial value
- Share Ownership Guideline (SOG): Mandatory investment of at least 25% of net payout in tk shares until SOG target (one annual gross base salary) fulfilled

1. Performance standard for determination of target achievement | 2. Supervisory board will set relevant criteria for each new installment based on strategic targets with an horizon of four years | 3. Until SOG target (one annual gross base salary) fulfilled

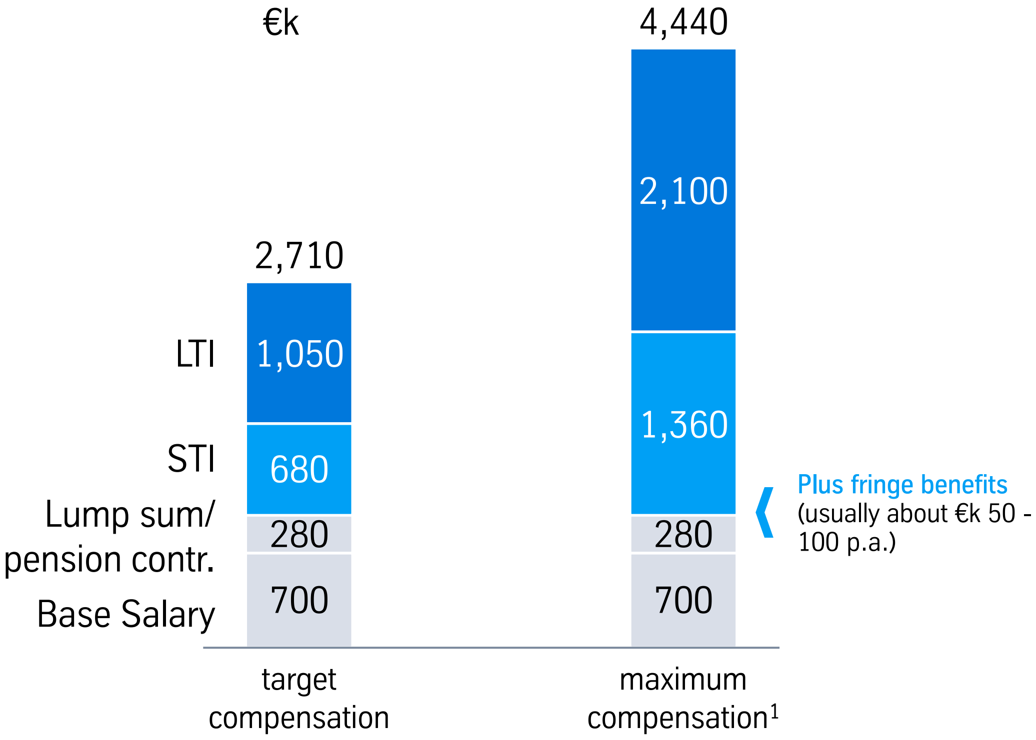
Maximum remuneration for Executive Board

CEO



Overall cap for total compensation[2] €k 9,000

Ordinary board member



Overall cap for total compensation[2] €k 4,500

1. By addition of individual caps (STI/LTI max. 200%) | 2. Both Section 87a of the German Stock Corporation Act and recommendation G.1 of GCGC 2019 require the stipulation of an overall cap for total compensation as part of the compensation system

Compensation System for Segment Boards

Key objectives

- Strengthening of performance culture
- Strong focus on business success: 100% Company performance targets for Short Term Incentive
- Compliance with regulatory requirements and market practice

Compensation Elements

Base Salary (~36%)

- Paid monthly as a salary

+ Short Term Incentive (~27%)

- Annual performance bonus
- 100% Financial targets for resp. Business Segment
- Criteria: 50% $\text{EBIT}_{\text{adj.}}$; 50% FCF bef. M&A
- Payout in cash; range: 0% - 200% of initial value

+ Long Term Incentive (~27%)

- Performance Share Plan with 4 FYs perf. period
- Criteria: 30% TSR relative to STOXX Europe 600 Basic Resources, 40% ROCE, 30% sustainability/ indirect financial targets
- Payout in cash; range: 0% - 200% of initial value

+ Pension (~10%)

- “flexplan” as group-wide share-based executive pension plan in Germany since 2017
- Optional salary conversion and employer-funded matching contributions
- Payout as lump-sum or installments, no life-long pension

Auditor’s fees and Services

Auditor: KPMG Aktiengesellschaft Wirtschaftsprüfungsgesellschaft (KPMG); since FY 2022/2023

KPMG was engaged in 2022 following an external bidding process; due to statutory requirements, and after an external bidding process KPMG, was approved by the AGM in 2022 for fiscal year 2022/2023 onwards.

Lead Auditors: Dr. Markus Zeimes; Marc Ufer; the statutory requirements and obligation to rotate auditors were fulfilled.

Auditors’ fees: The fee for the audit services of KPMG AG Wirtschaftsprüfungsgesellschaft relates to the year-end audit of the consolidated financia statements and the annual financial statements of thyssenkrupp AG, including statutory extensions of the mandate and a focus of the audit. Also included are fees for the audits of the IFRS Reporting Packages of subsidiaries of thyssenkrupp AG for inclusion in the consolidated financial statements of thyssenkrupp AG and for the audits of the annual financial statements of subsidiaries in accordance with the German Commercial Code (HGB), including fees for audits of IT-based accounting systems in support of projects. In addition, reviews of interim financial statements were performed.

Audit-related fees relate to the spin-off of Marine Systems as well as business audits in accordance with ISAE 3000 and the Institute of Public Auditors in Germany (IDW), e.g. IDW PS 920. The fees for other services include fees for project-related consulting services.

	Year ended Sept. 30, 2024		Year ended Sept. 30, 2025	
million €	Total	thereof KPMG AG Wirtschaftsprüfungs-gesellschaft	Total	thereof KPMG AG Wirtschaftsprüfungs-gesellschaft
Audit fees	22	15	23	15
Audit-related fees	4	4	8	8
Tax fees	0	0	0	0
Fees for other services	0	0	0	0
Total	**26**	**19**	**31**	**23**

Key Environmental Data

	Unit	2024 / 2025
Energy		
Total energy consumption	TWh	64,2
Greenhouse Gas emissions[1)]		
Scope 1	Mio. t CO_2e	19.8
Scope 2 – location-based	Mio. t CO_2e	1.1
Scope 2 – market-based	Mio. t CO_2e	1.2
Scope 3	Mio. t CO_2e	186.0
Waste		
Total waste	t	1,627,472
Waste for recycling	t	1,348,750
- thereof hazardous waste	t	262,404
Waste for disposal	t	278,721
- thereof hazardous waste	t	54,906
Water		
Water purchases and withdrawals	m^3	292,315,523
Water discharges	m^3	277,878,656
Water consumption	m^3	14,436,867
Water recycled and reused	m^3	952,715,542
Water stored	m^3	1,131,764
Air emissions		
Particulate matter (PM10)	kg	7,845,340
Nitrogen oxides (NOx/NO_2)	kg	9,878,717
Sulphur oxides (SOx/SO_2)	kg	11,581,817
Non-methane volatile organic compounds (NMVOC)	kg	349,656

Continuously tracking our environmental performance

Further remarks:

Absolute values may vary due to different production levels and are therefore not a direct reflection of environmental performance.

Reporting boundaries:

Unless otherwise stated, the data relates to fully consolidated group companies of the actual fiscal year. Since these figures are calculated only at the end of the year, they include the group of companies consolidated as it stands at year-end. The figures include the 50 percent share of Hüttenwerke Krupp Mannesmann GmbH in accordance with IFRS rules.

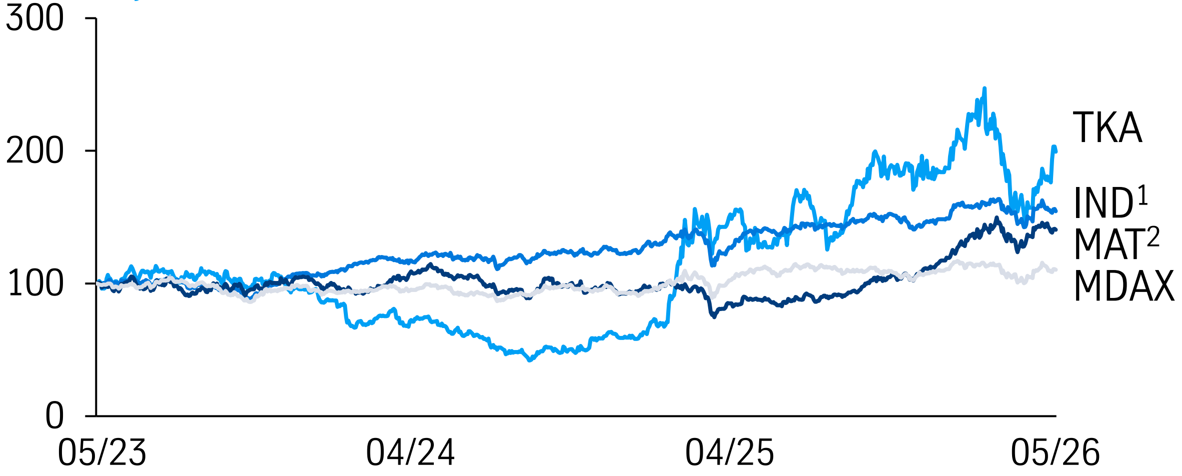
Methodology for CO_2:

CO_2 emissions are calculated using the GHG Protocol methodology. The emissions are calculated on the basis of energy consumption and process emissions applying generally accepted Scope 1, 2 and 3 emission factors from sphera, IPCC, IEA and certified own measurements or supplier data.

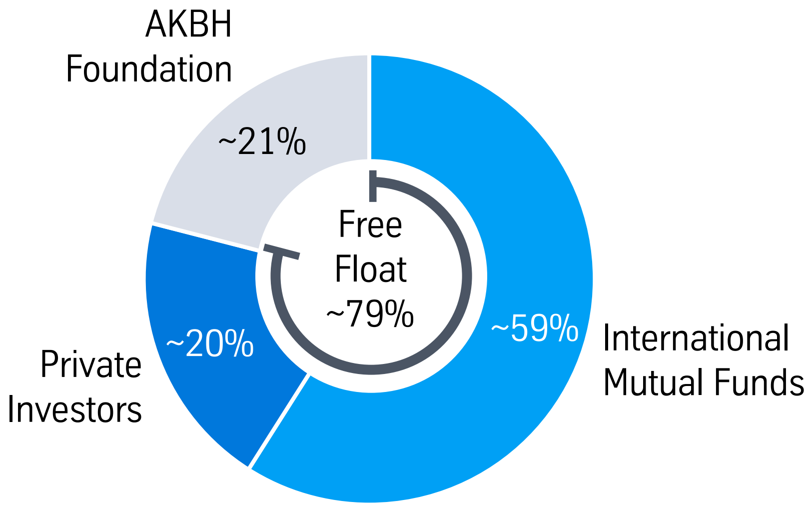
[1)] Biogenic Scope 1 gross GHG emissions amounting to 6 kt CO_2e are not included. For the calculation of Scope 2 and Scope 3 greenhouse gas emissions, no data were available for biogenic emissions.

Performance of thyssenkrupp stock and shareholder structure

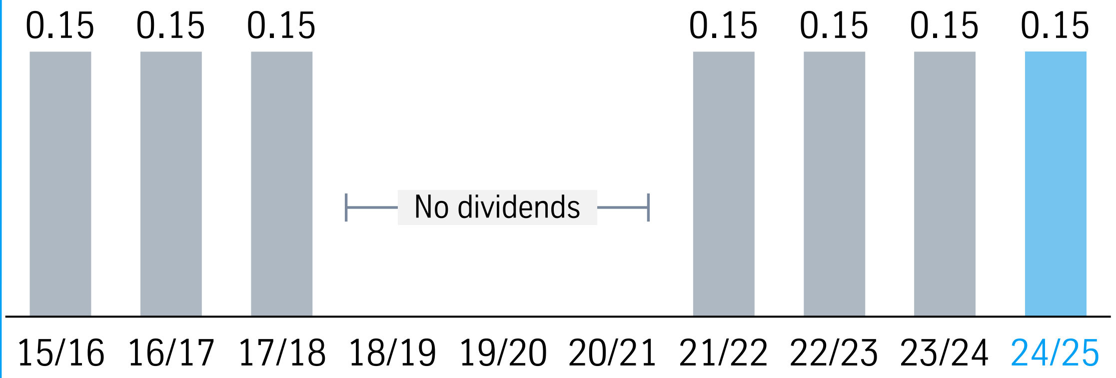
Last 3 years, indexed



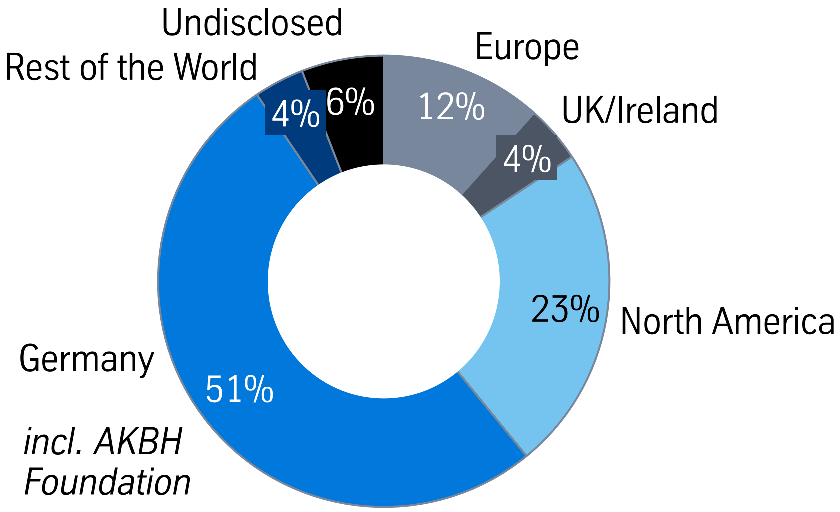
Investors



Dividend per share (€)



Regional split



1. STOXX Europe 600 / Industrial Goods & Services | 2. STOXX Europe 600 / Basic Resources

Further information for investors

IR contact: +49 201-844-536480 | ir@thyssenkrupp.com

thyssenkrupp shares and ADRs

- Shares outstanding: 622,531,741
- Type of share: No-par-value bearer shares
- Voting: One share, one vote

	Share data	ADR data
Ticker Symbol	TKA	TKAMY
ISIN Number | WKN or Cusip	DE0007500001 | 750 000	US88629Q2075 | 88629Q 207
Exchange	Frankfurt, Dusseldorf	Over-the-Counter (OTC)
Ratio | ADR Structure	n/a	1:1 | Sponsored-Level-I

Upcoming IR events

- May 18/19, 2026: UBS Investing in Europe Conference, Frankfurt
- May 21, 2026: Bernstein's Annual Pan-European Conference, Nice
- May 27, 2026: Erste Group The Finest CEElection Conference, Warsaw
- June 23/24, 2026: Jefferies DACH Corporate Conference, Baden-Baden
- June 25, 2026: Baader Partner Summit, Unterschleißheim

Useful IR and ESG links

- Annual & Interim Reports
- Reporting and Publications
- Financial Calendar
- ADR Program
- Bonds/Creditor Relations
- ESG Website, incl. Governance Presentation, TCFD Reference Table, SASB Reference Table

Financial Calendar

- August 13, 2026: Interim Report 9 months 25/26
- December 8, 2026: Annual Report FY 25/26
- February 5, 2027: Annual General Meeting
- February 11, 2027: Interim Report 3 months 26/27
- May 13, 2027: Interim Report 6 months 26/27

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Throughout this presentation a range of financial and non-financial measures are used to assess our performance, including a number of the financial measures that are not defined under IFRS, which are termed 'Alternative Performance Measures' (APMs). Management uses these measures to monitor the group's financial performance alongside IFRS measures because they help illustrate the underlying financial performance and position of the group. These APMs should be considered in addition to, and not as a substitute for, or as superior to, measures of financial performance, financial position or cash flows reported in accordance with IFRS. APMs are not uniformly defined by all companies, including those in the group's industry. Accordingly, it may not be comparable with similarly titled measures and disclosures by other companies.