

Remuneration Report 2025

The Executive Board and the Supervisory Board of JOST Werke SE report in accordance with Section 162 of the German Stock Corporation Act (AktG) on the remuneration granted and owed in the fiscal year 2025 for the current and former members of the Executive Board and the Supervisory Board.

The Executive Board's Remuneration System

Resolution on the Approval of the Remuneration Report

The Annual General Meeting of JOST Werke SE, held on May 8, 2025, approved the remuneration report prepared in accordance with Section 162 of the German Stock Corporation Act (AktG) for the current and former members of the Executive Board and Supervisory Board of JOST Werke SE for the 2024 fiscal year by a majority of 95.0% of the share capital represented, as stipulated in Section 120a (4) of the German Stock Corporation Act (AktG). Based on this positive result, the Executive Board and Supervisory Board decided to maintain the same presentation format for the remuneration report for the 2025 fiscal year.

Application of the Remuneration System in Fiscal Year 2025

Following preparation by the Executive and Nomination Committee, the Supervisory Board, pursuant to Sections 87 (1) and 87a (1) of the German Stock Corporation Act (AktG), adopted a new remuneration system for the Executive Board for the 2025 fiscal year ("Remuneration System 2025"), which was approved by the Annual General Meeting on May 8, 2025. According to the resolution, the new Remuneration System 2025 will only be applied to all Executive Board service contracts from January 1, 2026.

The remuneration system for the Executive Board approved by the Annual General Meeting on May 6, 2021 ("Remuneration System 2021") was still in effect for the 2025 fiscal year. ↗ <https://ir.jost-world.com/remuneration>

The remuneration system approved by the Annual General Meeting for 2021 complies with the requirements of the German Act Implementing the Second Shareholders' Rights Directive (ARUG II). It is also based on the recommendations of the German Corporate Governance Code as amended on June 27, 2022, and complies with these recommendations with certain exceptions. ↗ [Declaration of Compliance](#)

The 2021 remuneration system was applied to the Executive Board service contract of Oliver Gantzert (CFO) from 2023, to the Executive Board service contract of Dirk Hanenberg (COO) in 2022, and to the conclusion of the Executive Board contract of Joachim Dürr (CEO) in 2024. The last Executive Board service contract of former CFO Dr. Christian Terlinde was also concluded using the 2021 remuneration system.

Joachim Dürr's (CEO) previous Executive Board service contract – valid until September 30, 2024 – was concluded according to the remuneration system in effect in 2019 ("Remuneration System 2019") and was protected by grand-fathering provisions. Accordingly, he received partial remuneration in fiscal year 2025 based on the 2019 remuneration system, which differed from the 2021 remuneration system.

Furthermore, former board member Dr. Christian Terlinde received remuneration or remuneration components that had been promised in previous fiscal years under the remuneration system in effect in 2019. Details regarding the structure of the 2019 remuneration system are explained in the 2020 Annual Group Report. ↗ [Principles of the Executive Board's Remuneration System; 2020 Annual Group Report, pp. 54 ff.](#)

All existing Executive Board service contracts will be adapted to the new remuneration system 2025 with effect from 1 January 2026.

Changes to the Executive Board in Fiscal Year 2025

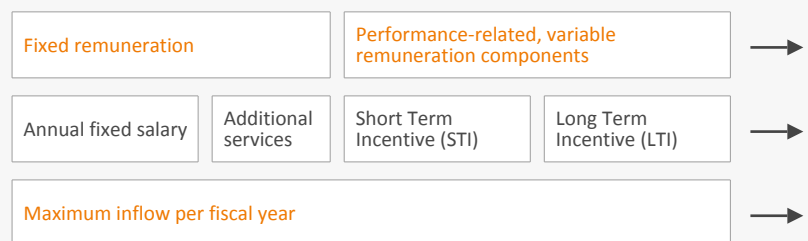
There were no personnel changes on the Executive Board in fiscal year 2025.

Summary of the Design of the 2021 Remuneration System Applicable in Fiscal Year 2025

The 2021 remuneration system is designed to promote the implementation of the corporate strategy. Both as a whole and with its individual elements, it makes a significant contribution to promoting and implementing the corporate strategy by providing incentives for sustainable and value-oriented corporate development and taking into account the interests of shareholders, customers, employees, business partners, the environment, and society (stakeholders).

The total remuneration of each member of the Executive Board comprises fixed, non-performance-related components and variable, performance-related components. Fixed remuneration includes the annual base salary and benefits. Variable, performance-related remuneration comprises a one-year (Short Term Incentive, STI) and a multi-year (Long Term Incentive, LTI) component. To strengthen the performance incentive of the remuneration system, the majority of the target remuneration consists of performance-related components. The long-term incentive component of the performance-related LTI component exceeds the short-term performance-related STI component. This provides greater reward for achieving the Group's long-term strategic objectives.

Remuneration Components



The Supervisory Board reviews the appropriateness of the remuneration components annually. For the external comparison used to assess the appropriateness and customary nature of the remuneration, the remuneration of Executive Board members of comparable companies (so-called peer group) was used in 2025. The comparison environment is characterized by the size of the company and its geographic location, as well as, in particular, by consideration of the industry sector.

When assessing the appropriateness of remuneration, the Supervisory Board also considers the company's internal circumstances. Specifically, the Supervisory Board examines whether the relationship between the remuneration of the Executive Board and the remuneration of the workforce and senior management, and any changes in these relationships, necessitates an adjustment. The development of workforce remuneration is defined as the average remuneration of the Group's employees in Germany.

Non-Performance-Related Fixed Remuneration

According to the 2021 remuneration system, each member of the Executive Board receives a fixed annual salary, which is paid in twelve equal installments at the end of each calendar month.

Other components of the fixed remuneration include fringe benefits such as a company car, coverage by accident insurance, and a subsidy for health and long-term care insurance. Through salary conversion, board members also have the option of allocating an amount equal to 20% of their annual fixed salary for each full fiscal year to a private pension plan. No other pension entitlements exist.

Furthermore, the company takes out appropriate D&O insurance for its board members to protect them against risks arising from their professional activities for the company. In accordance with Section 93 (2) of the German Stock Corporation Act (AktG), the agreed deductible amounts to 10% of the damages, up to a minimum of 150% of the respective board member's annual fixed remuneration.

The fixed remuneration is intended to be competitive within the JOST market environment in order to attract suitable and competent board candidates who will further develop and successfully implement the corporate strategy. It corresponds to 100% of the target remuneration for the fixed components.

For all three board members, the fixed remuneration was temporarily reduced by 5% until the end of February 2025 in agreement with the Supervisory Board, as some locations in Germany were still implementing short-time work. The board members participated in this measure voluntarily.

Individualized Fixed Remuneration of Current Executive Board Members

in € thousand	Joachim Dürr (CEO) Board member since: January 1, 2019		Dirk Hanenberg (COO) Board member since: September 1, 2022		Oliver Gantzert (CFO) Board member since: September 1, 2023	
	2024	2025	2024	2025	2024	2025
Fixed remuneration	746	848	444	471	444	463
Deferred compensation for pension scheme	149	170	89	94	89	93
Fringe benefits	6	4	6	6	9	9
Non-performance-related component	901	1022	539	571	542	565

Performance-Related Variable Remuneration

The variable, performance-related remuneration components consist of a short-term incentive (STI) and a long-term incentive (LTI).

In the 2021 remuneration system, the performance-related components are based on adjusted EBITDA and non-financial ESG targets set by the Supervisory Board. The financial component of the performance-related bonus can range from 0.25% to 0.65% of the actual adjusted EBITDA achieved, provided that the adjusted EBITDA reaches at least 80% of the target set by the Supervisory Board. The non-financial component can range from 0.03% to 0.28% of the actual adjusted EBITDA achieved, provided that the non-financial ESG targets set by the Supervisory Board are achieved at least 80% of their targets. Even if the agreed targets are met, the total bonus will not be paid out in full in a single payment.

According to the 2021 remuneration system, 45% of the total bonus is paid as a short-term incentive (STI) component with a term of one year. The STI is intended to incentivize the successful achievement of the Group's annual operational targets, which form the basis for the Group's long-term success. It is paid two weeks after the consolidated and audited financial statements for the past fiscal year have been finalized. The remaining 55% of the total performance-related bonus is converted into a long-term incentive (LTI) component and invested entirely in virtual shares of JOST Werke SE. After four fiscal years following the base year, the stock awards are sold virtually, and the LTI component is then paid out and becomes payable.

Target Achievement & Calculation of Performance-Related Remuneration 2025

The remuneration of the Executive Board "granted" and "owed" in fiscal year 2025 pursuant to Section 162 (1) Sentence 2 No. 1 of the German Stock Corporation Act (AktG) comprises the payments of the STI component for fiscal year 2024, which were made in April 2025, two weeks after the adoption of the consolidated and audited consolidated financial statements for 2024. According to the understanding of the term used here, these payments were "owed" to the Executive Board members upon adoption of the consolidated and audited consolidated financial statements in March 2025 and were actually received and thus "granted" in fiscal year 2025 upon payment in April 2025.

Furthermore, Joachim Dürr and former board member Dr. Christian Terlinde were "owed" remuneration elements in fiscal year 2025 that had been promised as a long-term incentive (LTI) component in previous fiscal years under the then-applicable 2019 remuneration system and were only "granted" and "owed" in 2025. Accordingly, these LTI remuneration elements differ from the 2021 remuneration system. [↗ Principles of the Executive Board's Remuneration System; 2020 Annual Group Report, pp. 54 ff.](#)

According to the understanding of the terms set out in Section 162 (1) sentence 2 no. 1 of the German Stock Corporation Act (AktG), remuneration is

- **granted** when and as soon as it has actually been received (i.e., paid out);
- **owed** when and as soon as it is due but has not yet been received (i.e., paid out).

At its meeting on December 7, 2023, the Supervisory Board defined the performance criteria that are relevant for the performance-related remuneration components of the individual Executive Board members in the 2024 fiscal year.

The targets for the financial performance criteria are the same for the 2021 remuneration system and for the 2019 remuneration system.

Achievement of Financial Performance Criteria
(according to the remuneration system 2019 and 2021)

	2023	2024
Performance criterion	Adjusted EBITDA	Adjusted EBITDA
Threshold for granting (80% target achievement)	€117 million	€128 million
Target value (100% target achievement)	€146 million	€159 million
Threshold for maximum grant (200% target achievement)	€292 million	€319 million
Result	€173 million	€148 million
Goal achievement	119%	93%

The Supervisory Board also defined non-financial performance criteria at its meeting on December 7, 2023, which will influence the performance-related remuneration of the Executive Board for the fiscal year 2024 in accordance with the remuneration system 2021.

Achievement of Non-Financial Performance Criteria
(according to the 2021 remuneration system)

	2024
ESG target	Reduction of CO _{2eq} emissions per production hour (Scope 1 and Scope 2) by 47% compared to the base year 2020 (2020: 6.3 kg CO _{2eq} /production hour) Reduction of -2.96 kg CO ₂ /production hour in 2024
Result achieved	2.62 kg CO _{2eq} /Prod.-hr in 2024. This represents a reduction of -3.68 kg CO _{2eq} /production hour compared to the base year 2020.
Goal achievement	124%

Calculation of the Performance-Related Component according to the 2019 Remuneration System

In fiscal year 2024, Joachim Dürr's Executive Board service contract was grandfathered until September 30, 2024, as it was concluded before the introduction of the 2021 remuneration system and was therefore still based on the 2019 remuneration system. For Joachim Dürr, the sum of all performance-related components (total bonus) amounted to 0.64% of the actual adjusted EBITDA achieved in fiscal year 2024 up to September 30, 2024; thereafter, the sum amounted to 0.76%. According to the 2019 remuneration system, the performance-related remuneration was, until September 30, 2024, solely dependent on the achievement of financial performance criteria.

For this reason, Mr. Dürr received a pro rata STI component from 2024 in fiscal year 2025 according to the 2019 remuneration system. The LTI component granted and owed in fiscal year 2025 arose from 2023 and was granted in full according to the 2019 remuneration system.

Calculation of the STI Component from the 2024 Fiscal Year
according to the 2019 remuneration system

	Joachim Dürr (CEO)
Target amount 100% STI 2024 ¹	€344 thousand
Goal achievement	93%
Payout amount 2025 (STI)	€320 thousand

1) Proportional to September 30, 2024

Calculation of the LTI Component from the 2023 Fiscal Year
according to the 2019 remuneration system

	Joachim Dürr (CEO)
Target amount 100% LTI 2023	€514 thousand
Goal achievement	119%
Payout amount 2025 (LTI)	€609 thousand

Furthermore, former CFO Dr. Christian Terlinde received a long-term incentive (LTI) component from fiscal year 2021 in fiscal year 2025, which, according to his then-applicable Executive Board service contract (2019 remuneration system), was only due in 2025. The Supervisory Board set a target of €113 million for adjusted EBITDA in 2021. JOST achieved adjusted EBITDA of €133 million in 2021. The corresponding target achievement was therefore 118%. The LTI amounted to 55% of the performance-related component (total bonus) of 0.40% of the adjusted EBITDA actually achieved in 2021.

Calculation of the LTI Component from the 2021 Fiscal Year
according to the 2019 remuneration system

	Dr. Christian Terlinde (Exit date: June 30, 2023)
Target amount 100% LTI 2021	€249 thousand
Goal achievement	118%
Payout amount 2025 (LTI)	€293 thousand

Calculation of the Performance-Related Component according to the 2021 Remuneration System

The Executive Board service contracts of Dirk Hanenberg and Oliver Gantzert, which run through fiscal year 2024, were concluded according to the 2021 remuneration system. Joachim Dürr's contract, following its extension on October 1, 2024, is also subject to the 2021 remuneration system on a pro rata basis. Performance-related remuneration is therefore dependent on the achievement of financial and non-financial performance criteria.

For Dirk Hanenberg and Oliver Gantzert, the performance-related components of their remuneration in fiscal year 2024 are as follows: (i) 0.36% of the actual adjusted EBITDA achieved, if the adjusted EBITDA is at least 80% of the target set by the Supervisory Board for 2024; (ii) 0.04% of the actual adjusted EBITDA achieved, if the ESG targets (non-financial targets) set by the Supervisory Board achieve a target attainment level of at least 80%.

In Joachim Dürr's new Executive Board service contract (according to the 2021 remuneration system), the performance-related components of his remuneration are structured as follows since October 1, 2024: (i) 0.646% of the actual adjusted EBITDA achieved, if the adjusted EBITDA is at least 80% of the target set by the Supervisory Board for 2024; (ii) 0.114% of the actual adjusted EBITDA achieved, if the ESG targets (non-financial targets) set by the Supervisory Board achieve a target attainment level of at least 80%.

Calculation of the STI Component from the 2024 Fiscal Year
according to the 2021 remuneration system

	Joachim Dürr ¹ (CEO)	Dirk Hanenberg (COO)	Oliver Gantzert (CFO)
Target amount 100% STI 2024	€136 thousand	€287 thousand	€287 thousand
Achievement of financial performance criteria	93%	93%	93%
Achievement of non-financial performance criteria	124%	124%	124%
Payout amount 2025 (STI)	€127 thousand	€267 thousand	€267 thousand

1) Proportional from 1 October 2024.

Under the 2021 remuneration scheme, the LTI (Long-Term Incentive) is invested virtually in shares of the company. The purchase price for this investment is the volume-weighted average price of the company's shares on the Xetra trading platform of the Frankfurt Stock Exchange during the last 60 trading days of the base year. The payout of the LTI component from fiscal year 2024 will take place in fiscal year 2029 and is only due at that time.

Remuneration Granted and Owed to Board Members in Fiscal Year 2025

The following tables provide an individualized overview of the remuneration components "granted" and "owed" in fiscal year 2025 and their respective relative shares according to Section 162 (1) No. 1 of the German Stock Corporation Act (AktG) for current and former members of the Executive Board. Accordingly, the table contains,

- all amounts that were actually received (i.e., paid out) to the individual members of the Executive Board during the reporting year ("**remuneration granted**"), and
- all remuneration that is already due but has not yet been received (i.e., not yet paid out) ("**remuneration owed**").

Specifically, this refers to the annual fixed remuneration paid out in the fiscal year 2025, the ancillary benefits accrued in the fiscal year 2025 and the pension remuneration paid out in the fiscal year 2025 as components of the performance-independent component, as well as the STI from the fiscal year 2024 and the LTI from the fiscal year 2021 or 2023, which were paid out in the fiscal year 2025.

Remuneration Granted & Owed to Current Board Members

in € thousand	Joachim Dürr (CEO)				Dirk Hanenberg (COO) ¹				Oliver Gantzert (CFO) ²			
	Board member since: January 1, 2019				Board member since: September 1, 2022				Board member since: September 1, 2023			
	2024	in %	2025	in %	2024	in %	2025	in %	2024	in %	2025	in %
Fixed remuneration	746	38	848	41	444	52	471	56	444	69	463	56
Deferred compensation for pension scheme	149	8	170	8	89	10	94	11	89	14	93	11
Fringe benefits	6	0	4	0	6	1	6	1	9	1	9	1
Non-performance-related component	901	46	1022	49	539	63	571	68	542	84	565	68
Short-term incentive (STI)	499	26	447	22	312	37	267	32	104	16	267	32
Long-term incentive (LTI)	544	28	609	29	—	—	—	—	—	—	—	—
Performance-related component	1,043	54	1,056	51	312	37	267	32	104	16	267	32
Total remuneration	1,944	100	2,078	100	851	100	838	100	646	100	832	100

1) Dirk Hanenberg has been appointed to the Executive Board effective September 1, 2022. He is not entitled to any performance-related LTI payments from previous years.

2) Oliver Gantzert was appointed to the Executive Board effective September 1, 2023. He is not entitled to any performance-related LTI payments from previous years.

Remuneration Granted & Owed to Former Board Members

in € thousand	Dr. Christian Terlinde			
	Executive Board until: June 30, 2023			
	2024 ¹	in %	2025	in %
Fixed remuneration	—	—	—	—
Deferred compensation for pension scheme	—	—	—	—
Fringe benefits	—	—	—	—
Non-performance-related component	—	—	—	—
Short-term incentive (STI)	156	41	—	—
Long-term incentive (LTI)	226	59	293	100
Performance-related component	382	100	293	100
Total remuneration	382	100	293	100

1) Proportional amount up to June 30, 2023

The table above does not include the STI for fiscal year 2025, which is only due in 2026 upon approval of the consolidated financial statements for 2025 and will be granted two weeks later, nor the LTI for 2025, which will only be granted in 2030. For this information, please refer to the voluntary disclosures in the following section “STI and LTI from Fiscal Year 2025 for Fiscal Years 2026 (STI) and 2030 (LTI), Respectively” and the section “Compliance with Maximum Remuneration”.

STI or LTI from Fiscal Year 2025 for the 2026 (STI) or 2030 (LTI) Fiscal Years Respectively

According to the understanding of Section 162 (1) Sentence 2 No. 1 of the German Stock Corporation Act (AktG) adopted here, neither the STI nor the LTI, which result from the achievement of the financial performance criteria in the fiscal year 2025, have been “granted” or “owed”.

The presentation of the STI and LTI based on the achievement of performance criteria in fiscal year 2025 in this remuneration report serves solely to create the most comprehensive transparency possible on a voluntary basis. The remuneration components presented here will only be granted and owed in fiscal year 2026 (STI) and fiscal year 2030 (LTI).

At its meeting on December 5, 2024, the Supervisory Board defined the performance criteria relevant for the success-related remuneration components of the individual Executive Board members in fiscal year 2025. These targets did not take into account the integration of Hyva into the JOST Werke Group, as the transaction had not yet been completed at the time of the meeting.

Following the completion of the acquisition of Hyva with effect from 1 February 2025, the Supervisory Board, at its next meeting on 24 March 2025, adjusted the financial targets of the performance-related

remuneration of the Executive Board for the year 2025 accordingly, in order to take account of the new size of JOST in the setting of the performance criteria.

Achievement of Financial Performance Criteria
(according to the 2021 remuneration system)

	2025
Performance criterion	Adjusted EBITDA
Threshold for granting (80% target achievement)	€156 million
Target value (100% target achievement)	€194 million
Threshold for maximum grant (200% target achievement)	€389 million
Result achieved	€191 million
Goal achievement	98%

At its meeting on December 5, 2024, the Supervisory Board defined the non-financial performance criteria that will influence the performance-related remuneration of the Executive Board for fiscal year 2025, in accordance with the 2021 remuneration system. Since Hyva, as a privately held company, did not have audited ESG indicators at the time of the acquisition, the target for the non-financial performance indicators for fiscal year 2025 remained unchanged. As part of the PMI process, JOST integrated Hyva into its sustainability reporting for 2025 and established new joint short-, medium-, and long-term ESG targets based on the year 2025. [↗ Sustainability Report 2025](#)

Achievement of Non-Financial Performance Criteria
(according to the 2021 remuneration system)

	2025
ESG target	Reduction of CO _{2eq} emissions per production hour (Scope 1 and Scope 2) by 48% compared to the base year 2020 (2020: 6.3 kg CO _{2eq} /production hour) Reduction of -3.02 kg CO _{2eq} /production hour in 2025
Result achieved	2.56 kg CO _{2eq} /Prod.-hr in 2025 This represents a reduction of -3.74 kg CO _{2eq} /production hour compared to the base year 2020
Goal achievement	124%

Calculation of the Performance-Related Component according to the 2021 Remuneration System

The Executive Board service contracts of Joachim Dürr, Dirk Hanenberg and Oliver Gantzert, which run through the 2025 fiscal year, were concluded according to the 2021 remuneration system.

For Joachim Dürr, the performance-related components of his remuneration in the 2025 fiscal year are structured as follows:

- (i) 0.646% of the actual adjusted EBITDA achieved, if the adjusted EBITDA is at least 80% of the target set by the Board of Directors for 2024;
- (ii) 0.114% of the actual adjusted EBITDA achieved if the ESG (non-financial) targets set by the Supervisory Board achieve a target achievement level of at least 80%.

For Dirk Hanenberg, the performance-related components of his remuneration for the fiscal year 2025 are structured as follows:

- (i) 0.36% of the actual adjusted EBITDA achieved (valid until 31 August 2025) or 0.391% (from 1 September 2025 onwards), in each case provided that the adjusted EBITDA is at least 80% of the target set by the Supervisory Board for 2024;
- (ii) 0.04% of the actual adjusted EBITDA achieved (valid until 31 August 2025) or 0.069% (from 1 September 2025 onwards), in each case provided that the ESG targets (non-financial targets) set by the Supervisory Board achieve an achievement level of at least 80%.

For Oliver Gantzert, the performance-related components of his remuneration for the fiscal year 2025 are structured as follows:

- (i) 0.36% of the actual adjusted EBITDA achieved (valid until 31 August 2025) or 0.374% (from 1 September 2025 onwards), in each case provided that the adjusted EBITDA is at least 80% of the target set by the Supervisory Board for 2024;
- (ii) 0.04% of the actual adjusted EBITDA achieved (valid until 31 August 2025) or 0.066% (from 1 September 2025 onwards), in each case provided that the ESG targets (non-financial targets) set by the Supervisory Board achieve an achievement level of at least 80%.

Calculation of the STI Component from Fiscal Year 2025
according to the 2021 remuneration system

	Joachim Dürr (CEO)	Dirk Hanenberg (COO)	Oliver Gantzert (CFO)
Target amount 100% STI 2025	€665 thousand	€367 thousand	€362 thousand
Achievement of financial performance criteria	98%	98%	98%
Achievement of non-financial performance criteria	124%	124%	124%
Payout amount 2026 (STI)	€654 thousand	€361 thousand	€356 thousand

Under the 2021 remuneration scheme, the LTI (Long-Term Incentive) is invested virtually in shares of the company. The purchase price for this investment is the volume-weighted average price of the company's shares on the Xetra trading platform of the Frankfurt Stock Exchange during the last 60 trading days of the base year. The payout of the LTI component from fiscal year 2025 will take place in fiscal year 2030.

Calculation of the LTI Component from Fiscal Year 2025
according to the 2021 remuneration system

	Joachim Dürr (CEO)	Dirk Hanenberg (COO)	Oliver Gantzert (CFO)
Target amount 100% LTI 2025	€813 thousand	€449 thousand	€442 thousand
Achievement of financial performance criteria	98%	98%	98%
Achievement of non-financial performance criteria	124%	124%	124%
Number of allocated virtual shares	15,430	8,527	8,392
Allocation share price	€51.81	€51.81	€51.81
Current value at the time of grant	€799 thousand	€442 thousand	€435 thousand

Compliance with Maximum Remuneration in Fiscal Year 2025

Under the 2021 remuneration system, the total bonus granted (sum of all performance-related remuneration components) may not exceed twice the annual fixed salary in any given fiscal year (cap). The relevant factor here is the cost-based approach, i.e., the annual fixed salary in 2025 and the STI or LTI from fiscal year 2025, which will only be paid to the Executive Board in fiscal years 2026 (STI) and 2030 (LTI), respectively.

For the 2021 remuneration system, the Supervisory Board, in accordance with Section 87a (1) Sentence 2 No. 1 of the German Stock Corporation Act (AktG), additionally stipulated that the total amount of remuneration components expended in the fiscal year may not exceed €2.5 million for the CEO and €1.7 million for the other members of the Executive Board, and introduced an inflow cap in view of the extended term of the LTI in the 2021 remuneration system and its linkage to stock market performance.

The calculation of the relevant STI and LTI components can be found in the previous section "STI or LTI from fiscal year 2025 for fiscal years 2026 (STI) or 2030 (LTI)".

The following table shows the maximum possible remuneration for current and former board members and compliance with it.

Compliance with the Maximum Executive Board Remuneration in Fiscal Year 2025

in € thousand	Joachim Dürr (CEO) Entry date: January 1, 2019		Dirk Hanenberg (COO) Entry date: September 1, 2022		Oliver Gantzert (CFO) Entry date: September 1, 2023	
	2025	Max.	2025	Max.	2025	Max.
Fixed remuneration	848	848	471	471	463	463
Deferred compensation for pension scheme	170	170	94	94	93	93
Fringe benefits	4	4	6	6	9	9
Non-performance-related component	1,022	1,022	571	571	565	565
Short-term incentive (STI)	654	763	361	424	356	417
Long-term incentive (LTI)	799	933	442	518	435	509
Performance-related component	1,453	1,696	803	942	791	926
Total remuneration	2,475	2,500	1,374	1,513	1,356	1,491

Further Information

No member of the Executive Board received or was promised any benefits from third parties in connection with their work as an Executive Board member during the past fiscal year.

Board members do not receive any remuneration for holding Supervisory Board positions within the JOST Group.

The 2021 remuneration system contains provisions granting the Supervisory Board the right to issue compliance or performance clawbacks. The Supervisory Board did not exercise this right.

Remuneration of the Supervisory Board

The Supervisory Board's remuneration system, governed by article 16 of the Articles of Association of JOST Werke SE, was adopted by the Annual General Meeting on May 11, 2023. It was reaffirmed unchanged by the Annual General Meeting on May 8, 2025. The Supervisory Board's remuneration system provides that each Supervisory Board member receives a fixed annual remuneration of €50,000, payable after the end of the fiscal year. The company thus complies with Recommendation G.18 of the German Corporate Governance Code 2022 (DCGK 2022). In

accordance with Recommendation G.17 of the DCGK 2022, the remuneration system also takes into account the Chairman and Deputy Chairman of the Supervisory Board as well as membership in the committees: The Chairman of the Supervisory Board receives three times the fixed remuneration, i.e., €150,000, and the Deputy Chairman receives one and a half times that amount, i.e., €75,000.

For their work on committees, the respective committee chair receives an additional €20,000 and each other committee member an additional €10,000. There is no entitlement to a separate attendance fee.

For their work on the Audit Committee, ordinary members receive €15,000. The chairman of the Audit Committee receives €30,000. There is no entitlement to a separate attendance fee.

Supervisory board members who only belong to the Supervisory Board for part of a fiscal year or who hold the office of chairman receive a corresponding pro rata remuneration.

Furthermore, JOST Werke SE reimburses the members of the Supervisory Board for expenses incurred in the performance of their duties in accordance with Section 670 German Civil Code (BGB).

The following table provides an individualized overview of the remuneration “granted” and “owed” in fiscal year 2025 and their respective relative shares pursuant to Section 162 (1) No. 1 of the German Stock Corporation Act (AktG) for incumbent members of the Supervisory

Board. Here, too, the same definitions of “granted” and “owed” remuneration are used as explained and applied in the section “Remuneration Granted and Owed to Board Members in Fiscal Year 2025”.

Remuneration Granted & Owed to Current Members of the Supervisory Board

in € thousand	2024						2025						
	Fixed amount	in %	Committees	in %	In total	in %	Fixed amount	in %	Committees	in %	In total	in %	
Members of the Supervisory Board ¹													
Dr. Stefan Sommer (Chairman of the Supervisory Board since 05.05.2022) (Chair of the Executive and Nomination Committee since 05.05.2022)	150	88	20	12	170	100	150	88	20	12	170	100	
Jürgen Schaubel (Deputy Chairman from May 11, 2023) (Chairman of the Audit Committee)	66	72	26	28	92	100	75	71	30	29	105	100	
Natalie Hayday (Member of the Audit Committee)	50	79	13	21	63	100	50	77	15	23	65	100	
Diana Rauhut (Member of the Executive and Nomination Committee from May 11, 2023)	32	84	6	16	38	100	50	83	10	17	60	100	
Karsten Kühl (Member of the Audit Committee from May 11, 2023)	32	76	10	24	42	100	50	77	15	23	65	100	
Helmut Ernst (Member of the Executive and Nomination Committee from May 5, 2025)	—	—	—	—	—	—	—	—	—	—	—	—	—
Rolf Lutz (Member of the Executive and Nomination Committee until May 5, 2025)	50	83	10	17	60	100	50	83	10	17	60	100	
Prof. Dr. Bernd Gottschalk (Deputy Chair until May 11, 2023) (Member of the Executive and Nomination Committee until May 11, 2023)	27	87	4	13	31	100	—	—	—	—	—	—	—
Klaus Sulzbach (Member of the Audit Committee until May 11, 2023)	18	82	4	18	22	100	—	—	—	—	—	—	—
Total remuneration	425		93		518		425		100		525		

1) Helmut Ernst was appointed to the Supervisory Board of JOST Werke SE by the Annual General Meeting with effect from May 8, 2025. However, since the Supervisory Board remuneration is only owed after the end of a fiscal year, no remuneration was granted or owed to him in the 2025 fiscal year.

Comparative Presentation of Remuneration & Earnings Development

The following table presents the annual change in the remuneration granted and owed to current and former members of the Executive Board and Supervisory Board within the meaning of Section 162 of the German Stock Corporation Act (AktG) compared to the company's annual earnings development and the average development of employee remuneration. Utilizing a transitional provision of the German Act on the Implementation of the Second Shareholder Rights Directive (ARUG II), the following presentation refers to the year-on-year change; for subsequent fiscal years, the comparison period will gradually increase to a five-year comparison.

The company's earnings performance is presented using the Group's adjusted EBITDA, as this figure has been defined by the Supervisory Board as a key performance indicator for the Executive Board and therefore has a significant influence on the level of Executive Board remuneration. In addition, the development of the earnings after taxes of the parent company, JOST Werke SE, is also presented as a separate entity, in accordance with legal requirements. However, it should be noted that JOST Werke SE is a pure holding company without its own operating business, and therefore the earnings performance of the single entity is not a suitable indicator for assessing the Group's overall earnings performance.

The average employee remuneration is based on the employees of the German company. Employee remuneration includes personnel expenses for salaries, benefits, employer contributions to social security, and any variable remuneration components paid in the respective fiscal year. For technical reasons, only employees who were employed by JOST for two full calendar years can be considered. Employees who were not entitled to continued salary payments, either wholly or partially, in one of the two comparison calendar years, for example, due to parental leave or illness, are not included.

The Executive Board and the Supervisory Board of JOST Werke SE

Neu-Isenburg, March 23, 2026

Comparative Presentation of the Annual Change in Remuneration & Earnings Development

Change in %	2021 vs. 2020	2022 vs. 2021	2023 vs. 2022	2024 vs. 2023	2025 vs. 2024
Current Executive Board Members					
Joachim Dürr (Entry: 01.01.2019)	40%	23%	12%	7%	7%
Dirk Hanenberg (Entry: September 1st, 2022)	—	100%	242%	34%	-2%
Oliver Gantzert (Entry date: 01.09.2023)	—	—	100%	254%	29%
Former Executive Board Members					
Dr. Christian Terlinde (Entry: 01.01.2019 – Exit: 30.06.2023)	5%	18%	-3%	-52%	-23%
Dr. Ralf Eichler (Entry 2000 – Exit: 31.10.2022)	6%	-1%	-37%	-40%	-100%
Lars Brorsen (Exit: September 30, 2019)	-45%	-100%	0%	0%	0%
Christoph Hobo (Exit: 31.12.2018)	-100%	0%	0%	0%	0%
Current Supervisory Board Members					
Dr. Stefan Sommer (Chairman; Entry: May 5, 2022)	—	—	100%	52%	0%
Jürgen Schaubel (Deputy Chairman from 11.03.2023)	-3%	3%	0%	31%	14%
Natalie Hayday	-2%	2%	0%	5%	3%
Helmut Ernst (Entry: 08.05.2025)	—	—	—	—	—
Diana Rauhut (Entry: May 11, 2023)	—	—	—	100%	58%
Karsten Kühn (Entry: May 11, 2023)	—	—	—	100%	55%
Former Supervisory Board Members					
Rolf Lutz (Exit: May 8, 2025)	-2%	2%	0%	0%	0%
Prof. Dr. Bernd Gottschalk (Exit: May 11, 2023)	-2%	2%	0%	-64%	-100%
Klaus Sulzbach (Exit: May 11, 2023)	-2%	2%	0%	-64%	-100%
Manfred Wennemer (Exit: May 5, 2022)	-3%	3%	-66%	-100%	0%
Earnings Development					
Adj.EBITDA of JOST Werke Group	30%	16%	12%	-14%	29%
Earnings after taxes of JOST Werke SE (single entity)	34%	-29%	4%	-128%	25%
Average Employee Remuneration in Germany (Full-Time Equivalents)	4%	3%	5%	7%	5%

Report of the independent auditor on the formal audit of the remuneration report pursuant to §162 Abs. 3 AktG

To JOST Werke SE, Neu-Isenburg

Opinion

We have formally audited the remuneration report of the JOST Werke SE, Neu-Isenburg, for the financial year from 1. January to 31. December 2025 to determine whether the disclosures pursuant to § [Article] 162 Abs. [paragraphs] 1 and 2 AktG [Aktengesetz: German Stock Corporation Act] have been made in the remuneration report. In accordance with § 162 Abs. 3 AktG, we have not audited the content of the remuneration report.

In our opinion, the information required by § 162 Abs. 1 and 2 AktG has been disclosed in all material respects in the accompanying remuneration report. Our opinion does not cover the content of the remuneration report.

Basis for the opinion

We conducted our formal audit of the remuneration report in accordance with § 162 Abs. 3 AktG and IDW [Institut der Wirtschaftsprüfer: Institute of Public Auditors in Germany] Auditing Standard: The formal audit of the remuneration report in accordance with § 162 Abs. 3 AktG (IDW AuS 870 (09.2023)). Our responsibility under that provision and that standard is further described in the “Auditor’s Responsibilities” section of our auditor’s report. As an audit firm, we have complied with the requirements of the IDW Quality Management Standard: Requirements to quality management for audit firms [IDW Qualitätsmanagementstandard - IDW QMS 1 (09.2022)]. We have complied with the professional duties pursuant to the Professional Code for German Public Auditors and German Chartered Auditors [Berufssatzung für Wirtschaftsprüfer und vereidigte Buchprüfer - BS WP/vBP], including the requirements for independence.

Responsibility of the Management Board and the Supervisory Board

The management board and the supervisory board are responsible for the preparation of the remuneration report, including the related disclosures, that complies with the requirements of § 162 AktG. They are also responsible for such internal control as they determine is necessary to enable the preparation of a remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

Auditor’s Responsibilities

Our objective is to obtain reasonable assurance about whether the information required by § 162 Abs. 1 and 2 AktG has been disclosed in all material respects in the remuneration report and to express an opinion thereon in an auditor’s report.

We planned and performed our audit to determine, through comparison of the disclosures made in the remuneration report with the disclosures required by § 162 Abs. 1 and 2 AktG, the formal completeness of the remuneration report. In accordance with § 162 Abs 3 AktG, we have not audited the accuracy of the disclosures, the completeness of the content of the individual disclosures, or the appropriate presentation of the remuneration report.

Frankfurt am Main, 23 March 2026

PricewaterhouseCoopers GmbH
Wirtschaftsprüfungsgesellschaft

Christiane Lawrenz
Wirtschaftsprüferin
(German Public Auditor)

Samuel Artzt
Wirtschaftsprüfer
(German Public Auditor)