

2025 | Corporate Governance Report



world of **wienerberger**

CORPORATE GOVERNANCE REPORT

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Corporate Governance at wienerberger

As an international, listed company, wienerberger is committed to responsible corporate governance based on a sustainable and long-term creation of value as well as a high degree of transparency for all stakeholders. wienerberger builds on ecological and social sustainability, an efficient corporate governance system as well as close cooperation between the Managing Board, the Supervisory Board and our employees, based on applicable law, our articles of association, the rules of procedure issued for the Managing Board and the Supervisory Board, and the Austrian Code of Corporate Governance.

Committed to the Austrian Code of Corporate Governance

The Austrian Code of Corporate Governance (“Code”) provides Austrian stock corporations with a corporate governance framework. The Code is based on the regulations of the Austrian laws on stock corporations, stock exchanges and capital markets; the EU recommendations as to the responsibilities of supervisory board members and the remuneration of directors; and the OECD Corporate Governance Principles.

The Austrian Code of Corporate Governance, as amended on the date relevant to this report, is publicly available on the website of the Austrian Working Group for Corporate Governance at www.corporate-governance.at.

Since 2002, wienerberger has been fully committed to the Austrian Code of Corporate Governance. The Managing Board and the Supervisory Board consider it key to comply with the rules of the Code to the best of their abilities and to continuously develop the high wienerberger standards. For efficient governance purposes, wienerberger has implemented comprehensive internal rules, structures and processes.

The Code provides for the following rules:

- › L Rules (= legal requirement) based on mandatory legal requirements;
- › C Rules (= comply or explain) which must be explained if not complied with;
- › R Rules (= recommendation) which solely constitute recommendations.

The present Corporate Governance Report is based on the Code of Corporate Governance, as amended in January 2025. As in the previous year, wienerberger complied with the mandatory L Rules and all C and R Rules of the Code in the financial year 2025.





Members of the Managing Board

GOV-1 Roles of the managing, executive and supervisory bodies



HEIMO SCHEUCH
CEO Wienerberger AG
Chairman of the Managing Board
 Born in 1966

Appointed until the 160th Annual General Meeting (2029)
 Chairman since 1 August 2009
 Member since 21 May 2001

Responsible for the strategic and operational development of wienerberger

Assigned group responsibilities:

- › Corporate Strategy & Development
- › Organizational Development & Human Resources
- › New Business & Ventures
- › Corporate Communications & PR
- › Public Affairs
- › Responsible for North America & UK/Ireland

External positions:

Chairman of the Supervisory Board of Wiener Börse AG
 Director of ANC Anteilsverwaltung GmbH

Heimo Scheuch is an international manager, who studied and worked in various countries. He obtained several university degrees in law and economics and started his professional career in corporate finance. In his capacity as CEO, he developed wienerberger to become a leading provider of innovative, ecological solutions for the entire building envelope in the fields of new build and renovation, and for infrastructure in water and energy management. Speaking six languages and being in regular exchange with customers, stakeholders and employees, he significantly contributes to consolidating the local presence and sustainable transformation and innovation of wienerberger.



DAGMAR STEINERT
CFO Wienerberger AG
 Born in 1964

Appointed until 29 February 2028
 Member since 1 March 2025

Responsible for finance and risk management of wienerberger

Assigned group responsibilities:

- › Accounting, Tax, Group Reporting & Business Support
- › Investor Relations
- › Corporate Treasury
- › IT & Digitalization
- › Legal & Compliance
- › Internal Audit
- › Risk Management
- › Procurement
- › Corporate Sustainability

External positions:

Member of the Supervisory Board of Klöckner & Co SE

Dagmar Steinert is an experienced manager with extensive financial expertise. A business administration graduate, she started her professional career as an auditor and tax consultant. From 2003 to 2013, she was Head of Accounting at Rheinmetall. She then joined FUCHS PETROLUB, where she initially worked as Head of Investor Relations. Three years later, she was promoted to the position of CFO. In 2022, she returned to Rheinmetall as CFO, where she oversaw several mergers and acquisitions and advanced the IT transformation in the DACH region. In all of her executive positions, she demonstrated her leadership skills, an excellent understanding of markets and investors, and the ability to successfully implement group-wide transformations.



GERHARD HANKE
COO Central & East Wienerberger AG

Born in 1971

Appointed until 31 December 2027

Member since 1 March 2021

Responsible for all wienerberger activities in Central and Eastern Europe

Assigned group responsibilities / product groups:

- › Wall Solutions
- › Roof Solutions
- › Pavers
- › Ceramics Technology, Processes and R&D

External positions:

Director of ANC Anteilsverwaltung GmbH

Until the end of February 2025, Gerhard Hanke was CFO of wienerberger. Since 1 March 2025, he has been in charge of all wienerberger activities in Central and Eastern Europe as COO Central & East. For more than 20 years, he has successfully held various executive positions at wienerberger – very often combining responsibilities in Finance and Operations. An expert with excellent industry and financial know-how, he successfully implemented a number of strategic growth projects and M&A transactions. In addition, he has an excellent track record in building efficient financial organizations. Before joining wienerberger, the business administration graduate worked for a leading international accounting firm.



HARALD SCHWARZMAYR
COO West Wienerberger AG

Born in 1969

Appointed until 30 June 2026

Member since 1 July 2020

Responsible for all wienerberger activities in Western Europe

Assigned group responsibilities / product groups:

- › Façade Solutions
- › Piping Solutions
- › Piping Technology, Processes and R&D
- › Commercial Services (Marketing & Sales)
- › Health & Safety
- › Supply Chain Management

External positions:

None

Since 1997, Harald Schwarzmayr has held various executive positions at wienerberger and has been in charge of numerous strategic growth projects and M&A transactions in the course of his long professional career. In his capacity as CEO of Wienerberger Piping Solutions, he took important strategic steps to turn the business unit into one of the leading providers of piping systems in Europe. In doing so, he demonstrated outstanding leadership skills which allowed him to advance operational and cultural improvements in a multinational environment. Before joining wienerberger, the mechanical engineering graduate worked as a management consultant.

Members of the Supervisory Board



F.l.t.r: Thomas Birtel, Effie K. Datson, David Davies, Katrien Beuls, Peter Steiner, Myriam Meyer, Marc Grynberg



PETER STEINER
Chairman (since 1 January 2021)
 Born in 1959
 Independent

Appointed until the 157th
 Annual General Meeting (2026)
 First appointment: 14 June 2018

Positions in listed companies:
 Member of the Executive Board and Chairman of
 the Audit Committee of Clariant AG (until April 2026)
 Member of the Supervisory Board of Zeal Network SE
 (until May 2025)

Other positions:
 None



MYRIAM MEYER
Deputy Chairwoman
 Born in 1962
 Independent

Appointed until the 158th
 Annual General Meeting (2027)
 First appointment: 22 May 2015

Positions in listed companies:
 None

Other positions:
 Member of the Executive Board of Sefar Holding AG
 Member of the Supervisory Board of KUKA AG
 Member of the Foundation Board of Swisscontact
 (until May 2025)

**KATRIEN BEULS**
Member of the Supervisory Board

Born in 1968
Independent

Appointed until the 158th
Annual General Meeting (2027)
First appointment: 5 May 2023

Positions in listed companies:

Member of the Supervisory Board of Sweco AB (Sweden)

Other positions:

ISS A/S (Denmark): Special Counsel Strategic M&A,
Global Head of Group M&A, Investments and Partnerships
(until September 2025)
Member of the Supervisory Boards of ISS Facility Services
Holding GmbH (Germany), ISS Austria Holding GmbH (Austria),
ISS Tesis A.S. (Türkiye), ISS World Services A/S (Denmark)
Member of the Supervisory Board of Promon A/S (Norway)

**THOMAS BIRTEL**
Member of the Supervisory Board

Born in 1954
Independent

Appointed until the 157th
Annual General Meeting (2026)
First appointment: 3 May 2022

Positions in listed companies:

None

Other positions:

Member of the Supervisory Boards of four members of
VHV Versicherung
Chairman of the Board of CONCORDIA Sozialprojekte
gemeinnützige Privatstiftung Vienna and of CONCORDIA
Sozialprojekte Stiftung Germany

**EFFIE K. DATSON**
Member of the Supervisory Board

Born in 1970
Independent

Appointed until the 158th
Annual General Meeting (2027)
First appointment: 5 May 2023

Positions in listed companies:

None

Other positions:

President of EK Datson Capital Inc
Non-Executive Director of Chia Network Inc
Director of NewAg Management Ltd
Designated Member of NewAg Partners LLP

**DAVID DAVIES**
Member of the Supervisory Board

Born in 1955
Independent

Appointed until the 160th
Annual General Meeting (2029)
First appointment: 19 May 2017

Positions in listed companies:

Member of the Board of Directors and Chairman of
the Audit Committee of Petrofac Ltd (until November 2025)

Other positions:

Member of the Supervisory Board and Chairman of the Audit
Committee of Gas Transmission System Operator of Ukraine
LLC (GTSOU)

**MARC GRYNBERG**
Member of the Supervisory Board

Born in 1965
Independent

Appointed until the 157th
Annual General Meeting (2026)
First appointment: 3 May 2022

Positions in listed companies:

Member of the Supervisory Board, of the Accounts, Audit &
Risk Committee, and of the Strategy & Sustainability Committee,
and Climate Director of Nexans SA
Member of the Supervisory Board and of the Investment
Committee and Audit Committee of Umicore

Other positions:

None

Members of the Supervisory Board appointed by the Works Council:**GERHARD SEBAN****Member of the Supervisory Board**

Born in 1967

First appointment: 3 February 2006

Chairman of the Works Council at the Hennersdorf plant (Austria)
 Chairman of the Central Works Council of Wienerberger Österreich GmbH
 Chairman of the Group Works Council and the European Works Council of
 Wienerberger AG

CLAUDIA SCHIROKY**Member of the Supervisory Board**

Born in 1971

First appointment: 2 July 2002

Chairwoman of the Works Council and the Central Works Council of Wienerberger AG
 Deputy Chairwoman of the Group Works Council of Wienerberger AG

WOLFGANG WALLNER**Member of the Supervisory Board**

Born in 1970

First appointment: 6 May 2019

Deputy Chairman of the Group Works Council of Wienerberger AG
 Head of the PVC Mischerei & Materialrückgewinnung Department and member of
 the Blue-Collar Workers' Works Council of Pipelife Austria GmbH & Co KG

Information concerning the independence of the members of the Supervisory Board

Pursuant to C Rule 53 of the Austrian Code of Corporate Governance, the majority of the members of the Supervisory Board elected by the Annual General Meeting should be independent of the Company and its Managing Board. A member of the Supervisory Board is deemed to be independent if the member does not have any business or personal relationship with the Company or its Managing Board which constitutes a financial conflict of interest and is therefore likely to influence the member's conduct. C Rule 54 provides that in respect of companies where more than 50% of the shares are free float, at least two capital representatives should be independent.

As regards the criteria to evaluate independence, the Supervisory Board of Wienerberger AG applies the relevant guidelines laid down in the Austrian Code of Corporate Governance, according to which a member of the Supervisory Board is independent if the member:

- › has not been a member of the Managing Board or an executive of Wienerberger AG or a group company during the past five years;
- › does not have, or during the last year has not had, a business relationship with Wienerberger AG or a group company which is considered significant for the member of the Supervisory Board (including any business relationship with companies in which the member of the Supervisory Board has a significant economic interest);
- › has not been an auditor of Wienerberger AG or a member or employee of the elected auditing company during the past three years;
- › is not a member of the managing board of another company in which a member of the Managing Board of Wienerberger AG is a member of the supervisory board;
- › has not been a member of the Supervisory Board for more than 15 years;
- › is not a close relative of a member of the Managing Board of Wienerberger AG or of persons who hold any of the above positions.

Based on the above criteria, all of the currently seven members of the Supervisory Board elected by the Annual General Meeting have confirmed to consider themselves independent as defined by the Austrian Code of Corporate Governance. None of the members elected by the Annual General Meeting is a shareholder holding an interest of more than 10% or represents the interests of such a shareholder.

In addition, in the financial year 2025, no contracts requiring consent as defined by Rule 48 of the Code were entered into with members of the Supervisory Board. Any business relationship with companies in which members of the Supervisory Board of Wienerberger AG are active is at arm's length. More detailed information concerning any business relationship with related parties is set out in the consolidated notes under explanatory note 37 (business relationships with related parties).



Qualification matrix of the capital representatives on the Supervisory Board

Member of the Supervisory Board	PETER STEINER	MYRIAM MEYER	KATRIEN BEULS	THOMAS BIRTEL	EFFIE K. DATSON	DAVID DAVIES	MARC GRYNBERG
Since	14 June 2018	22 May 2015	5 May 2023	3 May 2022	5 May 2023	19 May 2017	3 May 2022
Appointed until the AGM of	2026	2027	2027	2026	2027	2029	2026
Diversity criteria							
Year of birth	1959	1962	1968	1954	1970	1955	1965
Sex	male	female	female	male	female	male	male
Nationality	Germany	Switzerland	Belgium	Germany	USA	Great Britain	Belgium
Education	Degree in Business Administration, Auditor and tax consultant	Ph.D. in Technical Sciences, Master of Science in Mechanical Engineering	Master of Studies in Law and Economics, Master of Law	Ph.D. in Economics, Study of Economics and Law	Master in Business Administration, Bachelor of Arts in Social Sciences	MBA, BA (Hons) Economic Sciences	Master of Science in Business Engineering
Professional background (extract) ¹⁾	Previously CEO, COO and/or CFO with SÜBA Bau AG; Dyckerhoff AG; MG Technologies/GEO Group	Director of mmtec; former CEO of WIFAG-Polytype Holding, RUAG Aerospace, VP Global HR & Organization Development F. Hofmann La Roche	Special Counsel Strategic M&A, ISS A/S; former CEO Strategic Transformation and Group M&A, Regional COO Europe ISS A/S	Former CEO of STRABAG SE, member of the Managing Board of STRABAG AG, CEO of Frigoscandia	President of EK Datson Capital Inc., Chief Business Officer NewAg Partners AG; previously executive positions with Barclays Private Bank, Union Bancaire Privée, State Street Corp, Deutsche Bank AG and Goldman Sachs	Former CFO of OMV AG, Group Finance Director of Morgan Crucible and London International Group Plc	Former CEO/CFO of Umicore, executive positions with Du Pont de Nemours
Personal requirements							
Independence ²⁾	✓	✓	✓	✓	✓	✓	✓
No overboarding ³⁾	✓	✓	✓	✓	✓	✓	✓
Leadership experience							
CEO experience	●	●	●	●			●
CFO experience	●					●	●
Expert know-how⁴⁾							
Building materials & building industry	●			●			
M&A	●	●	●	●		●	●
Capital market/investor relations	●		●	●	●	●	●
Human resources	●	●	●	●			●
Sales & marketing	●				●		
Production/manufacture		●				●	●
Innovation		●	●	●			●
ESG ⁵⁾	●	●	●	●	●		●
Procurement & logistics		●					●
Digitalization	●	●	●		●		
Market know-how⁴⁾							
Austria			●	●		●	
Europe	●	●	●	●	●	●	●
North America	●	●			●	●	●

1) Complete CVs are available at www.wienerberger.com
 2) According to the criteria laid down by the Supervisory Board under Rule 53 of the Austrian Code of Corporate Governance to evaluate the independence of Supervisory Board members
 3) Pursuant to Rules 56 and 57 of the Austrian Code of Corporate Governance and Section 3 (9) of the articles of association of Wienerberger AG
 4) Evaluation based on self-evaluation by the Supervisory Board
 5) GOV-2 Information and sustainability aspects dealt with by the company's managing, executive and supervisory bodies



Procedures of the Managing Board and the Supervisory Board

The Managing Board and the Supervisory Board of Wienerberger AG act in accordance with defined principles and the principles of transparency, integrity and responsibility. In addition to applicable legal provisions, any action is based on the Austrian Code of Corporate Governance, the Company's articles of association and the rules of procedure issued for the Managing Board and the Supervisory Board. The rules of procedure govern the responsibilities, procedures and cooperation of the Managing Board and the Supervisory Board, and the treatment of any conflict of interest. Moreover, they provide a list of businesses requiring approval by the Supervisory Board beyond statutory requirements.

Procedures of the Managing Board¹

The Managing Board as a whole is responsible for managing the Company and taking key decisions. Irrespective of the Managing Board's overall responsibility, each member of the Managing Board is in charge of defined business areas. Any work provided by the Managing Board is based on the joint handling of strategic and operational facts and a continuous exchange of information concerning significant measures and processes in the respective areas of responsibilities. For this purpose, the chairman of the Managing Board regularly calls board meetings to discuss together with the other members current activities, strategic issues and any business to be approved by the Supervisory Board.

The Managing Board consistently incorporates into the Company's business strategy aspects of sustainability and related opportunities and risks in relation to environment, social matters and governance. In doing so, the Managing Board is supported by the internal department in charge of sustainability.

In addition to its board meetings, the Managing Board regularly holds meetings with the Executive Committee composed of senior executives below management level who are responsible for certain regions and group functions. Next to providing advice in relation to strategic decisions and projects, the Executive Committee supports the implementation of decisions taken.

The Managing Board regularly, promptly and fully informs the Supervisory Board of all relevant issues in relation to the Company's business performance. For purposes of proper corporate governance, the chairman of the Managing Board and the chairman of the Supervisory Board continuously and openly share information in relation to strategic issues, in particular the sustainable and long-term development of wienerberger.

Transparency regarding external board positions and strict compliance with the rules applicable to directors' dealings ensure that the members of the Managing Board are not subject to any conflict of interest as defined by the Austrian Code of Corporate Governance.

Procedures of the Supervisory Board and its Committees

The Supervisory Board takes decisions on issues of fundamental importance and - in close agreement with the Managing Board - the strategic focus of the Company. The Supervisory Board has established the Committees described in detail below to efficiently exercise its advisory and supervisory responsibilities. The Committees support the Supervisory Board in focused and well-founded discussions and decision-making. Each of the Committees is chaired by experts of the relevant areas.

For the purpose of a more profound treatment of certain issues and for the purpose of promoting a continuous knowledge build-up, the Supervisory Board and its Committees invite internal and external experts to attend their meetings, if the need arises. Specific expertise in respect of sustainability and any related consequences, risks and opportunities is primarily provided by the relevant internal departments.

Audit and Risk Committee¹	David Davies (chairman)
	Katrien Beuls
	Effie K. Datson
	Marc Grynberg
	Gerhard Seban

The Audit and Risk Committee fulfills the responsibilities as set forth in Section 92 (4a) of the Austrian Stock Corporation Act [AktG] and Rule 40 of the Austrian Code of Corporate Governance, i.e. it monitors the (group) accounting process, the effectiveness of the internal control and risk management system, the independence and activities of the (group) auditor, and it approves any non-audit services. The Committee is chaired by David Davies, who has comprehensive, pertinent expertise and experience based on his serving as CFO for many years on an international level.

¹) GOV-1 - Roles of managing, executive and supervisory bodies; GOV-2 Information and sustainability aspects dealt with by the Company's managing, executive and supervisory bodies; GOV-5 Risk Management and Internal Controls Over Sustainability Reporting

Nomination and Remuneration Committee	Peter Steiner (chairman)
	Myriam Meyer
	Thomas Birtel
	David Davies
	Gerhard Seban

For the purpose of increasing efficiencies and improving the use of synergies, the Supervisory Board set up the Nomination and Remuneration Committee. It deals with all personnel matters of the Supervisory Board and the Managing Board, such as succession planning in respect of the Managing Board and the Supervisory Board, recommendations to fill vacancies, and the preparation, monitoring and development of the remuneration policy applicable to both bodies. In addition, the Committee is responsible for structuring the contracts of employment of the members of the Managing Board. In accordance with Rule 43 of the Austrian Code of Corporate Governance, Peter Steiner, as chairman of the Supervisory Board, is a member of the Nomination and Remuneration Committee.

Sustainability and Innovation Committee¹	Myriam Meyer (chairwoman)
	Thomas Birtel
	Katrien Beuls
	Marc Grynberg
	Gerhard Seban

The Sustainability and Innovation Committee set up as early as in 2019 is in charge of monitoring and developing the group-wide innovation and sustainability strategy, including examining the effective integration of the sustainability strategy, in particular climate-relevant measures, into the overall strategy of wienerberger, and monitoring the achievement of sustainability targets. The Committee also deals with the consequences and opportunities of the group-wide sustainability program and with the identification and discussion of ESG relevant issues, trends and statutory requirements.

Number and key topics of the meetings of the Supervisory Board and its Committees in 2025

In the financial year 2025, the Supervisory Board fulfilled the responsibilities imposed upon it by law, the articles of association and the rules of procedure at nine meetings. At the meetings, the Managing Board provided comprehensive written and oral information concerning the Company's state of affairs and

operational development in the various business segments and core markets, including financial management.

Among other things, the following was discussed in detail: the macro-economic development in core markets, the strategic focus of the Group, in particular a sharper focus on renovation and infrastructure, as well as strategic investment and acquisition projects, such as the acquisition of the Irish specialist of drainage and piping systems, MFP Sales Ltd. Following the successful acquisition of Terreal in the financial year 2024 and its subsequent integration into the wienerberger Group, a key issue was the re-alignment of business activities in France, in particular the expansion of the roof and solar PV business, e.g. by the full acquisition of GSEi. Another focus was put on the "Fit for Growth" program to further improve the efficiency and competitiveness of the wienerberger Group. The Supervisory Board also dealt with new regulatory requirements, especially in relation to EU climate legislation, and the progress of implementation of the wienerberger sustainability program, in particular in relation to decarbonization.

In the financial year 2025, the Audit and Risk Committee met six times to fulfill its statutory responsibilities. In addition, there was continuous communication with the (group) auditor who participated in four meetings.

At its meetings, the Audit and Risk Committee primarily dealt with the preparation and review of the consolidated and separate financial statements, the review of the proposed distribution of profits and the Corporate Governance Report, the issue of the auditor's independence, issues in relation to the internal control system (ICS), risk management and internal audit, and the approval of non-audit services. The Committee also dealt with the preparation and review of the non-financial statement and, with the assistance of internal experts, the extended reporting duties under the Corporate Sustainability Reporting Directive (CSRD) and other new statutory regulations on a national and on EU level (e.g. Sustainability Report Act, EU Omnibus Package). Another focus constituted the invitation to tender for the audit of the separate and consolidated financial statements for the financial year 2026, the execution of the selection process, and the subsequent recommendation submitted to the Supervisory Board.

The Nomination and Remuneration Committee met five times in the financial year 2025. Main issues of the meetings were the review of the remuneration report concerning the remuneration of the members of the Managing Board and the Supervisory Board, the evaluation of the current remuneration policy for the

1) GOV-1 - Roles of managing, executive and supervisory bodies; GOV-2 Information and sustainability aspects dealt with by the Company's managing, executive and supervisory bodies; GOV-5 Risk Management and Internal Controls Over Sustainability Reporting



Managing Board, issues of performance assessment, and the preparation of targets in relation to the variable remuneration of the members of the Managing Board, considering in particular the sustainability targets of wienerberger. In addition, the Committee dealt with succession planning, e.g. in relation to internal talent management, and the preparation, implementation and evaluation of the results of the annual self-evaluation by the Supervisory Board.

In the course of the wienerberger Governance Roadshow which takes place on an annual basis and is led by the chairman of the Supervisory Board, Peter Steiner informed investors and proxy

advisors of current governance issues (e.g. succession planning, remuneration) and was available to answer questions.

In the financial year 2025, the Sustainability and Innovation Committee met four times, monitoring the implementation progress of the wienerberger Sustainability Program 2023-2026, in particular the sustainability targets for 2025, and implementing the Corporate Sustainability Reporting Directive (CSRD) and ESRS standards. A major focus was put on the group-wide Health & Safety strategy as well as projects and best practices in relation to decarbonization, circularity and resource efficiency.

Presence of members of the Supervisory Board at meetings

In 2025, the various members were very regularly and frequently present at meetings of the Supervisory Board. In case

of occasional absences, the issues dealt with were voted on separately and/or discussed on a later date.

Presence 2025	Supervisory Board	Audit and Risk Committee	Nomination and Remuneration Committee	Sustainability and Innovation Committee
Capital representative				
Peter Steiner	9/9	-	5/5	-
Myriam Meyer	9/8	-	5/5	4/4
Katrien Beuls	9/9	6/6	-	4/4
Thomas Birtel	9/8	-	5/4	4/4
Effie K. Datson	9/9	6/6	-	-
David Davies	9/8	6/6	5/5	-
Marc Grynberg	9/9	6/6	-	4/4
Employee representative				
Gerhard Seban	9/8	6/6	5/5	4/4
Claudia Schiroky	9/8	-	-	-
Wolfgang Wallner	9/6	-	-	-
% of total presences	91.1	100	96.0	100

Self-evaluation by the Supervisory Board

Pursuant to C Rule 36 of the Austrian Code of Corporate Governance, the Supervisory Board considers on an annual basis the efficiency of its activities, especially its organization and procedures (self-evaluation). In the financial year 2025, at the initiative of the Nomination and Remuneration Committee, the self-evaluation process of the Supervisory Board was executed with the support of an independent consultant specialized in managing and supervisory boards and comprised quantitative and qualitative interviews with the various members, amongst others. The evaluation results and any derived recommendation and measure to sustainably develop and further increase the

efficiency of the work performed by the Supervisory Board were discussed in detail and validated by the Supervisory Board. Overall, the evaluation confirmed clear structures, well-founded governance processes, and constructive and close cooperation within the Supervisory Board and with the Managing Board. In addition, the evaluation results illustrate that the various skills and differentiated perspectives represented on the Supervisory Board provide a broad vision of the challenges the wienerberger Group faces and significantly contribute to efficient and effective procedures of the Supervisory Board.

Success through diversity

OVERVIEW OF THE SUPERVISORY BOARD: EXPERIENCED, INDEPENDENT, INTERNATIONAL

as of 31 December 2025

7
CAPITAL
REPRESENTATIVES

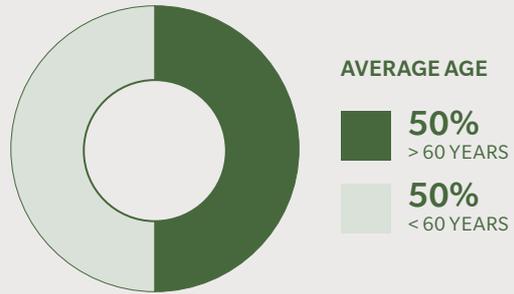
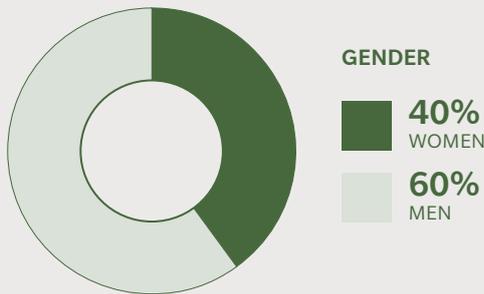
Elected by the Annual General Meeting
for a definite period of time

10
MEMBERS

3
EMPLOYEE
REPRESENTATIVES

Delegated by the Works Council
for an indefinite period of time

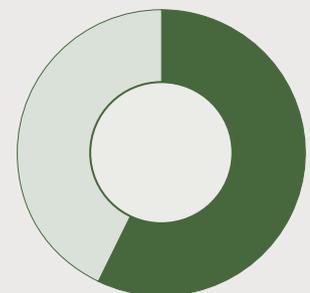
Supervisory Board



Capital Representatives



Germany, UK, USA, Belgium, Switzerland



¹⁾ In accordance with the provisions of the Austrian Corporate Governance Code, the "independence" criterion exclusively applies to capital representatives on the Supervisory Board.



Diversity of the Managing Board and the Supervisory Board¹

wienerberger is firmly committed to diversity and equal opportunities in relation to its sustainability strategy and corporate culture which is based on shared values, such as trust, respect, passion and creativity. wienerberger is convinced that diversity forms the basis of an appreciative and productive working environment by promoting productivity, creativity and innovation, significantly contributing to sustainable economic success. In addition, the multitude of perspectives, experiences and backgrounds helps detect potential risks at an early stage and take well-founded decisions. This is why diversity constitutes a significant element of effective corporate governance at wienerberger.

Vital criteria for selecting members of the Managing Board and the Supervisory Board are professional qualifications required for managing and/or supervising a listed company (e.g. education, professional experience) and personal requirements. In addition, diversity qualities, such as age, gender and internationality, form part of the decision-making process when it comes to finding a balanced composition of the two boards. To ensure a transparent and fair selection process, candidates are generally searched for and/or selected together with an external consultant. Independent assessments performed by external consultants ensure that vacancies on the Managing Board are filled on the basis of objective evaluations.

The search for suitable candidates of the Supervisory Board is based on a qualification matrix which documents the spectrum of expertise currently available on the Supervisory Board and shows which skills may have to be strengthened in relation to succession planning. Based on this, the Supervisory Board is sought to display great diversity in terms of gender, age and nationality. This ensures that the search for candidates is based on a specific requirements profile and the Supervisory Board as a whole at all times comprises all necessary professional skills to perform its supervisory responsibilities and to advise the Managing Board in strategic matters.

These principles in relation to succession planning are also laid down in the "Diversity Policy" and the "Succession Planning and Recruiting Policy" for the Supervisory Board which are available at www.wienerberger.com. and compliance with which is monitored by the Nomination and Remuneration Committee.

Composition of the Managing Board

In the reporting year 2025, the Managing Board of Wienerberger AG consisted of four members (with 25% being women) aged between 54 and 61 years (as of 31 December 2025). Various professional skills, in particular in terms of economy, finance, law and technology, ensure a multidisciplinary dialogue within the Managing Board. Due to its balanced composition, the Managing Board as a whole has extensive professional skills, experience of many years in operations (both within and outside wienerberger) and comprehensive industry expertise and international management experience.

Composition of the Supervisory Board

The capital representatives of the Supervisory Board are elected by the Annual General Meeting in accordance with applicable laws. The employee representatives are appointed in accordance with the provisions of the Austrian Workplace Labor Relations Act. Since the 154th Annual General Meeting held on 5 May 2023, the Supervisory Board has consisted of seven capital representatives and three employee representatives. Women account for a total of 40% of the Supervisory Board. The capital representatives on the Supervisory Board are aged between 55 and 71 years (as of 31 December 2025) and have a multitude of professional skills as well as many years of professional and management experience. In particular because since 2022 members of the Supervisory Board have been elected by rotation, the skills available on the Supervisory Board in relation to industry, ESG and M&A could be further strengthened and extended by comprehensive legal and capital markets expertise as well as know-how of the US market. Except for the members appointed by the Works Council, the Supervisory Board consist solely of international members, reflecting not only the geographical focus of wienerberger, but also its broad international investor basis.

Further details concerning the professional and educational background of the members of the Managing Board and the Supervisory Board are available at www.wienerberger.com.

¹) GOV-1 Roles of managing, executive and supervisory bodies

Diversity - measures for the advancement of women

As a value-driven company committed to sustainability, wienerberger is dedicated to fostering a fair and inclusive workplace for all employees. Equal opportunities and pay equity are important elements of our corporate culture and HR strategy. This focus was strengthened with the issuance of the corporate DEI (Diversity, Equity and Inclusion) and Equal Opportunity Policy and the Equal Pay Policy in 2024.

We place particular emphasis on initiatives that promote equal opportunities and encourage a fair gender balance in executive positions. In 2025, women accounted for 19.6% of senior management positions within the company. This represents a slight increase compared to 2024. To drive progress in this area, the wienerberger Sustainability Program focuses on supporting local country organizations in implementing localized DEI action plans (until the end of 2026) aimed at promoting diversity, including improving gender balance in traditionally underrepresented areas.

Additionally, a range of targeted measures have been introduced on a corporate level to support and empower women in leadership, including active nomination of junior female talents for the internal junior talent development program, the establishment of mentoring and coaching programs to foster professional growth, showcasing the achievements of successful women within the Company through internal and external communications, providing networking events designed to foster connections and conversations around career development for women, including discussions on challenges and opportunities for women in leadership with female leaders within the main office. Moreover, ensuring balanced candidate pools for senior management roles remains a key priority, with a strong focus on diversity and gender balance.

By highlighting the importance of and promoting an inclusive and equitable work environment, we aim to enhance career opportunities for women and strengthen diversity at all levels of our organization.

External evaluation of compliance with the Code of Corporate Governance

C Rule 62 of the Austrian Code of Corporate Governance, which goes beyond statutory requirements, provides that compliance by the Company with the Code must be regularly evaluated on an external basis. For the reporting year 2025, this evaluation was performed by the auditor, Deloitte Audit Wirtschaftsprüfungs GmbH, and did not result in any objection regarding the public statements made in relation to compliance with the Austrian Code of Corporate Governance. Compliance with C Rules 77 to 88 of the Austrian Code of Corporate Governance that are relevant to the auditor was evaluated by the law firm of Schönherr Rechtsanwälte GmbH. The evaluation did not provide any inconsistency.

The reports of the external evaluations are available on the following pages and/or at www.wienerberger.com.

Vienna, March 11, 2026

The Managing Board of Wienerberger AG

Heimo Scheuch
Chairman of the Managing
Board of Wienerberger AG
CEO

Dagmar Steinert
Member of the Managing
Board of Wienerberger AG
CFO

Gerhard Hanke
Member of the Managing
Board of Wienerberger AG
COO Central & East

Harald Schwarzmayr
Member of the Managing
Board of Wienerberger AG
COO West



Auditor's Report

Report on the evaluation of Wienerberger AG's compliance with the Austrian Corporate Governance Code in the financial year 2025

Due to the listing of the shares of Wienerberger AG on the Prime Market of the Vienna Stock Exchange, the Management Board, together with the Supervisory Board, are obligated to apply the rules of the Austrian Corporate Governance Code 2025 ("ÖCGK 2025") in the current version. According to Rule 62 of the ÖCGK, a regular external evaluation of compliance with the ÖCGK is recommended.

Wienerberger AG follows this recommendation, which is why the Management Board of Wienerberger AG commissioned to assess Wienerberger AG's compliance with the rules of the ÖCGK 2025 in the 2025 financial year ("evaluation"). The aim of the evaluation is to give the public a picture of Wienerberger AG's compliance with the principles of corporate governance.

Responsibility of the legal representatives

The proper preparation of the Corporate Governance Report 2025 in accordance with the ÖCGK 2025 lies with the legal representatives of Wienerberger AG.

Responsibilities of the Practitioner

Our responsibility is to express a conclusion as to whether, based on our procedures performed and the evidence obtained, any matters have come to our attention that cause us to believe that the Corporate Governance Report is not in compliance, in all material respects, with the Austrian corporate law regulations and the regulations of the ÖCGK 2025 on the preparation of a (consolidated) corporate governance report.

We have performed the engagement in accordance with ISAE 3000 ("International Standards on Assurance Engagements 3000 – Assurance Engagements other than Audits or Reviews of Historical Financial Information"). Those standards require that we comply with ethical requirements, including independence rules, and plan and perform the engagement, taking into account the principle of materiality, so as to provide our conclusion with limited assurance.

In a limited assurance engagement, the audit procedures performed are less extensive than in a reasonable assurance engagement, and accordingly, less assurance is obtained.

The procedures selected depend on the Practitioner's professional judgment and included, in particular, the following activities:

- › Inquiry with the legal representatives and employees of Wienerberger AG
- › Inspection of a sample of relevant documents and papers (in particular the articles of association of Wienerberger AG, rules of procedure of the supervisory board and management board, minutes of the supervisory board, etc.), insofar as these or their content must be consistent with the rules of the ÖCGK 2025
- › Review of the explanations on the deviations from "C-Rules" as part of Wienerberger AG's Corporate Governance Report for the 2025 financial year and examination of their compliance with the requirements of the ÖCGK 2025.

The subject of our engagement is neither an audit nor an auditor's review of financial statements. Likewise, neither the detection and clarification of criminal facts, such as embezzlement or other acts of fraud and administrative offences, nor the assessment of the effectiveness and profitability of the management is the subject of our evaluation. Since we are also the auditors for Wienerberger AG in the 2025 financial year, the evaluation does not include compliance with C and R Rules 77 to 83 of ÖCGK 2025.

Conclusion

No deviations from the C rules in the Corporate Governance Report of Wienerberger AG were identified. Based on the procedures performed, nothing has come to our attention that causes us to believe that the Corporate Governance Report of Wienerberger AG has not been prepared, in all material respects, in accordance with the requirements with ÖCGK 2025.

Restriction on Distribution and Use

This audit serves to support your company in providing an external evaluation of the Corporate Governance Report of Wienerberger AG. Our report on the audit may only be published on the homepage of Wienerberger AG and may only be shared on the condition that our overall responsibility towards you and any other recipient who receives the report with our consent is limited to the amount resulting from the following "General Terms and Conditions of Contract for Public Accounting Professions" (AAB 2018). A distribution in extracts of the report (e.g. of enclosures to the report) is not permitted.

Terms and Conditions of the Engagement

We prepare this report based on the contract with you, which is based on the General Conditions of Contract for Public Accounting Professions (AAB) attached to this report.

We are only liable for verbal information and advice if they are confirmed by us in writing. Beyond the scope of services, we do not have any protection and due diligence obligations of any kind, in particular no warning obligations.

Our liability is limited to claims for damages based on at least grossly negligent behavior on our part. Liability for slight negligence is excluded. We are not liable for the work of any external auditors or lawyers. All limitations of liability also apply to Deloitte employees engaged by us. Insofar as claims for damages against us do not exist or no longer exist, claims for another legal reason (e.g. warranty, error) are also excluded.

To the extent permitted by law, our liability in the event of gross negligence towards Wienerberger AG and also towards third parties (this also applies if there are several beneficiaries or bases of claims) is limited to the maximum total liability amount of five times the fee received (excluding any cash expenses and expenses and excluding sales tax) towards Wienerberger AG and also towards third parties (this also in the case of several beneficiaries or basis of claims), but limited to a maximum of ten times the minimum sum insured for professional liability insurance in accordance with section 11 of the "Wirtschaftstreuhandberufsgesetz" (WTBG). Claims for damages are limited to the positive damage. We are only liable for lost profits in the event of intent or gross negligence, to the extent permitted by law. We are not liable for unforeseeable or atypical damage that we could not have expected.

Vienna, 11 March 2026

Deloitte Audit Wirtschaftsprüfungs GmbH

Marieluise Krimmel
Certified Public Accountant

ppa. Adin Sirucic Msc (WU)
Certified public Accountant

